0001213900-24-10014910-Q 1847 Holdings LLC 20241119202411191605321605321605321

$39,877Â Â Â -Â Â $-Â Â Â 83,603Â Â $214,900Â Â Â 6,293,022Â Â $600,100Â Â $1,000Â Â Â 45,692Â Â $46Â Â $(785,000)Â $62,943,899Â Â $(87,485,047)Â $(1,802,595)Â $(26,272,820) Â 4 Â Â 1847 HOLDINGS LLC CONDENSED CONSOLIDATED STATEMENTS OF SHAREHOLDERSâ€™ DEFICIT (UNAUDITED) Â Â Â Series A Senior Convertible Preferred SharesÂ Â Series B Senior Convertible Preferred SharesÂ Â Â AllocationÂ Â Common SharesÂ Â Â DistributionÂ Â Â Additional Paid-InÂ Â Â AccumulatedÂ Â Â Non- ControllingÂ Â Total Shareholdersâ€™Â Â Â SharesÂ Â AmountÂ Â SharesÂ Â AmountÂ Â SharesÂ Â SharesÂ Â AmountÂ Â ReceivableÂ Â CapitalÂ Â DeficitÂ Â InterestsÂ Â DeficitÂ Balance at December 31, 2022Â Â 1,593,940Â Â $1,338,746Â Â Â 464,899Â Â $1,214,181Â Â $1,000Â Â Â 5,091Â Â $5Â Â $(2,000,000)Â $43,966,680Â Â $(41,919,277)Â $288,499Â Â $2,889,834Â Issuance of common shares upon settlement of accrued series A preferred shares dividendsÂ Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â 6Â Â Â -Â Â Â -Â Â Â 152,668Â Â Â -Â Â Â -Â Â Â 152,668Â Issuance of common shares and warrants in connection with a private debt offeringÂ Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â 23Â Â Â -Â Â Â -Â Â Â 1,360,362Â Â Â -Â Â Â -Â Â Â 1,360,362Â Issuance of common shares upon cashless exercise of warrantsÂ Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â 4Â Â Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â -Â Deemed dividend from issuance of warrants to common shareholdersÂ Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â 618,000Â Â Â (618,000)Â Â -Â Â Â -Â Deemed dividend from down round provision in warrantsÂ Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â 1,217,000Â Â Â (1,217,000)Â Â -Â Â Â -Â Dividends - series A senior convertible preferred sharesÂ Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â -Â Â Â -Â Â

Company currently believes there are no other issued and not yet effective accounting standards that are materially relevant to our condensed consolidated financial statements. Â 8 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â NOTE 2â€”LIQUIDITY AND GOING CONCERN ASSESSMENT Â Management assesses liquidity and going concern uncertainty in the Companyâ€™s condensed consolidated financial statements to determine whether there is sufficient cash on hand and working capital, including available borrowings on loans, to operate for a period of at least one year from the date the financial statements are issued, which is referred to as the â€œlook-forward period,â€ as defined in GAAP. As part of this assessment, based on conditions that are known and reasonably knowable to management, management considered various scenarios, forecasts, projections, estimates and made certain key assumptions, including the timing and nature of projected cash expenditures or programs, its ability to delay or curtail expenditures or programs and its ability to raise additional capital, if necessary, among other factors. Based on this assessment, management made certain assumptions around implementing curtailments or delays in the nature and timing of programs and expenditures to the extent it deems probable those implementations can be achieved and management has the proper authority to execute them within the look-forward period. Â As of September 30, 2024, the Company had cash and cash equivalents of $1,517,191, restricted cash of $8,700,000 and total working capital deficit of $5,848,670. For the nine months ended September 30, 2024, the Company incurred an operating loss of $8,560,340 and used cash flows in operating activities from continuing operations of $11,688,488. Â The Company has generated operating losses since its inception and has relied on cash on hand, sales of securities, external bank lines of credit, and issuance of third-party and related party debt to support cashflows from operations. The Company expects that within the next twelve months, it will not have sufficient cash and other resources on hand to sustain its current operations or meet its obligations as they become due unless it obtains additional financing. These conditions raise substantial doubt about the Companyâ€™s ability to continue as a going concern. Â An assessment was performed to determine whether there were conditions or events that, considered in the aggregate, raised substantial doubt about the Companyâ€™s ability to continue as a going concern within one year after the condensed consolidated financial statements are issued. Initially, this assessment did not consider the potential mitigating effect of managementâ€™s plans that had not been fully implemented. Based on this assessment, substantial doubt exists regarding the Companyâ€™s ability to continue as a going concern. Â Management plans to address these concerns by securing additional financing through debt and equity offerings. Management assessed the mitigating effect of its plans to determine if it is probable that the plans would be effectively implemented within one year after the consolidated financial statements are issued and when implemented, would mitigate the relevant conditions or events that raise substantial doubt about the Companyâ€™s ability to continue as a going concern. These plans are subject to market conditions and reliance on third parties, and there is no assurance that effective implementation of the Companyâ€™s plans will result in the necessary funding to continue current operations and satisfy current debt obligations. These conditions raise substantial doubt about the Companyâ€™s ability to continue as a going concern beyond one year from the date the condensed consolidated financial statements are issued. Â The accompanying condensed consolidated financial statements have been prepared assuming the Company will continue as a going concern, which contemplates the realization of assets and satisfaction of liabilities in the normal course of business. The accompanying condensed consolidated financial statements do not include any adjustments relating to the recoverability and classification of assets and their carrying amounts, or the amounts and classification of liabilities that may result should the Company be unable to continue as a going concern. If the Company is unable to obtain adequate capital, it could be forced to cease operations. Â 9 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â NOTE 3â€”DISCONTINUED OPERATIONS Â Asienâ€™s Assignment for the Benefit of Creditors Â On February 26, 2024, Asienâ€™s entered into the Assignment Agreement, pursuant to which Asienâ€™s transferred ownership of all or substantially all of its right, title, and interest in, as well as custody and control of, its assets to SG Service Co., LLC in trust. The Company received no cash consideration related to the assignment. Following the assignment, the Company retained no financial interest in Asienâ€™s. Â The assignment of Asienâ€™s represents a strategic shift and its results are reported as discontinued operations for the three and nine months ended September 30, 2024 and 2023. The Company recognized a gain on disposition of Asienâ€™s of $1,060,095, as a separate line item in discontinued operations in the consolidated statements of operations for the nine months ended September 30, 2024. Â The following information presents the major classes of line item of assets and liabilities included as part of discontinued operations of Asienâ€™s in the consolidated balance sheet as of December 31, 2023: Â Â Â December 31, 2023Â Current assets of discontinued operationsÂ Â Â Cash and cash equivalentsÂ $34,470Â InvestmentsÂ Â 278,521Â ReceivablesÂ Â 88,770Â Inventories, netÂ Â 1,398,088Â Prepaid expenses and other current assetsÂ Â 140,102Â Total current assets of discontinued operationsÂ Â 1,939,951Â Â Â Â Â Non-current assets of discontinued operationsÂ Â Â Â Property and equipment, netÂ Â 88,505Â Â Â Â Â Â Total assets of discontinued operationsÂ $2,028,456Â Â Â Â Â Â Current liabilities of discontinued operationsÂ Â Â Â Accounts payable and accrued expensesÂ $923,945Â Customer depositsÂ Â 2,143,493Â Current portion of notes payableÂ Â 29,777Â Total current liabilities of discontinued operationsÂ Â 3,097,215Â Â Â Â Â Â Non-current liabilities of discontinued operationsÂ Â Â Â Notes payable, net of current portionÂ Â 34,965Â Â Â Â Â Â Total liabilities of discontinued operationsÂ $3,132,180Â Â 10 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â The following information presents the major classes of line items constituting the loss from discontinued operations of Asienâ€™s in the unaudited consolidated statements of operations for the three and nine months ended September 30, 2024 and 2023: Â Â Â Three Months Ended September 30,Â Â Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â RevenuesÂ $Â Â -Â Â $2,421,008Â Â $870,952Â Â $6,887,589Â Operating ExpensesÂ Cost of revenuesÂ Â -Â Â Â 1,976,031Â Â Â 744,706Â Â Â 5,461,866Â PersonnelÂ Â -Â Â Â 246,567Â Â Â 98,213Â Â Â 784,561Â Depreciation and amortizationÂ Â -Â Â Â 46,603Â Â Â 7,702Â Â Â 139,809Â General and administrativeÂ Â -Â Â Â 369,835Â Â Â 203,377Â Â Â 1,118,993Â Professional feesÂ Â -Â Â Â 42,204Â Â Â 78,807Â Â Â 150,678Â Total Operating ExpensesÂ Â -Â Â Â 2,681,240Â Â Â 1,132,805Â Â Â 7,655,907Â Loss from operationsÂ Â -Â Â Â (260,232)Â Â (261,853)Â Â (768,318) Â Other Income (Expense)Â Other income (expense)Â Â -Â Â Â (6,191)Â Â -Â Â Â (5,817) Interest expenseÂ Â -Â Â Â (33,837)Â Â (724)Â Â (280,979) Total Other ExpenseÂ Â -Â Â Â (40,028)Â Â (724)Â Â (286,796) Â Net loss from discontinued operations before income taxesÂ Â -Â Â Â (300,260)Â Â (262,577)Â Â (1,055,114) Income tax benefitÂ Â -Â Â Â 1,145Â Â Â -Â Â Â 43,145Â Net loss from discontinued operationsÂ $-Â Â $(299,115)Â $(262,577)Â $(1,011,969) Â Net income (loss) attributable to non-controlling interests from discontinued operationsÂ Â -Â Â Â 14,955Â Â Â (59,304)Â Â 50,598Â Net loss from discontinued operations attributable to 1847 HoldingsÂ $-Â Â Â (284,160)Â Â (321,881)Â Â (961,371) Â 11 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â The following information presents the major classes of line items constituting significant operating, investing and financing cash flow activities from discontinued operations of Asienâ€™s in the unaudited consolidated statements of cash flows for the nine months ended September 30, 2024 and 2023: Â Â Â Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Cash flows from operating activitiesÂ Â Â Â Â Net lossÂ $(262,577)Â $(1,011,969) Adjustments to reconcile net loss to net cash used in operating activities:Â Â Â Â Â Â Â Deferred taxesÂ Â -Â Â Â (43,000) Depreciation and amortizationÂ Â 7,702Â Â Â 139,809Â Changes in operating assets and liabilities:Â Â Â Â Â Â Â ReceivablesÂ Â 73,769Â Â Â 137,546Â InventoriesÂ Â 213,399Â Â Â 42,460Â Prepaid expenses and other current assetsÂ Â 108,686Â Â Â (86,813) Accounts payable and accrued expensesÂ Â 320,362Â Â Â 1,178,940Â Customer depositsÂ Â (474,803)Â Â (473,522) Net cash used in operating activities from discontinued operationsÂ Â (13,462)Â Â (116,549) Â Cash flows from investing activitiesÂ Â Â Â Â Â Â Â Investments in certificates of depositÂ Â -Â Â Â (506) Net cash used in investing activities from discontinued operationsÂ Â -Â Â Â (506) Â Cash flows from financing activitiesÂ Â Â Â Â Â Â Â Repayments of notes payableÂ Â (4,836)Â Â (21,237) Net cash used in financing activities from discontinued operationsÂ Â (4,836)Â Â (21,237) Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Net change in cash and cash equivalents from discontinued operationsÂ $(18,298)Â $(138,292) Â ICU Eyewear Foreclosure Sale Â As described above, ICU Eyewear was in default under the ICU Loan Agreement and, with the approval of the other ICU Parties, consented to a foreclosure by the ICU Lender and private sale of substantially all of its assets in an Article 9 sale process, pursuant to Section 9-610 of the Uniform Commercial Code as in effect in the State of New York and Section 9-610 of the Uniform Commercial Code as in effect in the State of California. On August 5, 2024, ICU Eyecare Solutions Inc., an entity that is not affiliated with the Company, was the successful bidder with a cash bid of $4,250,000. Pursuant to an agreement dated, August 5, 2024, and in consideration for such purchase price, the ICU Lender having foreclosed on its security interest in all of the assets of ICU Eyewear then conveyed all of its rights, title, and interest in all of such assets to ICU Eyecare Solutions Inc. The Company received no cash consideration related to the sale. Following the sale, the Company retained no financial interest in ICU Eyewear. Â The sale of ICU Eyewearâ€™s assets represents a strategic shift and its results are reported as discontinued operations for the three and nine months ended September 30, 2024 and 2023. The Company recognized a gain on disposition of ICU Eyewearâ€™s assets of $4,841,735, as a separate line item in discontinued operations in the consolidated statements of operations for the three and nine months ended September 30, 2024.Â 12 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â The following information presents the major classes of line item of assets and liabilities included as part of discontinued operations of ICU Eyewear in the consolidated balance sheet as of December 31, 2023: Â Â Â December 31, 2023Â Current assets of discontinued operationsÂ Â Â Cash and cash equivalentsÂ $12,594Â Receivables, netÂ Â 1,578,764Â Inventories, netÂ Â 5,123,478Â Prepaid expenses and other current assetsÂ Â 19,990Â Total current assets of discontinued operationsÂ Â 6,734,826Â Â Â Â Â Non-current assets of discontinued operationsÂ Â Â Â Property and equipment, netÂ Â 313,915Â Operating lease right-of-use assetsÂ Â 1,690,937Â Long-term depositsÂ Â 74,800Â Intangible assets, netÂ Â 500,383Â GoodwillÂ Â 757,283Â Â Â Â Â Â Total assets of discontinued operationsÂ $10,072,144Â Â Â Â Â Â Current liabilities of discontinued operationsÂ Â Â Â Accounts payable and accrued expensesÂ $5,580,313Â Current portion of operating lease liabilities Â Â 274,683Â Total current liabilities of discontinued operationsÂ Â 5,854,996Â Â Â Â Â Â Non-current liabilities of discontinued operationsÂ Â Â Â Operating lease liabilities, net of current portionÂ Â 1,459,184Â Revolving line of credit, netÂ Â 3,647,511Â Deferred tax liabilityÂ Â 15,000Â Â Â Â Â Â Total liabilities of discontinued operationsÂ $10,976,691Â Â 13 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â The following information presents the major classes of line items constituting the loss from discontinued operations of ICU Eyewear in the unaudited consolidated statements of operations for the three and nine months ended September 30, 2024 and 2023: Â Â Â Three Months Ended September 30,Â Â Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â RevenuesÂ $1,239,327Â Â $4,243,254Â Â $8,212,395Â Â $11,530,027Â Operating ExpensesÂ Cost of revenuesÂ Â 1,238,021Â Â Â 3,195,105Â Â Â 5,658,551Â Â Â 8,572,656Â PersonnelÂ Â 310,888Â Â Â 751,485Â Â Â 1,564,842Â Â Â 2,070,996Â Depreciation and amortizationÂ Â 39,454Â Â Â 108,636Â Â Â 248,646Â Â Â 277,839Â General and administrativeÂ Â 316,146Â Â Â 270,540Â Â Â 1,526,278Â Â Â 951,627Â Professional feesÂ Â 47,522Â Â Â (61,381)Â Â 672,855Â Â Â 132,967Â Impairment of goodwill and intangible assetsÂ Â -Â Â Â -Â Â Â 1,216,966Â Â Â -Â Total Operating ExpensesÂ Â 1,952,031Â Â Â 4,264,385Â Â Â 10,888,138Â Â Â 12,006,085Â Loss from operationsÂ Â (712,704)Â Â (21,131)Â Â (2,675,743)Â Â (476,058) Â Other Income (Expense)Â Other incomeÂ Â (17,370)Â Â (181,200)Â Â 2,583Â Â Â (136,849) Interest expenseÂ Â (531,250)Â Â (521,899)Â Â (911,437)Â Â (785,202) Amortization of debt discountsÂ Â -Â Â Â (13,175)Â Â (683,029)Â Â (13,175) Gain on bargain purchaseÂ Â -Â Â Â -Â Â Â -Â Â Â 2,639,861Â Total Other Income (Expense)Â Â (548,620)Â Â (716,274)Â Â (1,591,883)Â Â 1,704,635Â Net income (loss) from discontinued operations before income taxesÂ Â (1,261,324)Â Â (737,405)Â Â (4,267,626)Â Â 1,228,577Â Income tax benefit (expense)Â Â -Â Â Â (5,831)Â Â 11,250Â Â Â (13,152) Net income (loss) from discontinued operationsÂ $(1,261,324)Â $(743,236)Â $(4,256,376)Â $1,215,425Â Â 14 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â The following information presents the major classes of line items constituting significant operating, investing and financing cash flow activities from discontinued operations of ICU Eyewear in the unaudited consolidated statements of cash flows for the nine months ended September 30, 2024 and 2023: Â Â Â Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Cash flows from operating activitiesÂ Â Â Â Â Net income (loss)Â $(4,256,376)Â $1,215,425Â Adjustments to reconcile net income (loss) to net cash used in operating activities:Â Â Â Â Â Â Â Deferred taxesÂ Â (15,000)Â Â 9,000Â Inventory reserveÂ Â 45,000Â Â Â 120,000Â Gain on bargain purchaseÂ Â -Â Â Â (2,639,861) Impairment of goodwill and intangible assetsÂ Â 1,216,966Â Â Â Â Â Depreciation and amortizationÂ Â 248,646Â Â Â 277,839Â Amortization of debt discountsÂ Â 683,029Â Â Â 13,175Â Amortization of right-of-use assetsÂ Â 192,796Â Â Â 87,715Â Changes in operating assets and liabilities:Â Â Â Â Â Â Â ReceivablesÂ Â 481,202Â Â Â 252,051Â InventoriesÂ Â 1,202,730Â Â Â 772,700Â Prepaid expenses and other current assetsÂ Â (14,895)Â Â (10,093) Accounts payable and accrued expensesÂ Â 857,085Â Â Â 2,283,528Â Operating lease liabilitiesÂ Â (176,336)Â Â (66,249) Net cash provided by operating activities from discontinued operationsÂ Â 464,847Â Â Â 2,315,230Â Cash flows from investing activitiesÂ Â Â Â Â Â Â Â Investments in certificates of depositÂ Â -Â Â Â (3,670,887) Purchases of property and equipmentÂ Â -Â Â Â (211,492) Net cash used in investing activities from discontinued operationsÂ Â -Â Â Â (3,882,379) Â Cash flows from financing activitiesÂ Â Â Â Â Â Â Â Net proceeds (repayments) of revolving line of creditÂ Â (80,540)Â Â 3,086,227Â Net cash provided by (used in) financing activities from discontinued operationsÂ Â (80,540)Â Â 3,086,227Â Net change in cash and cash equivalents from discontinued operationsÂ $384,307Â Â $1,519,078Â Â Sale of High Mountain Â As described above, on September 30, 2024, the Company entered into the Purchase Agreement with BFS and High Mountain, pursuant to which the Company sold substantially all of the assets of Hight Mountain to BFS for an aggregate cash only purchase price of $17,000,000, subject to certain pre-closing and post-closing adjustments. At closing, the purchase price was subject to a working capital adjustment and was also reduced by the amount of outstanding indebtedness repaid at closing or assumed by BFS, as well as certain transaction expenses. Additionally, the purchase price was reduced by $1,700,000, which may be used for certain post-closing payments (the â€œHoldback Amountâ€).Â 15 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â The purchase price is also subject to a post-closing adjustment.Â Under this provision, High Mountain delivered to BFS an estimated closing statement forth the estimated closing date payment amount, which included, among other things, High Mountainâ€™s estimate of the net working capital of High Mountain and its business as of the closing date, calculated in accordance with the asset purchase agreement. Within 90 to 120 days following the closing date, BFS must deliver to High Mountain a final closing statement setting forth its determination of the actual closing date payment amount, including, among other things, BFSâ€™ determination of the net working capital as of the closing date. If the actual closing date payment amount exceeds the estimated closing date payment amount, BFS must, within ten business days, pay to High Mountain an amount of cash that is equal to such excess. If the estimated closing date payment amount exceeds the actual closing date payment amount, High Mountain must, within ten business days, pay to BFS an amount in cash equal to such excess. If High Mountain fails to make such payment, BFS will have the right to recover such amount from the Holdback Amount. Â Under the Purchase Agreement, BFS must use commercially reasonable efforts in the ordinary course of business to collect accounts receivable in a manner no less rigorous than the collection efforts used its own business operations, but is entitled to compensation for any uncollected accounts from the Holdback Amount. In addition, the Purchase Agreement provides that BFS must use commercially reasonable efforts in the ordinary course of business to finish and sell any special order or custom inventory that was included in the final net working capital, but is entitled to compensation, on the one-year anniversary of the closing, for any unsold special order or custom inventory from the Holdback Amount. Â The sale of High Mountainâ€™s assets represents a strategic shift and its results are reported as discontinued operations for the three and nine months ended September 30, 2024 and 2023. The Company recognized a gain on disposition of High Mountainâ€™s assets of $4,181,791, as a separate line item in discontinued operations in the consolidated statements of operations for the three and nine months ended September 30, 2024. Â The following information presents the major classes of line item of assets and liabilities included as part of discontinued operations of High Mountain in the consolidated balance sheet as of December 31, 2023: Â Â Â December 31, 2023Â Current assets of discontinued operationsÂ Â Â Cash and cash equivalentsÂ $45,905Â Receivables, netÂ Â 4,186,800Â Inventories, netÂ Â 1,082,940Â Prepaid expenses and other current assetsÂ Â 106,342Â Total current assets of discontinued operationsÂ Â 5,421,987Â Â Â Â Â Â Non-current assets of discontinued operationsÂ Â Â Â Property and equipment, netÂ Â 433,902Â Operating lease right-of-use assetsÂ Â 1,219,813Â Long-term depositsÂ Â 29,400Â Intangible assets, netÂ Â 2,268,642Â GoodwillÂ Â 8,371,877Â Â Â Â Â Â Total assets of discontinued operationsÂ $17,745,621Â Â Â Â Â Â Current liabilities of discontinued operationsÂ Â Â Â Accounts payable and accrued expensesÂ $2,642,566Â Contract liabilitiesÂ Â 1,019,230Â Current portion of operating lease liabilitiesÂ Â 329,015Â Finance lease liabilitiesÂ Â 6,754Â Current portion of notes payableÂ Â 64,170Â Current portion of convertible notes payable, net

Â Â 1,195,867Â Â Total current liabilities of discontinued operationsÂ Â 5,257,602Â Â Â Â Â Non-current liabilities of discontinued operationsÂ Â Â Â Operating lease liabilities, net of current portionÂ Â 949,734Â Â Notes payable, net of current portionÂ Â 214,936Â Â Deferred tax liabilityÂ Â 334,000Â Â Â Â Â Â Total liabilities of discontinued operationsÂ $6,756,272Â Â 16 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â The following information presents the major classes of line items constituting the loss from discontinued operations of High Mountain in the unaudited consolidated statements of operations for the three and nine months ended September 30, 2024 and 2023: Â Â Â Three Months Ended September 30,Â Â Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â RevenuesÂ $7,628,235Â Â $7,437,294Â Â $23,438,316Â Â $23,497,107Â Operating ExpensesÂ Cost of revenuesÂ Â 5,238,049Â Â Â 4,228,778Â Â Â 14,348,494Â Â Â 14,190,699Â PersonnelÂ Â 2,057,780Â Â Â 1,345,326Â Â Â 4,757,423Â Â Â 3,410,042Â Depreciation and amortizationÂ Â 148,910Â Â Â 139,618Â Â Â 445,328Â Â Â 407,674Â General and administrativeÂ Â 1,243,416Â Â Â 980,974Â Â Â 3,402,330Â Â Â 2,868,648Â Professional feesÂ Â 19,845Â Â Â 41,112Â Â Â 108,439Â Â Â 93,201Â Total Operating ExpensesÂ Â 8,708,000Â Â Â 6,735,808Â Â Â 23,062,014Â Â Â 20,970,264Â Income (loss) from operationsÂ Â (1,079,765)Â Â 701,486Â Â Â 376,302Â Â Â 2,526,843Â Other incomeÂ Â 1,290,000Â Â Â 35Â Â Â 1,290,275Â Â Â 35Â Interest expenseÂ Â 17,016Â Â Â (337,641)Â Â (227,439)Â Â (827,777) Amortization of debt discountsÂ Â (12,064)Â Â (19,912)Â Â (64,306)Â Â (58,114) Gain (loss) on disposal of property and equipmentÂ Â -Â Â Â 18,026Â Â Â (13,815)Â Â 18,026Â Total Other Income (Expense)Â Â 1,294,952Â Â Â (339,492)Â Â 984,715Â Â Â (867,830) Â Net income from discontinued operations before income taxesÂ Â 215,187Â Â Â 361,994Â Â Â 1,361,017Â Â Â 1,659,013Â Income tax benefitÂ Â 104,000Â Â Â 42,000Â Â Â 364,000Â Â Â 557,000Â Net income from discontinued operationsÂ $111,187Â Â $319,994Â Â $997,017Â Â $1,102,013Â Net income attributable to non-controlling interests from discontinued operationsÂ Â (8,340)Â Â (24,000)Â Â (74,777)Â Â (82,651) Net income from discontinued operations attributable to 1847 HoldingsÂ $102,847Â Â Â 295,994Â Â Â 922,240Â Â Â 1,019,362Â Â 17 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â The following information presents the major classes of line items constituting significant operating, investing and financing cash flow activities from discontinued operations of High Mountain in the unaudited consolidated statements of cash flows for the nine months ended September 30, 2024 and 2023: Â Â Â Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Cash flows from operating activitiesÂ Â Â Â Â Net incomeÂ $997,017Â Â $1,102,013Â Adjustments to reconcile net income to net cash used in operating activities:Â Â Â Â Â Â Â Deferred taxesÂ Â (334,000)Â Â 68,000Â Loss (gain) on disposal of property and equipmentÂ Â 13,815Â Â Â (18,026) Depreciation and amortizationÂ Â 445,328Â Â Â 407,674Â Amortization of debt discountsÂ Â 64,306Â Â Â 58,114Â Amortization of right-of-use assetsÂ Â 246,765Â Â Â 237,439Â Changes in operating assets and liabilities:Â Â Â Â Â Â Â ReceivablesÂ Â 158,434Â Â Â (1,170,263) InventoriesÂ Â 164,662Â Â Â (492,091) Prepaid expenses and other current assetsÂ Â 103,645Â Â Â (31,023) Accounts payable and accrued expensesÂ Â 292,164Â Â Â 24,077Â Contract liabilitiesÂ Â (150,298)Â Â 95,279Â Operating lease liabilitiesÂ Â (243,685)Â Â (223,634) Net cash provided by operating activities from discontinued operationsÂ Â 1,758,153Â Â Â 57,559Â Cash flows from investing activitiesÂ Â Â Â Â Â Â Â Purchases of property and equipmentÂ Â -Â Â Â (1,500) Net cash used in investing activities from discontinued operationsÂ Â -Â Â Â (1,500) Â Cash flows from financing activitiesÂ Â Â Â Â Â Â Â Repayments of notes payable and finance lease liabilitiesÂ Â (355,951)Â Â (50,515) Repayments of convertible notes payableÂ Â (1,260,173)Â Â -Â Net cash used in financing activities from discontinued operationsÂ Â (1,616,124)Â Â (50,515) Â Net change in cash and cash equivalents from discontinued operationsÂ $142,029Â Â $5,544Â Â NOTE 4â€”DISAGGREGATION OF REVENUES AND SEGMENT REPORTING Â Following the divesture of the retail and appliances segment and the retail and eyewear segment, the Company now has two reportable segments: Â The Construction Segment specializes in designing, building, and installing custom cabinetry and countertops. Â The Automotive Supplies Segment provides horn and safety products (electric, air, truck, marine, motorcycle, and industrial equipment) and vehicle emergency and safety warning lights (cars, trucks, industrial equipment, and emergency vehicles). Â The Company reports all other business activities that are not reportable in the Corporate Services Segment. The Company provides general corporate services to its segments; however, these services are not considered when making operating decisions and assessing segment performance. The Corporate Services Segment includes costs associated with executive management, financing activities and other public company-related costs.Â 18 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â The Companyâ€™s revenues for the three months ended September 30, 2024 and 2023 are disaggregated as follows: Â Â Â For the Three Months Ended September 30, 2024Â Â Â ConstructionÂ Â AutomotiveÂ SuppliesÂ Â TotalÂ RevenuesÂ Automotive hornsÂ $-Â Â $934,848Â Â $934,848Â Automotive lightingÂ Â -Â Â Â 18,621Â Â Â 18,621Â Custom cabinets and countertopsÂ Â 3,805,621Â Â Â -Â Â Â 3,805,621Â Total RevenuesÂ $3,805,621Â Â $953,469Â Â $4,759,090Â Â Â Â For the Three Months Ended September 30, 2023Â Â Â ConstructionÂ Â AutomotiveÂ SuppliesÂ Â TotalÂ RevenuesÂ Automotive hornsÂ $-Â Â $616,189Â Â $616,189Â Automotive lightingÂ Â -Â Â Â 266,891Â Â Â 266,891Â Custom cabinets and countertopsÂ Â 3,793,285Â Â Â -Â Â Â 3,793,285Â Total RevenuesÂ $3,793,285Â Â $883,080Â Â $4,676,365Â Â The Companyâ€™s revenues for the nine months ended September 30, 2024 and 2023 are disaggregated as follows: Â Â Â For the Nine Months Ended September 30, 2024Â Â Â ConstructionÂ Â Automotive SuppliesÂ Â TotalÂ RevenuesÂ Automotive hornsÂ $-Â Â $3,085,473Â Â $3,085,473Â Automotive lightingÂ Â -Â Â Â 749,444Â Â Â 749,444Â Custom cabinets and countertopsÂ Â 8,555,880Â Â Â -Â Â Â 8,555,880Â Total RevenuesÂ $8,555,880Â Â $3,834,917Â Â $12,390,797Â Â Â Â For the Nine Months Ended September 30, 2023Â Â Â ConstructionÂ Â Automotive SuppliesÂ Â TotalÂ RevenuesÂ Automotive hornsÂ $-Â Â $2,408,638Â Â $2,408,638Â Automotive lightingÂ Â -Â Â Â 1,098,745Â Â Â 1,098,745Â Custom cabinets and countertopsÂ Â 8,150,092Â Â Â -Â Â Â 8,150,092Â Total RevenuesÂ $8,150,092Â Â $3,507,383Â Â $11,657,475Â Â 19 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â Segment information for the three months ended September 30, 2024 and 2023 are as follows: Â Â Â For the Three Months Ended September 30, 2024Â Â Â ConstructionÂ Â Automotive SuppliesÂ Â Corporate ServicesÂ Â TotalÂ RevenuesÂ $3,805,621Â Â $953,469Â Â $-Â Â $4,759,090Â Operating expensesÂ Cost of revenuesÂ Â 1,425,247Â Â Â 577,525Â Â Â -Â Â Â 2,002,772Â PersonnelÂ Â 1,115,418Â Â Â 233,982Â Â Â 1,057,455Â Â Â 2,406,855Â Personnel â€“ corporate allocationÂ Â (84,930)Â Â (40,092)Â Â 125,022Â Â Â -Â Depreciation and amortizationÂ Â 166,935Â Â Â 69Â Â Â -Â Â Â 167,004Â General and administrativeÂ Â 415,239Â Â Â 177,348Â Â Â 239,578Â Â Â 832,165Â General and administrative â€“ management feesÂ Â 83,333Â Â Â 75,000Â Â Â 1,215,000Â Â Â 1,373,333Â General and administrative â€“ corporate allocationÂ Â (64,618)Â Â (55,142)Â Â 119,760Â Â Â -Â Professional feesÂ Â 24,403Â Â Â 22,474Â Â Â 664,147Â Â Â 711,024Â Impairment of goodwill and intangible assetsÂ Â 679,175Â Â Â -Â Â Â -Â Â Â 679,175Â Total operating expensesÂ Â 3,760,202Â Â Â 991,164Â Â Â 3,420,962Â Â Â 8,172,328Â Income (loss) from operationsÂ $45,419Â Â $(37,695)Â Â $(3,420,962)Â Â $(3,413,238) Â Â Â For the Three Months Ended September 30, 2023Â Â Â ConstructionÂ Â Automotive SuppliesÂ Â Corporate ServicesÂ Â TotalÂ RevenuesÂ $3,793,285Â Â $883,080Â Â $-Â Â $4,676,365Â Operating expensesÂ Cost of revenuesÂ Â 1,243,938Â Â Â 625,841Â Â Â -Â Â Â 1,869,779Â PersonnelÂ Â 972,355Â Â Â 280,416Â Â Â 410,490Â Â Â 1,663,261Â Personnel â€“ corporate allocationÂ Â (142,800)Â Â (71,400)Â Â 214,200Â Â Â -Â Depreciation and amortizationÂ Â 279,171Â Â Â 51,939Â Â Â -Â Â Â 331,110Â General and administrativeÂ Â 597,105Â Â Â 187,425Â Â Â 484,392Â Â Â 1,268,922Â General and administrative â€“ management feesÂ Â 83,334Â Â Â 75,000Â Â Â -Â Â Â 158,334Â General and administrative â€“ corporate allocationÂ Â (134,671)Â Â (19,355)Â Â 154,026Â Â Â -Â Professional feesÂ Â 42,815Â Â Â 44,160Â Â Â 505,227Â Â Â 592,202Â Impairment of goodwill and intangible assetsÂ Â -Â Â Â -Â Â Â -Â Â Â -Â Total operating expensesÂ Â 2,941,247Â Â Â 1,174,026Â Â Â 1,768,335Â Â Â 5,883,608Â Income (loss) from operationsÂ $852,038Â Â $(290,946)Â Â $(1,768,335)Â Â $(1,207,243) Â Segment information for the nine months ended September 30, 2024 and 2023 are as follows: Â Â Â For the Nine Months Ended September 30, 2024Â Â Â ConstructionÂ Â Automotive SuppliesÂ Â Corporate ServicesÂ Â TotalÂ RevenuesÂ $8,555,880Â Â $3,834,917Â Â $-Â Â Â $12,390,797Â Â Operating expensesÂ Cost of revenuesÂ Â 4,084,493Â Â Â 2,470,378Â Â Â -Â Â Â 6,554,871Â PersonnelÂ Â 3,177,552Â Â Â 803,013Â Â Â 994,951Â Â Â 4,975,516Â Personnel â€“ corporate allocationÂ Â (255,515)Â Â (127,010)Â Â 382,525Â Â Â -Â Depreciation and amortizationÂ Â 507,117Â Â Â 207Â Â Â -Â Â Â 507,324Â General and administrativeÂ Â 1,298,328Â Â Â 579,673Â Â Â 230,523Â Â Â 2,108,524Â General and administrative â€“ management feesÂ Â 250,000Â Â Â 225,000Â Â Â 1,215,000Â Â Â 1,690,000Â General and administrative â€“ corporate allocationÂ Â (304,442)Â Â (143,955)Â Â 448,397Â Â Â -Â Professional feesÂ Â 75,830Â Â Â 204,608Â Â Â 4,155,289Â Â Â 4,435,727Â Impairment of goodwill and intangible assetsÂ Â 679,175Â Â Â -Â Â Â -Â Â Â 679,175Â Total operating expensesÂ Â 9,512,538Â Â Â 4,011,914Â Â Â 7,426,685Â Â Â 20,951,137Â Loss from operationsÂ $(956,658)Â Â $(176,997)Â Â $(7,426,685)Â Â $(8,560,340) Â 20 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â Â Â For the Nine Months Ended September 30, 2023Â Â Â ConstructionÂ Â Automotive SuppliesÂ Â Corporate ServicesÂ Â TotalÂ RevenuesÂ $8,150,092Â Â $3,507,383Â Â $-Â Â $11,657,475Â Operating expensesÂ Cost of revenuesÂ Â 3,857,695Â Â Â 2,161,209Â Â Â -Â Â Â 6,018,904Â PersonnelÂ Â 2,688,790Â Â Â 927,245Â Â Â 79,229Â Â Â 3,695,264Â Personnel â€“ corporate allocationÂ Â (452,200)Â Â (226,100)Â Â 678,300Â Â Â -Â Depreciation and amortizationÂ Â 837,234Â Â Â 155,817Â Â Â -Â Â Â 993,051Â General and administrativeÂ Â 1,323,757Â Â Â 618,926Â Â Â 430,096Â Â Â 2,372,779Â General and administrative â€“ management feesÂ Â 250,000Â Â Â 225,000Â Â Â -Â Â Â 475,000Â General and administrative â€“ corporate allocationÂ Â (406,143)Â Â (140,797)Â Â 546,940Â Â Â -Â Professional feesÂ Â 109,551Â Â Â 152,158Â Â Â 820,288Â Â Â 1,081,997Â Impairment of goodwill and intangible assetsÂ Â -Â Â Â -Â Â Â -Â Â Â -Â Total operating expensesÂ Â 8,208,684Â Â Â 3,873,458Â Â Â 2,554,853Â Â Â 14,636,995Â Loss from operationsÂ $(58,592)Â Â $(366,075)Â Â $(2,554,853)Â Â $(2,979,520) Â Total assets by operating segment as of September 30, 2024 are as follows: Â Â Â As of September 30, 2024Â Â Â ConstructionÂ Â Automotive SuppliesÂ Â Corporate ServicesÂ Â TotalÂ AssetsÂ Current assetsÂ $1,795,127Â Â $1,611,528Â Â $10,084,458Â Â $13,491,113Â Â Long-lived assetsÂ Â 3,313,266Â Â Â 91,333Â Â Â -Â Â Â 3,404,599Â GoodwillÂ Â -Â Â Â -Â Â Â -Â Â Â -Â Total assetsÂ $5,108,393Â Â $1,702,861Â Â $10,084,458Â Â $16,895,712Â Â NOTE 5â€”PROPERTY AND EQUIPMENT Â Property and equipment as of September 30, 2024 and December 31, 2023 consisted of the following: Â Â Â September 30, 2024Â Â DecemberÂ 31, 2023Â Machinery and equipmentÂ $1,295,499Â Â $1,295,499Â Office furniture and equipmentÂ Â 115,409Â Â Â 115,409Â Transportation equipmentÂ Â 400,602Â Â Â 400,602Â Leasehold improvementsÂ Â 152,908Â Â Â 152,908Â Total property and equipmentÂ Â 1,964,418Â Â Â 1,964,418Â Less: accumulated depreciationÂ Â (1,221,183)Â Â (902,091) Total property and equipment, netÂ $743,235Â Â $1,062,327Â Â Depreciation expense for the three and nine months ended September 30, 2024 was $104,260 and $319,092, respectively. Depreciation expense for the three and nine months ended September 30, 2023 was $108,982 and $326,667, respectively. Â 21 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â NOTE 6â€”INTANGIBLE ASSETS Â Intangible assets as of September 30, 2024 and December 31, 2023 consisted of the following: Â Â Â September 30, 2024Â Â DecemberÂ 31, 2023Â Customer-relatedÂ $2,727,000Â Â $2,727,000Â Marketing-relatedÂ Â 294,000Â Â Â 294,000Â Total intangible assetsÂ Â 3,021,000Â Â Â 3,021,000Â Less: accumulated amortizationÂ Â (1,003,909)Â Â (815,677) Total intangible assets, netÂ $2,017,091Â Â $2,205,323Â Â Amortization expense for the three and nine months ended September 30, 2024 was $62,744 and $188,232, respectively. Amortization expense for the three and nine months ended September 30, 2023 was $222,128 and $666,384, respectively. Â Estimated amortization expense for intangible assets for the next five years consists of the following as of September 30, 2024: Â Year Ending December 31,Â AmountÂ 2024 (remaining)Â $62,745Â 2025Â Â 181,800Â 2026Â Â 181,800Â 2027Â Â 181,800Â 2028Â Â 181,800Â ThereafterÂ Â 1,227,146Â Total estimated amortization expenseÂ $2,017,091Â Â Below is a table summarizing the changes in the carrying amount of goodwill for the nine months ended September 30, 2024: Â Â Â AmountÂ Balance as of December 31, 2023Â $679,175Â ImpairmentÂ Â (679,175) Balance as of September 30, 2024Â $-Â Â During the three and nine months ended September 30, 2024, the Company recorded goodwill impairment of 679,175. Â NOTE 7â€”SELECTED ACCOUNT INFORMATION Â Receivables Â Receivables as of September 30, 2024 and December 31, 2023 consisted of the following: Â Â Â September 30, 2024Â Â DecemberÂ 31, 2023Â Trade accounts receivableÂ $1,572,615Â Â $1,628,293Â Factoring reserve holdbackÂ Â 76,771Â Â Â -Â RetainageÂ Â 225,930Â Â Â 116,542Â Total receivablesÂ Â 1,875,316Â Â Â 1,744,835Â Allowance for expected credit lossesÂ Â (47,200)Â Â (47,200) Total receivables, netÂ $1,828,116Â Â $1,697,635Â Â 22 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â Inventories Â Inventories as of September 30, 2024 and December 31, 2023 consisted of the following: Â Â Â September 30, 2024Â Â DecemberÂ 31, 2023Â AutomotiveÂ $938,221Â Â $1,190,899Â ConstructionÂ Â 115,874Â Â Â 573,327Â Total inventoriesÂ Â 1,054,095Â Â Â 1,764,226Â Less reserve for obsolescenceÂ Â (369,200)Â Â (369,200) Total inventories, netÂ $684,895Â Â $1,395,026Â Â Prepaid Expenses and Other Current Assets Â Prepaid expenses and other current assets as of September 30, 2024 and December 31, 2023 consisted of the following: Â Â Â September 30, 2024Â Â DecemberÂ 31, 2023Â Prepaid expensesÂ $276,271Â Â $84,166Â Prepaid inventoryÂ Â -Â Â Â 282,410Â Prepaid taxesÂ Â 226,788Â Â Â 204,788Â Other current assetsÂ Â 200,000Â Â Â 200,000Â Total prepaid expenses and other current assetsÂ $703,059Â Â $771,364Â Â On February 7, 2024, the Company entered into a consulting agreement with TraDigital Marketing Group for consulting services related to investor relations, digital marketing and advertising, and strategic advisory, totaling $1,400,000. The term of the agreement is for six months. Â On February 8, 2024, the Company entered into a consulting agreement with Alchemy Advisory LLC for consulting services related to business and investor outreach, totaling $400,000. The term of the agreement is for six months. Â On February 8, 2024, the Company entered into a consulting agreement with Reef Digital LLC for consulting services related to investor relations, IT support, and strategic advisory, totaling $333,000. The term of the agreement for 12 months. Â On February 8, 2024, the Company entered into a consulting agreement with SeaPath Advisory, LLC for consulting services related to content marketing and strategic advisory, totaling $365,000. The term of the agreement is for three months. Â Â The Company prepaid these consulting agreements, totaling $2,498,000, using the proceeds from the public offering (see Note 11). As of September 30, 2024, the total outstanding prepaid expense relating to these consulting agreements was $111,000. Â Accounts Payable and Accrued Expenses Â Accounts payable and accrued expenses as of September 30, 2024 and December 31, 2023 consisted of the following: Â Â Â September 30, 2024Â Â DecemberÂ 31, 2023Â Trade accounts payableÂ $1,728,475Â Â $985,559Â Credit cards payableÂ Â 323,223Â Â Â 317,406Â Accrued payroll liabilitiesÂ Â 1,043,731Â Â Â 628,710Â Accrued interestÂ Â 1,042,206Â Â Â 1,386,536Â Accrued dividendsÂ Â 56,203Â Â Â 32,997Â Accrued taxesÂ Â 66Â Â Â 15,903Â Other accrued liabilitiesÂ Â 763,109Â Â Â 604,686Â Total accounts payable and accrued expensesÂ $4,957,013Â Â $3,971,797Â Â 23 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â NOTE 8â€”LEASES Â Operating Leases Â The following was included in the condensed consolidated balance sheets at September 30, 2024 and December 31, 2023: Â Â Â SeptemberÂ 30, 2024Â Â DecemberÂ 31, 2023Â Operating lease right-of-use assetsÂ $594,738Â Â $907,748Â Operating lease liabilities, current portionÂ Â 436,253Â Â Â 435,280Â Operating lease liabilities, long-termÂ Â 198,747Â Â Â 523,768Â Total operating lease liabilitiesÂ $635,000Â Â $959,048Â Weighted-average remaining lease term (months)Â Â 19Â Â Â 28Â Weighted average discount rateÂ Â 4.99%Â Â 4.95% Â Rent expense for the three and nine months ended September 30, 2024 was $135,588 and $408,004, respectively. Rent expense for the three and nine months ended September 30, 2023 was $126,772 and $414,155, respectively. Â As of September 30, 2024, maturities of operating lease liabilities were as follows: Â Year Ending December 31,Â AmountÂ 2024 (remaining)Â $118,576Â 2025Â Â 413,193Â 2026Â Â 107,966Â 2027Â Â 22,525Â TotalÂ Â 662,260Â Less: imputed interestÂ Â (27,260) Total operating lease liabilitiesÂ $635,000Â Â Finance Leases Â As of September 30, 2024, maturities of financing lease liabilities were as follows: Â Year Ending December 31,Â AmountÂ 2024 (remaining)Â $53,477Â 2025Â Â 211,332Â 2026Â Â 211,332Â 2027Â Â 210,042Â 2028Â Â 28,833Â TotalÂ Â 715,016Â Less: amount representing interestÂ Â (65,282) Total finance lease liabilitiesÂ $649,734Â Â As of September 30, 2024, the weighted-average remaining lease term for all finance leases isÂ 40 months and the weighted average discount rate is 5.15%. Â 24 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â NOTE 9â€” FAIR VALUE MEASUREMENTS Â Recurring Fair Value Measurements Â The fair value of financial instruments measured on a recurring basis as of September 30, 2024 consisted of the following: Â Â Â Fair Value Measurements as of September 30, 2024Â DescriptionÂ Level 1Â Â Level 2Â Â Level 3Â Â TotalÂ Derivative liabilitiesÂ $Â Â -Â Â $Â Â -Â Â $544,000Â Â $544,000Â Warrant liabilitiesÂ Â -Â Â Â -Â Â Â 9,900Â Â Â 9,900Â Total recurring fair value measurementsÂ Â -Â Â Â -Â Â $553,900Â Â $553,900Â Â The following table provides a roll-forward of changes for financial instruments measured at fair value on a recurring basis for the nine months ended September 30, 2024: Â Derivative LiabilitiesÂ AmountÂ Balance as of December 31, 2023Â $1,389,203Â Initial fair value of derivative liabilities

upon issuanceÂ Â 1,699,727Â Gain on change in fair value of derivative liabilitiesÂ Â (1,689,410) Extinguishment of derivative liabilities upon conversion or settlementÂ Â (855,520) Balance as of September 30, 2024Â $544,000Â Â Warrant LiabilitiesÂ AmountÂ Balance as of December 31, 2023Â $-Â Fair value of warrant liabilities upon issuanceÂ Â 4,545,700Â Gain on change in fair value of warrant liabilitiesÂ Â (1,841,000) Extinguishment of warrant liabilities upon exercise of prefunded warrantsÂ Â (2,694,800) Balance as of September 30, 2024Â $9,900Â Â NOTE 10â€”DEBT Â Notes Payable Â 6% Amortizing Promissory Note Â On July 29, 2020, 1847 Asien entered into a securities purchase agreement with Joerg Christian Wilhelmsen and Susan Kay Wilhelmsen, as trustees of the Wilhelmsen Family Trust, U/D/T Dated May 1, 1992 (the â€œTrustâ€), pursuant to which 1847 Asien issued a two-year 6% amortizing promissory note in the aggregate principal amount of $1,037,500. This note was subsequently amended on multiple occasions, and pursuant to the latest amendment, the parties agreed to extend the maturity date of the note to July 30, 2023. Â On August 22, 2024, the Company and 1847 Asien entered into a settlement and release agreement with the Trust, pursuant to which the Trust surrendered the note and forgave the entire outstanding balance of the note in the amount of $831,027 in exchange for which the Company issued 83,603 series C senior convertible preferred shares to the Trust (see Note 11). TheÂ settlement agreementÂ also includes a customary release of claims and covenant not to sue by the Trust. As a result, the Company recognized a gain on extinguishment of debt of $616,127. Â Private Placement of 20% OID Promissory Notes and Warrants Â On August 11, 2023, the Company entered into a securities purchase agreement in a private placement transaction with certain accredited investors, pursuant to which the Company issued and sold to the investors 20% original issue discount (â€œOIDâ€) subordinated promissory notes in the aggregate principal amount of $3,125,000. The notes are due and payable on February 11, 2024.Â 25 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â On February 11, 2024, the Company and remaining note holders entered into amendments, pursuant to which the parties agreed to extend the maturity date of these remaining notes to April 11, 2024. As additional consideration for the amendments, the Company agreed to increase the outstanding principal by 20% of the outstanding principal amounts of the remaining notes as an amendment fee. As a result, the Company recognized a loss on extinguishment of debt of $421,875. Â On April 11, 2024, the Company and remaining note holders entered into amendments to the notes, pursuant to which the parties agreed to extend the maturity date of these remaining notes to July 10, 2024. As additional consideration for the amendments, the Company agreed to increase the outstanding principal by 20% of the outstanding principal amounts of the remaining notes as an amendment fee. As a result, the Company recognized a loss on extinguishment of debt of $421,875. Â On July 10, 2024, the Company and the remaining note holders entered into amendments to the notes, pursuant to which the parties agreed to extend the maturity date of these notes to October 10, 2024. As additional consideration for the amendments, the Company agreed to increase the outstanding principal by 25% of the outstanding principal amounts of the notes as an amendment fee. As a result, the Company recognized a loss on extinguishment of debt of $632,810. Â During the nine months ended September 30, 2024, the Company made principal payments totaling $1,437,500, recorded $3,095,645 amortization of debt discount and recognized a loss on extinguishment of $1,476,560. As of September 30, 2024, the total outstanding principal balance is $3,164,060. Â Private Placement of 20% OID Promissory Note Â On March 4, 2024, the Company issued a 20% OID subordinated note in the principal amount of $1,250,000 to an accredited investor for net cash proceeds of $999,900. On March 27, 2024, the note was amended and restated to increase the principal amount to $1,562,500 for additional cash proceeds of $250,000. On April 9, 2024, the note was amended and restated to increase the principal amount to $2,500,000 for additional cash proceeds of $750,000. Â The Company may voluntarily prepay the note in full at any time. In addition, if the Company consummates any equity or equity-linked or debt securities issuance, or enters into a loan agreement or other financing, other than certain excluded debt (as defined in the note), then the Company must prepay the note in full. The note is unsecured and has priority over all other unsecured indebtedness, except for certain senior indebtedness (as defined in the note). The note contains customary affirmative and negative covenants and events of default for a loan of this type. Â The Company evaluated whether this promissory note contains embedded features that qualify as derivatives pursuant to ASC 815. The Company determined that the noteâ€™s embedded features, specifically that should the Company default on the note, the note holder will receive a default penalty of 50% constitute a deemed redemption feature as a result of the substantial premium received by the note holder in the event of default. The Company concluded that this redemption feature requires bifurcation from the note and subsequent accounting in the same manner as a freestanding derivative. Â The fair value of the embedded redemption derivative liability within this promissory note was calculated using a Probability Weighted Expected Return valuation methodology, considering the likelihood of occurrence. The model used a discount rate of 25-30% and assumptions of a 75% probability related to likelihood of the Company would default. Subsequent changes in the fair value of the redemption feature are measured at each reporting period and recognized in the statement of operations. The OID and issuance costs for the promissory note, along with the fair value of the embedded redemption derivative liability, were collectively recorded as a debt discount. This discount will be amortized to interest expense over the respective term of the convertible notes using the effective interest method. Â On June 4, 2024, an event of default occurred, resulting in a $1,250,000 increase to the principal balance. As a result, the Company recognized a loss on extinguishment of debt of $1,250,000. Consequently, the corresponding derivative liability was extinguished. Â On August 20, 2024, the parties entered into an amendment, pursuant to which the parties agreed to extend the maturity date of the note to November 30, 2024. As additional consideration for the amendment, the Company agreed to an amendment fee of $500,000. As a result, the Company recognized a loss on extinguishment of debt of $500,000.Â 26 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â During the nine months ended September 30, 2024, the Company recorded $1,393,100 amortization of debt discount and recognized a loss on extinguishment of $1,750,000. As of September 30, 2024, the total outstanding principal balance is $4,250,000. Â Private Placement of 20% OID Promissory Note and Warrants Â On May 8, 2024, the Company entered into securities purchase agreement with an accredited investor, pursuant to which the Company issued to such investor (i) a 20% OID subordinated note in the principal amount of $625,000 and (ii) five-year warrants for the purchase of 477 common shares at an adjusted exercise price of $524.55 per share (subject to standard adjustments as defined in the warrant) for total cash proceeds of $500,000. Â Additionally, the Company issued a five-year warrant to the placement agent, Spartan Capital Securities, LLC (â€œSpartanâ€), for the purchase of 39 common shares at an adjusted exercise price of $577.05 per share (subject to standard adjustments as defined in the warrant agreement). The warrants are exercisable at any time six months after the date of issuance. Â The Company may voluntarily prepay the note in full at any time. In addition, if the Company consummates any sale of a material amount of assets of the Company or any of its subsidiaries, then the net proceeds thereof shall be applied to the payment or prepayment of the note. The note is unsecured and has priority over all other unsecured indebtedness of the Company, except for certain senior indebtedness (as defined in the note). The note contains customary affirmative and negative covenants and events of default for a loan of this type. Upon an event of default, the outstanding balance of the note will be assessed a 40% penalty. Â The note becomes convertible into common shares at the option of the holder at any time on or following the date that an event of default (as defined in the note agreement) occurs under the note at a conversion price equal to 90% of the lowest volume weighted average price of the Companyâ€™s common shares on any trading day during the five (5) trading days prior to the conversion date; provided that such conversion price shall not be less than $1.95 per share. Â The Company evaluated the embedded features within this note in accordance with ASC 480 and ASC 815. The Company determined that the embedded features, specifically (i) the default penalty of 40% on outstanding principal and accrued interest, and (ii) the conversion option into common shares at 90% of the lowest volume weighted average price in the five days preceding conversion, subject to a $1.95 floor price, constitute derivative liabilities. These features, arising from default provisions not within the Companyâ€™s control, including the contingent interest feature and the contingent conversion (deemed redemption) feature, meet the definition of a derivative and do not qualify for derivative accounting exemptions. Consequently, these embedded features are bifurcated from the debt host and recognized as a single derivative liability. Â The initial fair value of the derivative liabilities was determined using a Monte Carlo Simulation valuation model, considering various potential outcomes and scenarios. The model used the following assumptions: (i) dividend yield of 0%; (ii) expected volatility of 236.98%; (iii) risk-free interest rate of 5.31%; (iv) term of three months; (v) estimated fair value of the common shares of $468 per share; and (vi) various probability assumptions. Subsequent changes in fair value are recognized in the statement of operations each reporting period. The issuance costs for the promissory note, along with the allocated fair values of both the warrants and the bifurcated embedded derivative liability, have been collectively treated as a debt discount. This discount is being amortized to interest expense over the term of the promissory note using the effective interest method. Â On September 26, 2024, the parties entered in an amendment to the note to (i) increase the original issue discount to $218,750, (ii) increase the principal amount to $868,750, (iii) increase the default amount (as defined in the note) to 140% and (iv) extend the maturity date to November 30, 2024. Â During the nine months ended September 30, 2024, the Company recorded $625,000 amortization of debt discount and recognized a loss on extinguishment of $243,750. As of September 30, 2024, the total outstanding principal balance is $868,750.Â 27 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â Private Placement of 12% Promissory Note for Services Â On May 9, 2024, the Company entered into a securities purchase agreement with an accredited investor, pursuant to which the Company issued to such investor a promissory note in the principal amount of $500,000 in a private placement transaction in consideration for the holder entering into a lock up agreement to not execute any conversions of a secured convertible note issued to the holder on October 8, 2021 into common shares of the Company (subject to certain exceptions). The note accrues interest at a rate of 12% per annum and is due and payable on May 9, 2025; provided that upon an event of default (as defined in the note), such rate shall increase to 16% per annum. The Company may voluntarily prepay the note in full at any time prior to the date that an event of default occurs. Â In addition, if, at any time prior to the full repayment of the note, the Company receives cash proceeds from any source or series of related or unrelated sources, including but not limited to, from payments from customers, the issuance of equity or debt, the issuance of securities pursuant to an equity line of credit (as defined in the note) or the sale of assets, the investor will have the right in its sole discretion to require the Company to immediately apply up to 100% of such proceeds to repay all or any portion of the outstanding principal amount and interest (including any default interest) then due under the note. The note is unsecured and has priority over all other unsecured indebtedness. The note contains customary affirmative and negative covenants and events of default for a loan of this type. Upon an event of default, the outstanding balance of the note will be assessed a 50% penalty. Â The fair value of the 12% promissory note issued for services was recorded at fair value. The fair value of the note was calculated at the present value of the cash flows using the market interest rate of 13.76%, resulting in a fair value of $492,000. The initial fair value of the promissory note issued for services was recognized in the statement of operations. A discount of $8,000 was recorded for difference between the par value and present value of the promissory note and will be amortized to interest expense over the respective term of the promissory note using the effective interest method. Â The Company evaluated whether this promissory note contains embedded features that qualify as derivatives pursuant to ASC 815. The Company determined that the noteâ€™s embedded features, specifically should the Company default on the note, the note holder will receive a default penalty of 50% constitute a deemed redemption feature as a result of the substantial premium received by the note holder in the event of default. The Company concluded that this redemption feature requires bifurcation from the note and subsequent accounting in the same manner as a freestanding derivative. Â The fair value of the embedded redemption derivative liability within this promissory note was calculated using a Probability Weighted Expected Return valuation methodology, considering the likelihood of occurrence. The model used a discount rate of 25% and assumptions of a 75% probability related to likelihood of the Company would default. The initial fair value of the bifurcated embedded redemption derivative liability was recognized in the statement of operations. Subsequent changes in the fair value of the redemption feature are measured at each reporting period and recognized in the statement of operations. Â As of September 30, 2024, the total outstanding principal balance is $495,141, net of debt discount of $4,859. Â Private Placement of OID Promissory Note and Series D Preferred Shares Â On June 28, 2024, the Companyâ€™s subsidiaries 1847 Cabinet Inc. (â€œ1847 Cabinetâ€), High Mountain, Sierra Homes, LLC d/b/a Innovative Cabinets & Design and Kyleâ€™s Custom Wood Shop, Inc. (the â€œBorrowersâ€) issued an OID promissory note in the principal amount of up to $2,472,000, to be advanced in one or more tranches, to Breadcrumbs Capital LLC (â€œBreadcrumbsâ€). Â On June 28, 2024, the parties executed tranche No. 1 in the principal amount of $666,667 for total cash proceeds of $475,000. On July 3, 2024, the parties executed tranche No. 2 in the principal amount of $466,667 for total cash proceeds of $300,000. On July 16, 2024, the parties executed tranche No. 3 in the principal amount of $233,333 for total cash proceeds of $175,000. On August 12, 2024, the parties executed tranche No. 4 in the principal amount of $466,667 for total proceeds of $350,000 (cash proceeds of $250,000 and $100,000 paid directly to third parties to settle accrued liabilities). On August 22, 2024, the parties executed tranche No. 5 in the principal amount of $300,000 for total cash proceeds of $225,000.Â 28 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â The note bears interest at a rate per annum equal to the greater of (i) 8% plus the U.S. Prime Rate that appears in The Wall Street Journal from time to time or (ii) 14%; provided that, upon an event of default (as defined in the note), such rate shall increase to 36% or the maximum legal rate. Each tranche of the note is due and payable three months after issuance. The note is secured by all assets of the Borrowers pursuant to a security agreement; provided that such security interest is subordinate to the rights of the senior lender, Leonite Capital LLC. The note contains customary affirmative and negative covenants and events of default for a loan of this type. Upon an event of default, the outstanding balance of the note will be assessed a 35% penalty. Â In connection with the issuance of the note, the Company entered into a memorandum of understanding with the Breadcrumbs, pursuant to which the Company agreed to issue to Breadcrumbs upon the closing of each tranche under the note and (ii) series D senior convertible preferred shares with a stated value equal to the principal amount of such each such tranche (see Note 11 for further details). Â The Company evaluated whether this promissory note contains embedded features that qualify as derivatives pursuant to ASC 815. The Company determined that the noteâ€™s embedded features, specifically that should the Company default on the note, the note holder will receive a default penalty of 35% constitute a deemed redemption feature as a result of the substantial premium received by the note holder in the event of default. The Company concluded that this redemption feature requires bifurcation from the note and subsequent accounting in the same manner as a freestanding derivative. Â The fair value of the embedded redemption derivative liability within this promissory note was calculated using a Probability Weighted Expected Return valuation methodology, considering the likelihood of occurrence. The model used a discount rate of 30% and assumptions of a 75% probability related to likelihood of the Company would default. Subsequent changes in the fair value of the redemption feature are measured at each reporting period and recognized in the statement of operations. The OID and issuance costs for the note, along with the allocated fair value of both the series D senior convertible preferred shares and the bifurcated embedded redemption derivative liability, were collectively recorded as a debt discount. This discount will be amortized to interest expense over the respective term of the promissory note using the effective interest method. Â During the nine months ended September 30, 2024, the Company made principal payments totaling $1,055,104 and recorded $1,232,616 amortization of debt discount. As of September 30, 2024, the total outstanding principal balance is $577,412, net of debt discount of $500,818. Â Purchase and Sale of Future Revenues Agreement Â On March 31, 2023, the Company and its subsidiary 1847 Cabinet entered into a non-recourse funding agreement with a third-party for the sale of future revenues totaling $1,965,000 for net cash proceeds of $1,410,000. The Company is required to make weekly ACH payments in the amount of $39,300. The agreement also allows for the third-party to file UCCs securing their interest in the receivables and includes customary events of default. Â On November 30, 2023, this agreement was amended to increase the sale of future revenues outstanding balance by $1,375,500 to $1,965,000 for net cash proceeds of $865,500. All other terms remained the same. Â On July 23, 2024, this agreement was amended to increase the sale of future revenues outstanding balance by $1,624,400 to $2,292,500 for net cash proceeds of $1,029,400. The Company is required to make weekly ACH payments in the amount of $45,850. All other terms remained the same. Â As a result of the amendment, the Company recorded a debt discount of $595,000, which will be amortized under the effective interest method. The Company is utilizing the prospective method to account for subsequent changes in the estimated future payments, whereby if there is a change in the estimated future cash flows, a new effective interest rate is determined based on the revised estimate of remaining cash flows. The effective interest rate is 74.8%. Â During the nine months ended September 30, 2024, the Company made principal payments totaling $1,552,350 and recorded $567,665 amortization of debt discount. As of September 30, 2024, the total outstanding principal balance is $1,413,599, net of debt discount of $466,251.Â 29 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â Convertible Notes Payable Â Secured Convertible Promissory Notes Â On October 8, 2021, the Company issued two secured convertible promissory notes in the principal amount of $16,900,000 and $7,860,000 to SILAC Insurance Company (â€œSILACâ€) and a secured convertible promissory note in the principal amount of $100,000 to Leonite Capital LLC (â€œLeoniteâ€). Thereafter, (i) on September 1, 2023, SILAC entered into a securities purchase agreement with Altimir Partners LP (â€œAltimirâ€), pursuant to which Altimir agreed to purchase the secured convertible promissory note in the principal amount of $16,900,000, $765,306 of which was then acquired by Leonite, and (ii) on December 1, 2023, SILAC entered into a securities purchase agreement with Beaman Special Opportunities Partners, LP

(â€œBeamanâ€), pursuant to which Beaman purchased that the secured convertible promissory note in the principal amount of $7,860,000. In connection with the sale of High Mountain, $5,815,768 of the purchase price was paid to Altimir and $2,819,711 of the purchase price was paid to Beaman. A total of $7,000,000 of these funds are being held by Altimir and Beauman in a reserve account for the Companyâ€™s use in connection with a potential acquisition. If such potential acquisition is not completed by November 15, 2024, then these funds will be used to pay down these notes. Â On September 30, 2024, the parties entered into an amendment to the notes, which (i) provided for the terms of the reserve account described above, (ii) changed the maturity date to October 8, 2025, (iii) changed the interest rate to 15%, (iv) amended the repayment terms to require monthly payments of interest only commencing on the earlier of completion of the potential acquisition and December 1, 2024 and to require monthly payments of $500,000 commencing on April 1, 2025. The amendment also requires that the Company pay $4,000,000 no later than January 31, 2025 and includes an additional exit fee of $250,000 to be paid on the maturity date or upon the earlier repayment of the notes in full. As additional consideration for entering into the amendment, the Company agreed to pay an amendment fee of $250,000. Â As of September 30, 2024, the combined total outstanding principal balance is $22,790,057, net of debt discount of $1,304,637. Â 6% Subordinated Convertible Promissory Notes Â On October 8, 2021, 1847 Cabinet issued 6% subordinated convertible promissory notes in the aggregate principal amount of $5,880,345 to Steven J. Parkey and Jose D. Garcia-Rendon. In connection with sale of High Mountain, $3,207,058 of the purchase price was used to repay the remaining principal and accrued interest of the notes in full. Â NOTE 11â€”SHAREHOLDERSâ€™ DEFICIT Â Series A Senior Convertible Preferred Shares Â During the nine months ended September 30, 2024, the Company accrued dividends of $135,485 for the series A senior convertible preferred shares and settled $130,968 of previously accrued dividends through the issuance of 625 common shares. Â On September 30, 2024, the Company settled $12,432 of previously accrued dividends through the issuance of 5,137 series A senior convertible preferred shares with an allocated value of $1,700. As a result, the Company recognized a gain on extinguishment of debt of $10,732. Â During the nine months ended September 30, 2024, an aggregate of 181,212 series A senior convertible preferred shares were converted into an aggregate of 2,437 common shares. Â As of September 30, 2024 and December 31, 2023, the Company had 50,592 and 226,667 series A senior convertible preferred shares issued and outstanding, respectively. Â Series B Senior Convertible Preferred Shares Â During the nine months ended September 30, 2024, the Company accrued dividends of $2,976 for the series B senior convertible preferred shares and settled $13,299 of previously accrued dividends through the issuance of 51 common shares. Â During the nine months ended September 30, 2024, an aggregate of 91,567 series B senior convertible preferred shares were converted into an aggregate of 1,523 common shares. Â As of September 30, 2024 and December 31, 2023, the Company had 0 and 91,567 series B senior convertible preferred shares issued and outstanding, respectively.Â 30 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â Series C Senior Convertible Preferred Shares Â On August 19, 2024, the Company executed a share designation to designate 83,603 of its shares as series C senior convertible preferred shares. The following is a description of the rights of the series C senior convertible preferred shares. Â Ranking. The series C senior convertible preferred shares rank, with respect to the payment of dividends and the distribution of assets upon liquidation, (i) senior to all common shares, allocation shares, and each other class or series that is not expressly made senior to or on parity with the series C senior convertible preferred shares; (ii) on parity with the series D senior convertible preferred shares and each other class or series that is not expressly subordinated or made senior to the series C senior convertible preferred shares; and (iii) junior to the series A senior convertible preferred shares, all indebtedness and other liabilities with respect to assets available to satisfy claims against the Company and each other class or series that is expressly made senior to the series C senior convertible preferred shares. Â Dividend Rights. Holders of series C senior convertible preferred shares are entitled to dividends at a rate per annum of 6.0% of the stated value ($10 per share). Dividends shall accrue from day to day, whether or not declared, and shall be cumulative. Dividends shall be payable only upon the liquidation of the Company or upon conversion. Â Liquidation Rights. Subject to the rights of creditors and the holders of any senior securities or parity securities (in each case, as defined in the share designation), upon any liquidation of the Company or its subsidiaries, before any payment or distribution of the assets of the Company (whether capital or surplus) shall be made to or set apart for the holders of securities that are junior to the series C senior convertible preferred shares as to the distribution of assets on any liquidation of the Company, including the common shares and allocation shares, each holder of outstanding series C senior convertible preferred shares shall be entitled to receive an amount of cash equal to 100% of the stated value plus an amount of cash equal to all accumulated accrued and unpaid dividends thereon (whether or not declared) to, but not including the date of final distribution to such holders. If, upon any liquidation, the assets, or proceeds thereof, distributable among the holders of the series C senior convertible preferred shares shall be insufficient to pay in full the preferential amount payable to the holders of the series C senior convertible preferred shares and liquidating payments on any other shares of any class or series of parity securities as to the distribution of assets on any liquidation, then such assets, or the proceeds thereof, shall be distributed among the holders of series C senior convertible preferred shares and any such other parity securities ratably in accordance with the respective amounts that would be payable on such series C senior convertible preferred shares and any such other parity securities if all amounts payable thereon were paid in full. Â Voting Rights. The series C senior convertible preferred shares do not have any voting rights; provided that, so long as any series C senior convertible preferred shares are outstanding, the affirmative vote of holders of a majority of series C senior convertible preferred shares, voting as a separate class, shall be necessary for approving, effecting or validating any amendment, alteration or repeal of any of the provisions of the share designation. Â Conversion Rights. Each series C senior convertible preferred share, plus all accrued and unpaid dividends thereon, shall be convertible, at the option of the holder thereof, at any time and from time to time, into such number of fully paid and nonassessable common shares determined by dividing the stated value ($10 per share), plus the value of the accrued, but unpaid, dividends thereon, by the conversion price of $150 per share (subject to standard adjustments in the event of any share splits, share combinations, share reclassifications, dividends paid in common shares, sales of substantially all of the Companyâ€™s assets, mergers, consolidations or similar transactions); provided that in no event shall the holder of any series C senior convertible preferred shares be entitled to convert any number of series C senior convertible preferred shares that upon conversion the sum of (i) the number of common shares beneficially owned by the holder and its affiliates and (ii) the number of common shares issuable upon the conversion of the series C senior convertible preferred shares with respect to which the determination of this proviso is being made, would result in beneficial ownership by the holder and its affiliates of more than 4.99% of the then outstanding common shares. This limitation may be waived (up to a maximum of 9.99%) by the holder and in its sole discretion, upon not less than sixty-one (61) daysâ€™ prior notice to the Company. Â Redemption Rights. Not redeemable. Â On August 22, 2024, the Company issued 83,603 series C senior convertible preferred shares to the Trust as settlement of the outstanding balance of the 6% amortizing promissory note in the amount of $831,027 (see Note 10). As a result, the Company recognized a gain on extinguishment of debt of $616,127.Â 31 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â During the nine months ended September 30, 2024, the Company accrued dividends of $5,360 for the series C senior convertible preferred shares. Â As of September 30, 2024 and December 31, 2023, the Company had 83,603 and 0 series C senior convertible preferred shares issued and outstanding, respectively. Â Series D Senior Convertible Preferred Shares Â On June 27, 2024, the Company executed a share designation to designate 7,292,036 of its shares as series D senior convertible preferred shares. The following is a description of the rights of the series D senior convertible preferred shares. Â Ranking. The series D senior convertible preferred shares rank, with respect to the payment of dividends and the distribution of assets upon liquidation, (i) senior to all common shares, allocation shares, and each other class or series that is not expressly made senior to or on parity with the series D senior convertible preferred shares; (ii) on parity with each other class or series that is not expressly subordinated or made senior to the series D senior convertible preferred shares; and (iii) junior to the Series A senior convertible preferred shares, all indebtedness and other liabilities with respect to assets available to satisfy claims against the Company and each other class or series that is expressly made senior to the series D senior convertible preferred shares. Â Dividend Rights. Holders of series D senior convertible preferred shares are entitled to dividends at a rate per annum of 10% of the stated value ($0.339 per share, subject to adjustment). Dividends shall accrue from day to day, whether or not declared, and shall be cumulative. Dividends shall be payable only upon the liquidation of the Company or conversion (as defined in the share designation). Â Liquidation Rights. Subject to the rights of creditors and the holders of any senior securities or parity securities (in each case, as defined in the share designation), upon any liquidation of the Company or its subsidiaries, before any payment or distribution of the assets of the Company (whether capital or surplus) shall be made to or set apart for the holders of securities that are junior to the series D senior convertible preferred shares as to the distribution of assets on any liquidation of the Company, including the common shares and allocation shares, each holder of outstanding series D senior convertible preferred shares shall be entitled to receive an amount of cash equal to 100% of the stated value plus an amount of cash equal to all accumulated accrued and unpaid dividends thereon (whether or not declared) to, but not including the date of final distribution to such holders. If, upon any liquidation, the assets, or proceeds thereof, distributable among the holders of the series D senior convertible preferred shares shall be insufficient to pay in full the preferential amount payable to the holders of the series D senior convertible preferred shares and liquidating payments on any other shares of any class or series of parity securities as to the distribution of assets on any liquidation, then such assets, or the proceeds thereof, shall be distributed among the holders of series D senior convertible preferred shares and any such other parity securities ratably in accordance with the respective amounts that would be payable on such series D senior convertible preferred shares and any such other parity securities if all amounts payable thereon were paid in full. Â Voting Rights. The series D senior convertible preferred shares do not have any voting rights; provided that, so long as any series D senior convertible preferred shares are outstanding, the affirmative vote of holders of a majority of series D senior convertible preferred shares, voting as a separate class, shall be necessary for approving, effecting or validating any amendment, alteration or repeal of any of the provisions of the share designation.Â 32 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â Conversion Rights. Each series D senior convertible preferred share, plus all accrued and unpaid dividends thereon, shall be convertible, at the option of the holder thereof, at any time and from time to time, into such number of fully paid and nonassessable common shares determined by dividing the stated value ($0.339 per share), plus the value of the accrued, but unpaid, dividends thereon, by the conversion price of $66.105 per share (subject to standard adjustments in the event of any share splits, share combinations, share reclassifications, dividends paid in common shares, sales of substantially all of the Companyâ€™s assets, mergers, consolidations or similar transactions); provided that in no event shall the holder of any series D senior convertible preferred shares be entitled to convert any number of series D senior convertible preferred shares that upon conversion the sum of (i) the number of common shares beneficially owned by the holder and its affiliates and (ii) the number of common shares issuable upon the conversion of the series D senior convertible preferred shares with respect to which the determination of this proviso is being made, would result in beneficial ownership by the holder and its affiliates of more than 4.99% of the then outstanding common shares. This limitation may be waived (up to a maximum of 9.99%) by the holder and in its sole discretion, upon not less than sixty-one (61) daysâ€™ prior notice to the Company. Â Redemption Rights. Not redeemable. Â On June 28, 2024, the Company issued 1,966,570 series D senior convertible preferred shares in connection with the closing of the first tranche under the OID promissory note of $666,667 (see Note 10). $214,000 of the net proceeds were allocated on a relative fair value basis to the series D senior preferred shares. Â On July 3, 2024, the Company issued 1,376,599 series D senior convertible preferred shares in connection with the closing of the second tranche under the OID promissory note of $466,667 (see Note 10). $122,800 of the net proceeds were allocated on a relative fair value basis to the series D senior preferred shares. Â On July 16, 2024, the Company issued 688,298 series D senior convertible preferred shares in connection with the closing of the third tranche under the OID promissory note of $233,333 (see Note 10). $67,400 of the net proceeds were allocated on a relative fair value basis to the series D senior preferred shares. Â On August 12, 2024, the Company issued 1,376,599 series D senior convertible preferred shares in connection with the closing of the fourth tranche under the OID promissory note of $466,667 (see Note 10). $113,000 of the net proceeds were allocated on a relative fair value basis to the series D senior preferred shares. Â On August 22, 2024, the Company issued 884,956 series D senior convertible preferred shares in connection with the closing of the fifth tranche under the OID promissory note of $300,000 (see Note 10). $82,900 of the net proceeds were allocated on a relative fair value basis to the series D senior preferred shares. Â During the nine months ended September 30, 2024, the Company accrued dividends of $42,876 for the series D senior convertible preferred shares. Â As of September 30, 2024 and December 31, 2023, the Company had 6,293,022 and 0 series D senior convertible preferred shares issued and outstanding, respectively. Â Common Shares Â On February 9, 2024, the Company entered into a securities purchase agreement with certain purchasers and a placement agency agreement with Spartan, pursuant to which the Company agreed to issue and sell to such purchasers an aggregate of 9,364 common shares and prefunded warrants for the purchase of 16,280 common shares at an offering price of $1.95 per common share and $193.05 per prefunded warrant, pursuant to the Companyâ€™s effective registration statement on Form S-1 (File No. 333-276670). On February 14, 2024, the closing of this offering was completed. At the closing, the purchasers prepaid the exercise price of the prefunded warrants in full. Therefore, the Company received total gross proceeds of $5,000,000. Pursuant to the placement agency agreement, Spartan receivedÂ a cash transaction fee equal to 8% of the aggregate gross proceeds and reimbursement of certain out-of-pocketÂ expenses. After deducting these and other offering expenses, the Company received net proceeds of approximately $4,335,000.Â During the nine months ended September 30, 2024, the Company issued an aggregate of 16,275 common shares upon the exercise of prefunded warrants.Â 33 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â During the nine months ended September 30, 2024, the Company issued an aggregate of 5,863 common shares with a fair value of $2,026,499 upon the conversions of convertible promissory notes and accrued interest totaling $1,170,979 and extinguishment of derivative liabilities of $855,520. Â During the nine months ended September 30, 2024, the Company issued an aggregate of 676 common shares to the holders of the series A and B senior convertible preferred shares in settlement of $144,267 of accrued dividends. Pursuant to the series A and B senior convertible preferred shares designations, dividends payable in common shares shall be calculated based on a price equal to eighty percent (80%) of the volume weighted average price for the common shares on the Companyâ€™s principal trading market during the five (5) trading days immediately prior to the applicable dividend payment date. Â During the nine months ended September 30, 2024, the Company issued an aggregate of 2,437 common shares upon the conversion of an aggregate of 181,212 series A senior convertible preferred shares. Â During the nine months ended September 30, 2024, the Company issued an aggregate of 1,523 common shares upon the conversion of an aggregate of 91,567 series B senior convertible preferred shares. Â Potential Common Stock Equivalents Â For the nine months ended September 30, 2024, there were 13,278,444 potential common share equivalents from series A, C and D senior convertible preferred shares, convertible notes, and warrants excluded from the diluted loss per share calculations as their effect is anti-dilutive. Â Managerâ€™s Profit Allocation (Distribution Receivable) Â The Manager owns 100% of the allocation shares of the Company which represent the original equity interest in the Company. As a holder of the allocation shares, the Manager is entitled to receive a 20% profit allocation as a form of preferred distribution, pursuant to a profit allocation formula upon the occurrence of certain events. Generally, the distribution of the profit allocation is paid upon the occurrence of the sale of a material amount of capital stock or assets of one of the Companyâ€™s businesses, including if the Company distributes its equity ownership in a subsidiary to the Companyâ€™s shareholders in a spin-off or similar transaction (a â€œSale Eventâ€), or, at the option of the Manager, at the five-year anniversary date of the acquisition of one of the Companyâ€™s businesses (a â€œHolding Eventâ€). The calculation of the profit allocation and the rights of the Manager, as the holder of the allocation shares, are governed by the operating agreement. The Company records distributions of the profit allocation to the holders upon occurrence of a Sale Event or Holding Event as dividends declared on allocation interests to shareholdersâ€™ equity when they are approved by the Companyâ€™s board of directors. Â Prior to the sale of High Mountain, the last occurrence of profit allocation distribution to the Manager by the Company was during the fourth quarter of 2020, concurrent with the spin-off of a former subsidiary. Following the profit allocation distribution to the Manager, the board of directors identified a need to adjust the distribution to the Manager, which resulted in the recognition of a $2 million distribution receivable from the Manager within shareholdersâ€™ equity, with repayment anticipated upon the occurrence of the next qualified profit allocation distribution event (the â€œDistribution Receivableâ€). Â On April 23, 2024, the Company and the Manager entered into a letter agreement regarding the timing of payment of the Distribution Receivable, pursuant to which the parties agreed to treat the Distribution Receivable as a $2,000,000, plus interest accrued thereon at a non-compounding rate equal to the applicable federal rate, unqualified obligation of the Manager to be repaid as a credit against all future profit allocations resulting from both a Sale Event and a Holding Event payable to the Manager, all until the Distribution Receivable is fully paid, provided that, if the Distribution Receivable is not fully paid by the application of such credit or otherwise by the first to occur of (i) December 31, 2024 and (ii) the date of the sale of all or substantially all the assets (in a transaction of any form) or the liquidation, dissolution or winding up, voluntary or involuntary, of either party, then upon such date the unpaid balance shall be immediately due, payable and paid by the Manager. Â On September 30, 2024, the Company sold substantially all of the assets of Hight Mountain to BFS for an

aggregate cash only purchase price of $17,000,000, subject to certain pre-closing and post-closing adjustments. At closing, the purchase price was subject to a working capital adjustment and was also reduced by the amount of outstanding indebtedness repaid at closing or assumed by BFS, as well as certain transaction expenses.Â 34 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â The sale of High Mountain qualified as a Sale Event that entitles the Manager to receive a 20% profit allocation, or $875,000, in accordance with the profit allocation formula outlined in the operating agreement. Additionally, the Manager is entitled to receive a transaction fee of 2.0%, or $340,000. The Managerâ€™s profit allocation and transaction fee were applied as a credit to the Distribution Receivable, leaving a balance of $785,000 as of September 30, 2024.Â Â Warrants Â Warrants Issued in Public Equity Offering Â On February 14, 2024 (as described above), the Company closed on a securities purchase agreement with certain purchasers and a placement agency agreement with Spartan, pursuant to which the Company agreed to issue and sell to such purchasers prefunded warrants for the purchase of 16,280 common shares at an exercise price of $1.95 per common share. Â The Company evaluated the prefunded warrants as either equity-classified or liability-classified instruments based on an assessment of the specific terms of the prefunded warrants and applicable authoritative guidance from ASC 480 and ASC 815-40. The Company determined the prefunded warrants issued failed the indexation guidance under ASC 815-40, specifically, the prefunded warrants provide for a Black-Scholes value calculation in the event of certain transactions (â€œFundamental Transactionsâ€), which includes a floor on volatility utilized in the value calculation at 100% or greater. The Company has determined that this provision introduces leverage to the holders of the warrants that could result in a value that would be greater than the settlement amount of a fixed-for-fixed option on the Companyâ€™s own equity shares. Accordingly, pursuant to ASC 815-40, the Company recorded the fair value of the warrants as a liability upon issuance and marked to market each reporting period in the Companyâ€™s condensed consolidated statement of operations until their exercise or expiration (see Note 9). Â The fair value of the warrants deemed to be a liability, due to certain contingent put features, was determined using the Black-Scholes option pricing model, which was deemed to be an appropriate model due to the terms of the warrants issued, including a fixed term and exercise price. The assumptions used in the model were as follows: (i) dividend yield of 0%; (ii) expected volatility of 149.05%; (iii) risk-free interest rate of 4.86%; (iv) expected life of one year; (v) estimated fair value of the common shares of $380.25 per share; (vi) exercise price of $1.95. Â Warrants Issued in Private Placement with 20% OID Promissory Note Â On May 8, 2024, the Company issued five-year warrants for the purchase of 477 common shares at an adjusted exercise price of $524.55 per share (subject to standard adjustments as defined in the warrant agreement). Additionally, the Company issued a five-year warrant to the placement agent, Spartan, for the purchase of 39 common shares at an adjusted exercise price of $577.05 per share (subject to standard adjustments as defined in the warrant agreement). The warrants are exercisable at any time six months after the date of issuance. Â The Company evaluated the warrants as either equity-classified or liability-classified instruments based on an assessment of the specific terms of the warrants and applicable authoritative guidance from ASC 480 and ASC 815-40. The Company determined the warrants issued failed the indexation guidance under ASC 815-40, specifically, the warrants provide for a Black-Scholes value calculation in the event of certain transactions (â€œFundamental Transactionsâ€), which includes a floor on volatility utilized in the value calculation at 100% or greater. The Company has determined that this provision introduces leverage to the holders of the warrants that could result in a value that would be greater than the settlement amount of a fixed-for-fixed option on the Companyâ€™s own equity shares. Accordingly, pursuant to ASC 815-40, the Company recorded the fair value of the warrants as a liability upon issuance and marked to market each reporting period in the Companyâ€™s condensed consolidated statement of operations until their exercise or expiration (see Note 9). The warrants issued to the placement agent were classified as equity. Â The fair value of the warrants deemed to be a liability, due to certain contingent put features, was determined using the Black-Scholes option pricing model, which was deemed to be an appropriate model due to the terms of the warrants issued, including a fixed term and exercise price. The assumptions used in the model were as follows: (i) dividend yield of 0%; (ii) expected volatility of 160.8%; (iii) risk-free interest rate of 4.5%; (iv) expected life of 5.5 years; (v) estimated fair value of the common shares of $468 per share; (vi) exercise price of $524.55.Â 35 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â The remaining proceeds were allocated to the placement agent warrants and note based on their relative fair value using the Black-Scholes option pricing model. The assumptions used in the model were as follows: (i) dividend yield of 0%; (ii) expected volatility of 160.8%; (iii) risk-free interest rate of 4.5%; (iv) expected life of 5.5 years; (v) estimated fair value of the common shares of $468 per share; (vi) exercise price of $577.05. The fair value of the placement agent warrants was $16,800, resulting in the amount allocated to the warrants, based on their relative fair value of $7,573, which was recorded as additional paid-in capital. Â Exercise Price Adjustments to Warrants Â As a result of the issuance of common shares in the offering on February 14, 2024, the exercise price of certain of the Companyâ€™s outstanding warrants was adjusted to $1.95 pursuant to certain antidilution provisions of such warrants (down round feature). As a result, the Company recognized a deemed dividend of $1,000, which was calculated using a Black- Â Below is a table summarizing the changes in warrants outstanding during the nine months ended September 30, 2024: Â Â Â WarrantsÂ Â Weighted- Average Exercise PriceÂ Outstanding at December 31, 2023Â Â 706Â Â $6,597.35Â GrantedÂ Â 16,796Â Â Â 18.13Â Exercised/settledÂ Â (16,275)Â Â (1.95) Outstanding at September 30, 2024Â Â 1,227Â Â $4,012.72Â Exercisable at September 30, 2024Â Â 711Â Â $6,541.33Â Â As of September 30, 2024, the outstanding warrants have a weighted average remaining contractual life of 4.09 years and a total intrinsic value of $127. Â NOTE 12â€”SUBSEQUENT EVENTS Â Public Offering Â On October 28, 2024, the Company entered into a securities purchase agreement with certain purchasers and a placement agency agreement with Spartan, as placement agent, relating to the Companyâ€™s public offering of units. Pursuant to the securities purchase agreement and the placement agency agreement, the Company agreed to issue and sell to the purchasers an aggregate of 587,301 units, at a purchase price of $18.9 per unit, for total gross proceeds of approximately $11.1 million, pursuant to the Companyâ€™s registration statement on Form S-1 (File No. 333-282201) under the Securities Act of 1933, as amended. The units are comprised of (i) 587,301 common shares, (ii) series A warrants to purchase 587,301 common shares at an exercise price of $28.5 per share and (iii) series B warrants to purchase 587,301 common shares at an exercise price of $37.8 per share. Â On October 30, 2024, the closing of the offering was completed. Pursuant to the placement agency agreement, Spartan receivedÂ a cash transaction fee equal to 8% of the aggregate gross proceeds, a non-accountable expense allowance equal to 1% of the aggregate gross proceeds and reimbursement of certain out-of-pocketÂ expenses. After deducting these expenses, the Company received net proceeds of approximately $9.9 million.Â 36 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â The series A warrants are exercisable at any time at an exercise price of $28.5 per share and will expire five years from the date of issuance. The series B warrants are exercisable at any time at an exercise price of $37.8 per share and will expire five years from the date of issuance. Under an alternate cashless exercise option contained in the series A warrants, the holders of the series A warrants will have the right to receive an aggregate number of shares equal to the product of (i) the aggregate number of common shares that would be issuable upon a cash exercise of the series A warrants and (ii) 2.0. in addition, the series A warrants and the series B warrants contain a reset of the exercise price to a price equal to the lesser of (i) the then exercise price and (ii) lowest volume weighted average price for the five trading days immediately preceding and immediately following the date the Company effects a reverse share split in the future with a proportionate adjustment to the number of shares underlying the series A warrants and the series B warrants, subject to a floor price of $0.10. Finally, with certain exceptions, the series B warrants provide for an adjustment to the exercise price and number of shares underlying such the series B warrants upon the Companyâ€™s issuance of common shares or common share equivalents at a price per share that is less than the exercise price of the series B warrants, subject to a floor price of $0.10. Â As a result of the 1-for-15 reverse share split completed on August 11, 2024 and the related adjustment described above, the exercise prices of the series A warrants and the series B warrants was adjusted to $1.50 (the floor price following the reverse split), the number of series A warrants was increased to 8,583,969 and the number of series B warrants was increased to 14,799,979. Â Subsequent to completion of the offering, purchases have exercised an aggregate of 7,879,430 series A warrants for an aggregate of 15,758,861 common shares in accordance with the alternate cashless exercise provision described above. Â Debt Conversions Â During October 2024, Mast Hill Fund, LP converted the remaining balance of the promissory note issued to it on February 9, 2023 into an aggregate of 13,353 common shares, which included the conversion of principal of $188,646, interest of $16,211 and conversion fees of $10,500. Â During October 2024, Mast Hill Fund, LP converted a portion of the promissory note issued to it on February 22, 2023 into an aggregate of 8,970 common shares, which included the conversion of principal of $135,044, interest of $46,949 and conversion fees of $7,000. Â During October 2024, the Company entered into cancellation and exchange agreements with the holder of the 20% OID subordinated note originally issued on March 4, 2024 (see Note 10), pursuant to which an aggregate of $221,575 of the note was exchanged for an aggregate of 11,401 common shares. Â Debt Repayments Â The Company used a portion of the net proceeds from the public offering described above to repay the remaining balance of the promissory note issued to Mast Hill Fund, LP on February 22, 2023 in full. Â The Company also used a portion of the net proceeds from the public offering described above to repay the 20% OID subordinated promissory notes originally issued on August 11, 2023 and the 20% OID subordinated promissory note originally issued on May 8, 2024 in full (see Note 10). Â The Company also used a portion of the net proceeds from the public offering described above to repay $2,015,325 of the 20% OID subordinated note originally issued on March 4, 2024 (see Note 10), leaving a balance of $2,234,675. Â Amendment to 20% OID Subordinated Note Â On November 15, 2024, the Company entered into an amendment to the 20% OID subordinated note originally issued on March 4, 2024 (see Note 10) to (i) reflect the repayment described above, (ii) increase the principal amount remaining to $2,681,610 and (iii) extend the maturity date to December 31, 2024.Â 37 Â Â 1847 HOLDINGS LLC NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS SEPTEMBER 30, 2024 (UNAUDITED) Â Signing of Acquisition Agreement Â On November 4, 2024, 1847 CMD Inc. (â€œ1847 CMDâ€), a newly formed wholly owned subsidiary of the Company, entered into a stock and membership interest purchase agreement (the â€œPurchase Agreementâ€) with the owner (â€œSellerâ€) of CMD Inc. (â€œCMDâ€) and CMD Finish Carpentry LLC (â€œFinishâ€ and together with CMD, the â€œCMD Companiesâ€), pursuant to which 1847 CMD agreed to acquire from the Seller all of the issued and outstanding capital stock of CMD and all of the membership interests in Finish for an aggregate cash purchase price of $18,750,000, subject to adjustment as described below. Upon the execution of the Purchase Agreement, the Company paid to the Seller a deposit of $1,000,000, which shall be applied toward the purchase price. The transaction is expected to be completed on or before December 3, 2024. Â The purchase price is subject to a closing date net working capital adjustment in cash, and a post-closing net working capital adjustment in cash if the adjustment is in favor of 1847 CMD, or in the form of a promissory note if the adjustment is in favor of the Seller. If a working capital promissory note is issued, it will be secured in a subordinate position by the assets of 1847 CMD and the CMD Companies, guaranteed by the Company and the CMD Companies, and by a pledge agreement in the equity of 1847 CMD and the CMD Companies. Â The Purchase Agreement contains customary representations, warranties and covenants, including a covenant that the Seller will not compete with the business of 1847 CMD for a period of three (3) years following closing. The Purchase Agreement also contains mutual indemnification for breaches of representations or warranties and failure to perform covenants or obligations contained in the Purchase Agreement. In the case of the indemnification provided by the Seller with respect to breaches of certain non-fundamental representations and warranties, the Seller will only become liable for indemnified losses if the amount exceeds an aggregate of $60,000, whereupon the Seller will be liable for all losses back to the first dollar, provided that the liability of the Seller for breaches of certain non-fundamental representations and warranties shall not exceed $2,512,500. The closing of the transaction contemplated in the Purchase Agreement is subject to customary closing conditions. Â 38 Â Â ITEM 2. MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS. Â The following managementâ€™s discussion and analysis of financial condition and results of operations provides information that management believes is relevant to an assessment and understanding of our plans and financial condition. The following financial information is derived from our financial statements and should be read in conjunction with such financial statements and notes thereto set forth elsewhere herein. Â Use of Terms Â Except as otherwise indicated by the context and for the purposes of this report only, references in this report to â€œwe,â€ â€œus,â€ â€œourâ€ and â€œour companyâ€ refer to 1847 Holdings LLC, a Delaware limited liability company, and its consolidated subsidiaries. References to â€œour managerâ€ refer to 1847 Partners LLC, a Delaware limited liability company. Â Special Note Regarding Forward Looking Statements Â This report contains forward-looking statements that are based on our managementâ€™s beliefs and assumptions and on information currently available to us. All statements other than statements of historical facts are forward-looking statements. These statements relate to future events or to our future financial performance and involve known and unknown risks, uncertainties and other factors that may cause our actual results, levels of activity, performance or achievements to be materially different from any future results, levels of activity, performance or achievements expressed or implied by these forward-looking statements. Forward-looking statements include, but are not limited to, statements about: Â â—our ability to effectively integrate and operate the businesses that we acquire; Â Â Â â—our ability to successfully identify and acquire additional businesses; Â Â Â â—our organizational structure, which may limit our ability to meet our dividend and distribution policy; Â Â Â â—our ability to service and comply with the terms of indebtedness; Â Â Â â—our cash flow available for distribution and our ability to make distributions to our common shareholders; Â Â Â â—our ability to pay the management fee, profit allocation and put price to our manager when due; Â Â Â â—labor disputes, strikes or other employee disputes or grievances; Â Â Â â—the regulatory environment in which our businesses operate under; Â Â Â â—trends in the industries in which our businesses operate; Â Â Â â—the competitive environment in which our businesses operate; Â Â Â â—changes in general economic or business conditions or economic or demographic trends in the United States including changes in interest rates and inflation; Â Â Â â—our and our managerâ€™s ability to retain or replace qualified employees of our businesses and our manager; Â Â Â â—casualties, condemnation or catastrophic failures with respect to any of our businessâ€™ facilities; Â Â Â â—costs and effects of legal and administrative proceedings, settlements, investigations and claims; and Â Â Â â—extraordinary or force majeure events affecting the business or operations of our businesses. Â In some cases, you can identify forward-looking statements by terms such as â€œmay,â€ â€œcould,â€ â€œwill,â€ â€œshould,â€ â€œwould,â€ â€œexpect,â€ â€œplan,â€ â€œintend,â€ â€œanticipate,â€ â€œbelieve,â€ â€œestimate,â€ â€œpredict,â€ â€œpotential,â€ â€œprojectâ€ or â€œcontinueâ€ or the negative of these terms or other comparable terminology. These statements are only predictions. You should not place undue reliance on forward-looking statements because they involve known and unknown risks, uncertainties and other factors, which are, in some cases, beyond our control and which could materially affect results. Factors that may cause actual results to differ materially from current expectations include, among other things, those listed under Item 1A â€œRisk Factorsâ€ included in our Annual Report on Form 10-K for the year ended December 31, 2023 and elsewhere in this report. If one or more of these risks or uncertainties occur, or if our underlying assumptions prove to be incorrect, actual events or results may vary significantly from those implied or projected by the forward-looking statements. No forward-looking statement is a guarantee of future performance. Â 39 Â Â In addition, statements that â€œwe believeâ€ and similar statements reflect our beliefs and opinions on the relevant subject. These statements are based upon information available to us as of the date of this report, and while we believe such information forms a reasonable basis for such statements, such information may be limited or incomplete, and our statements should not be read to indicate that we have conducted an exhaustive inquiry into, or review of, all potentially available relevant information. These statements are inherently uncertain and investors are cautioned not to unduly rely upon these statements. Â The forward-looking statements made in this report relate only to events or information as of the date on which the statements are made in this report. Except as expressly required by the federal securities laws, there is no undertaking to publicly update or revise any forward-looking statements, whether as a result of new information, future events, changed circumstances or any other reason. Â Overview Â We are an acquisition holding company focused on acquiring and managing a group of small businesses, which we characterize as those that have an enterprise value of less than $50 million, in a variety of different industries headquartered in North America. Â On September 30, 2020, our subsidiary 1847 Cabinet Inc., or 1847 Cabinet, acquired Kyleâ€™s Custom Wood Shop, Inc., an Idaho corporation, or Kyleâ€™s. Kyleâ€™s is a leading custom cabinetry maker servicing contractors and homeowners since 1976 in Boise, Idaho and the surrounding area. Kyleâ€™s focuses on designing, building, and installing custom cabinetry primarily for custom and semi-custom builders. Â On March 30, 2021, our subsidiary 1847 Wolo Inc., or 1847 Wolo, acquired Wolo Mfg. Corp., a New York corporation, and Wolo Industrial Horn & Signal, Inc., a New York corporation (which we collectively refer to as Wolo). Headquartered in Deer Park, New York and founded in 1965, Wolo designs and sells horn and safety products (electric, air, truck, marine, motorcycle and industrial equipment), and offers vehicle emergency and safety warning lights for cars, trucks, industrial equipment and emergency vehicles. Â On October 8, 2021, our subsidiary 1847 Cabinet acquired High Mountain Door & Trim Inc., a Nevada corporation, or High Mountain, which we subsequently sold on September 30, 2024 (see â€œâ€“Discontinued Operationsâ€ below), and Sierra Homes, LLC d/b/a Innovative Cabinets & Design, a Nevada limited liability company, or Innovative Cabinets. Innovative Cabinets is headquartered in Reno, Nevada and was founded in 2008. It specializes in custom cabinetry and countertops for a client base consisting of single-family homeowners, builders of multi-family homes, as well as commercial clients. Â Through our structure, we offer investors an opportunity to participate in the ownership and growth of a portfolio of businesses that traditionally have

been owned and managed by private equity firms, private individuals or families, financial institutions or large conglomerates. We believe that our management and acquisition strategies will allow us to achieve our goals to make and grow regularÂ distributions to our common shareholders and increase common shareholder value over time. Â We seek to acquire controlling interests in small businesses that we believe operate in industries with long-term macroeconomic growth opportunities, and that have positive and stable earnings and cash flows, face minimal threats of technological or competitive obsolescence and have strong management teams largely in place. We believe that private company operators and corporate parents looking to sell their businesses will consider us to be an attractive purchaser of their businesses. We make these businesses our majority-owned subsidiaries and actively manage and grow such businesses. We expect to improve our businesses over the long term through organic growth opportunities, add-on acquisitions and operational improvements. Â Recent Developments Â Reverse Share Split Â On August 11, 2024, we completed 1-for-15 reverse split of our outstanding common shares. All share and per share data referred to throughout this report have been retroactively adjusted to reflect the reverse share split. Â Public Offering Â On October 28, 2024, we entered into a securities purchase agreement with certain purchasers and a placement agency agreement with Spartan Capital Securities, LLC, or Spartan, as placement agent, relating to our public offering of units. Pursuant to the securities purchase agreement and the placement agency agreement, we agreed to issue and sell to the purchasers an aggregate of 587,301 units, at a purchase price of $18.9 per unit, for total gross proceeds of approximately $11.1 million, pursuant to our registration statement on Form S-1 (File No. 333-282201) under the Securities Act of 1933, as amended. The units are comprised of (i) 587,301 common shares, (ii) series A warrants to purchase 587,301 common shares at an exercise price of $28.5 per share and (iii) series B warrants to purchase 587,301 common shares at an exercise price of $37.8 per share. Â On October 30, 2024, the closing of the offering was completed. Pursuant to the placement agency agreement, Spartan receivedÂ a cash transaction fee equal to 8% of the aggregate gross proceeds, a non-accountable expense allowance equal to 1% of the aggregate gross proceeds and reimbursement of certain out-of-pocketÂ expenses. After deducting these expenses, we received net proceeds of approximately $9.9 million. Â 40 Â Â The series A warrants are exercisable at any time at an exercise price of $28.5 per share and will expire five years from the date of issuance. The series B warrants are exercisable at any time at an exercise price of $37.8 per share and will expire five years from the date of issuance. Under an alternate cashless exercise option contained in the series A warrants, the holders of the series A warrants will have the right to receive an aggregate number of shares equal to the product of (i) the aggregate number of common shares that would be issuable upon a cash exercise of the series A warrants and (ii) 2.0. in addition, the series A warrants and the series B warrants contain a reset of the exercise price to a price equal to the lesser of (i) the then exercise price and (ii) lowest volume weighted average price for the five trading days immediately preceding and immediately following the date we effect a reverse share split in the future with a proportionate adjustment to the number of shares underlying the series A warrants and the series B warrants, subject to a floor price of $0.10. Finally, with certain exceptions, the series B warrants provide for an adjustment to the exercise price and number of shares underlying such the series B warrants upon our issuance of common shares or common share equivalents at a price per share that is less than the exercise price of the series B warrants, subject to a floor price of $0.10. Â As a result of the 1-for-15 reverse share split completed on August 11, 2024 and the related adjustment described above, the exercise prices of the series A warrants and the series B warrants was adjusted to $1.50 (the floor price following the reverse split), the number of series A warrants was increased to 8,583,969 and the number of series B warrants was increased to 14,799,979. Â Subsequent to completion of the offering, purchases have exercised an aggregate of 7,879,430 series A warrants for an aggregate of 15,758,861 common shares in accordance with the alternate cashless exercise provision described above. Â Debt Conversions Â During October 2024, Mast Hill Fund, LP converted the remaining balance of the promissory note issued to it on February 9, 2023 into an aggregate of 13,353 common shares, which included the conversion of principal of $188,646, interest of $16,211 and conversion fees of $10,500. Â During October 2024, Mast Hill Fund, LP converted a portion of the promissory note issued to it on February 22, 2023 into an aggregate of 8,970 common shares, which included the conversion of principal of $135,044, interest of $46,949 and conversion fees of $7,000. Â During October 2024, we entered into cancellation and exchange agreements with the holder of the 20% OID subordinated note originally issued on March 4, 2024, pursuant to which an aggregate of $221,575 of the note was exchanged for an aggregate of 11,401 common shares. Â Debt Repayments Â We used a portion of the net proceeds from the public offering described above to repay the remaining balance of the promissory note issued to Mast Hill Fund, LP on February 22, 2023 in full. Â We also used a portion of the net proceeds from the public offering described above to repay the 20% OID subordinated promissory notes originally issued on August 11, 2023 and the 20% OID subordinated promissory note originally issued on May 8, 2024 in full. Â We also used a portion of the net proceeds from the public offering described above to repay $2,015,325 of the 20% OID subordinated note originally issued on March 4, 2024, leaving a balance of $2,234,675. Â Amendment to 20% OID Subordinated Note Â On November 15, 2024, we entered into an amendment to the 20% OID subordinated note originally issued on March 4, 2024 to (i) reflect the repayment described above, (ii) increase the principal amount remaining to $2,681,610 and (iii) extend the maturity date to December 31, 2024. Â Signing of Acquisition Agreement Â On November 4, 2024, 1847 CMD Inc., or 1847 CMD, a newly formed wholly owned subsidiary of our company, entered into a stock and membership interest purchase agreement, or the Purchase Agreement with the owner, or the Seller, of CMD Inc., or CMD, and CMD Finish Carpentry LLC, or Finish, which we collectively refer to as the CMD Companies, pursuant to which 1847 CMD agreed to acquire from the Seller all of the issued and outstanding capital stock of CMD and all of the membership interests in Finish for an aggregate cash purchase price of $18,750,000, subject to adjustment as described below. Upon the execution of the Purchase Agreement, we paid to the Seller a deposit of $1,000,000, which shall be applied toward the purchase price. The transaction is expected to be completed on or before December 3, 2024. Â The purchase price is subject to a closing date net working capital adjustment in cash, and a post-closing net working capital adjustment in cash if the adjustment is in favor of 1847 CMD, or in the form of a promissory note if the adjustment is in favor of the Seller. If a working capital promissory note is issued, it will be secured in a subordinate position by the assets of 1847 CMD and the CMD Companies, guaranteed by our company and the CMD Companies, and by a pledge agreement in the equity of 1847 CMD and the CMD Companies. Â 41 Â Â The Purchase Agreement contains customary representations, warranties and covenants, including a covenant that the Seller will not compete with the business of 1847 CMD for a period of three (3) years following closing. The Purchase Agreement also contains mutual indemnification for breaches of representations or warranties and failure to perform covenants or obligations contained in the Purchase Agreement. In the case of the indemnification provided by the Seller with respect to breaches of certain non-fundamental representations and warranties, the Seller will only become liable for indemnified losses if the amount exceeds an aggregate of $60,000, whereupon the Seller will be liable for all losses back to the first dollar, provided that the liability of the Seller for breaches of certain non-fundamental representations and warranties shall not exceed $2,512,500. The closing of the transaction contemplated in the Purchase Agreement is subject to customary closing conditions. Â Management Fees Â On April 15, 2013, we and our manager entered into a management services agreement, pursuant to which we are required to pay our manager a quarterly management fee equal to 0.5% of our adjusted net assets for services performed (which we refer to as the parent management fee). The amount of the parent management fee with respect to any fiscal quarter is (i) reduced by the aggregate amount of any management fees received by our manager under any offsetting management services agreements with respect to such fiscal quarter, (ii) reduced (or increased) by the amount of any over-paid (or under-paid) parent management fees received by (or owed to) our manager as of the end of such fiscal quarter, and (iii) increased by the amount of any outstanding accrued and unpaid parent management fees. We did not expense any parent management fees for the three and nine months ended September 30, 2024 and 2023. Â Following the assignment of all of the assets of Asienâ€™s Appliance, Inc. on February 26, 2024 as described under â€œâ€Discontinued Operationsâ€ below, our manager ceased to provide services to 1847 Asien Inc. for quarterly management fees. 1847 Asien Inc. expensed management fees of $0 and $75,000 for the three months ended September 30, 2024 and 2023, respectively, and $50,000 and $225,000 for the nine months ended September 30, 2024 and 2023, respectively, which is included in discontinued operations. Â On August 21, 2020, 1847 Cabinet entered into an offsetting management services agreement with our manager, which was amended on October 8, 2021. Pursuant to the amended management services agreement, our manager will provide certain services to 1847 Cabinet in exchange for a quarterly management fee. This fee will be the greater of $125,000 or 2% of adjusted net assets (as defined within the amended management services agreement). 1847 Cabinet expensed management fees of $125,000 for the three months ended September 30, 2024 and 2023 and $375,000 for the nine months ended September 30, 2024 and 2023, of which $41,667 and $125,000 for the three and nine months ended September 30, 2024 and 2023 respectively, is included in discontinued operations. Â On March 30, 2021, 1847 Wolo entered into an offsetting management services agreement with our manager. Pursuant to the management services agreement, our manager will provide certain services to 1847 Wolo in exchange for a quarterly management fee. This fee will be the greater of $75,000 or 2% of adjusted net assets (as defined within the management services agreement). 1847 Wolo expensed management fees of $75,000 for the three months ended September 30, 2024 and 2023 and $225,000 for the nine months ended September 30, 2024 and 2023. Â Following the foreclosure sale of all of the assets of ICU Eyewear, Inc. on August 5, 2024 as described under â€œâ€Discontinued Operationsâ€ below, our manager ceased to provide services to 1847 ICU Holdings Inc. for quarterly management fees. 1847 ICU Holdings Inc. expensed management fees of $25,000 and $75,000 for the three months ended September 30, 2024 and 2023, respectively, and $175,000 and $150,000 for the nine months ended September 30, 2024 and 2023, respectively, which is included in discontinued operations. Â In addition, if the aggregate amount of management fees paid or to be paid to our manager under the offsetting management services agreements, exceeds, or is expected to exceed, 9.5% of our gross income in any fiscal year or the parent management fee in any fiscal quarter, then the management fee to be paid by such entities shall be reduced, on a pro rata basis determined by reference to the other management fees to be paid to our manager under other offsetting management services agreements. Â In addition, the sale of High Mountain qualified as a sale event under our operating agreement that entitles our manager to receive a 20% profit allocation, or $875,000, in accordance with the profit allocation formula outlined in the operating agreement. Additionally, our manager is entitled to receive a transaction fee of 2.0%, or $340,000. The profit allocation and transaction fee was recorded as management fees.Â Â On a consolidated basis, our company expensed total management fees from continued operations and discontinued operations of $1,373,333 and $66,667 for the three months ended September 30, 2024, respectively, and $158,333 and $191,667 for the three months ended September 30, 2023, respectively. Our company expensed total management fees from continued operations and discontinued operations of $1,690,000 and $350,000 for the nine months ended September 30, 2024, respectively, and $475,000 and $500,000 for the nine months ended September 30, 2023, respectively. Â 42 Â Â Segments Â Following the divestures described under â€œâ€Discontinued Operationsâ€ below, we now have two reportable segments: Â â—The construction segment specializes in designing, building, and installing custom cabinetry and countertops. Â â—The automotive supplies segment provides horn and safety products (electric, air, truck, marine, motorcycle, and industrial equipment) and vehicle emergency and safety warning lights (cars, trucks, industrial equipment, and emergency vehicles). Â We report all other business activities that are not reportable in the corporate services segment. We provide general corporate services to our segments; however, these services are not considered when making operating decisions and assessing segment performance. The corporate services segment includes costs associated with executive management, financing activities and other public company-related costs. Â Discontinued Operations Â On May 28, 2020, our subsidiary 1847 Asien Inc. acquired Asienâ€™s Appliance, Inc., a California corporation, or Asienâ€™s, which provided a wide variety of appliance services. On February 26, 2024, Asienâ€™s entered into a general assignment for the benefit of its creditors with SG Service Co., LLC. Pursuant to the assignment, Asienâ€™s transferred ownership of all or substantially all of its right, title, and interest in, as well as custody and control of, its assets to SG Service Co., LLC in trust. Following the assignment, we retained no financial interest in Asienâ€™s. Accordingly, the results of operations of Asienâ€™s are reported as discontinued operations for the three and nine months ended September 30, 2024 and 2023. Â On February 9, 2023, our subsidiary 1847 ICU Holdings Inc. acquired ICU Eyewear Holdings, Inc., a California corporation, and its subsidiary ICU Eyewear, Inc., a California corporation, or ICU Eyewear, which specialized in the sale and distribution of reading eyewear and sunglasses, blue light blocking eyewear, sun readers, and other outdoor specialty sunglasses, as well as select health and personal care items, including face masks. Our company was a limited guarantor of an amended and restated credit and security agreement, or Loan Agreement, that was entered into on September 11, 2023 between AB Lending SPV I LLC d/b/a Mountain Ridge Capital, or the ICU Lender, and ICU Eyewear, ICU Eyewear Holdings, Inc. and 1847 ICU Holdings Inc. Pursuant to the Loan Agreement, the ICU Lender had a security interest in all the assets of ICU Eyewear. ICU Eyewear was in default under the Loan Agreement and consented to a foreclosure by the ICU Lender and private sale of substantially all of its assets in an Article 9 sale process, pursuant to Section 9-610 of the Uniform Commercial Code as in effect in the State of New York and Section 9-610 of the Uniform Commercial Code as in effect in the State of California. On August 5, 2024, ICU Eyecare Solutions Inc., an entity that is not affiliated with our company, was the successful bidder with a cash bid of $4,250,000. Pursuant to an agreement, dated August 5, 2024, and in consideration for such purchase price, the ICU Lender having foreclosed on its security interest in all of the assets of ICU Eyewear then conveyed all of its rights, title, and interest in all of such assets to ICU Eyecare Solutions Inc. Following the sale, we retained no financial interest in ICU Eyewear. Accordingly, the results of operations of ICU Eyewear are reported as discontinued operations for the three and nine months ended September 30, 2024 and 2023. Â As noted above, on October 8, 2021, our subsidiary 1847 Cabinet acquired High Mountain, which specialized in all aspects of finished carpentry products and services. On September 30, 2024, we entered into an asset purchase agreement, or the Purchase Agreement, with BFS Group LLC, or BFS, and High Mountain, pursuant to which we sold substantially all of the assets of Hight Mountain to BFS for an aggregate cash only purchase price of $17,000,000, subject to certain pre-closing and post-closing adjustments. At closing, the purchase price was subject to a working capital adjustment and was also reduced by the amount of outstanding indebtedness repaid at closing or assumed by BFS, as well as certain transaction expenses. Additionally, the purchase price was reduced by $1,700,000, which may be used for certain post-closing payments. Following the sale, we retained no financial interest in High Mountain. Accordingly, the results of operations of High Mountain are reported as discontinued operations for the three and nine months ended September 30, 2024 and 2023. Â 43 Â Â Results of Operations Â Comparison of the Three Months Ended September 30, 2024 and 2023 Â The following table sets forth key components of our results of continuing operations during the three months ended September 30, 2024 and 2023, both in dollars and as a percentage of our revenues. Â Â Â Three Months Ended September 30,Â Â Â 2024Â Â Â 2023Â Â Â AmountÂ Â % of RevenuesÂ Â AmountÂ Â % of RevenuesÂ RevenuesÂ $4,759,090Â Â Â 100.0%Â $4,676,365Â Â Â 100.0% Operating expensesÂ Â Â Â

revenues and increased material costs. As a percentage of construction revenues, cost of revenues for the construction segment was 37.5% and 32.8% for the three months ended September 30, 2024 and 2023, respectively. Â Cost of revenues for the automotive supplies segment consists of the costs of purchased finished goods plus freight and tariff costs. Cost of revenues for the automotive supplies segment decreased by $48,316, or 7.7%, to $577,525 for the three months ended September 30, 2024 from $625,841 for the three months ended September 30, 2023. Such decrease was primarily attributed to improved supply chain negotiations leading to better pricing and more efficient procurement. As a percentage of automotive supplies revenues, cost of revenues for the automotive supplies segment was 60.6% and 70.9% for the three months ended September 30, 2024 and 2023, respectively. Â 44 Â Â Personnel costs. Personnel costs include employee salaries and bonuses plus related payroll taxes. It also includes health insurance premiums, 401(k) contributions, and training costs. Our total personnel costs were $2,406,855 for the three months ended September 30, 2024, as compared to $1,663,261 for the three months ended September 30, 2023. Â Personnel costs for the construction segment increased by $200,933, or 24.2%, to $1,030,488 for the three months ended September 30, 2024 from $829,555 for the three months ended September 30, 2023. Such increase was primarily attributed to increased employee headcount and corporate wage allocations. As a percentage of construction revenue, personnel costs for the construction segment were 27.1% and 21.9% for the three months ended September 30, 2024 and 2023, respectively. Â Personnel costs for the automotive supplies segment decreased by $15,126, or 7.2%, to $193,890 for the three months ended September 30, 2024 from $209,016 for the three months ended September 30, 2023. Such decrease was primarily attributed to the implementation of revised compensation policies aimed at enhancing cost efficiency. As a percentage of automotive supplies revenue, personnel costs for the automotive supplies segment were 20.3% and 23.7% for the three months ended September 30, 2024 and 2023, respectively. Â Personnel costs for our holding company increased by $557,787, or 89.3%, to $1,182,477 for the three months ended September 30, 2024 from $624,690 for the three months ended September 30, 2023. Such increase was primarily attributed to accrued management bonuses and wages. Â Depreciation and amortization. Our total depreciation and amortization expense decreased by $164,106, or 49.6%, to $167,004 for the three months ended September 30, 2024 from $331,041 for the three months ended September 30, 2023. Such decrease was primarily as a result of the impairment of intangible assets during the fourth quarter of the prior period. Â General and administrative expenses. Our general and administrative expenses consist primarily of insurance expense, rent expense, management fees, advertising, bank fees, bad debt allowances, and other general expenses incurred in connection with general operations. Our total general and administrative expenses were $2,205,498 for the three months ended September 30, 2024, as compared to $1,427,256 for the three months ended September 30, 2023. Â General and administrative expenses for the construction segment decreased by $111,814, or 20.5%, to $433,954 for the three months ended September 30, 2024 from $545,768 for the three months ended September 30, 2023. Such decrease was primarily attributed to decreased office expenditures. As a percentage of construction revenue, general and administrative expenses for the construction segment were 11.4% and 14.4% for the three months ended September 30, 2024 and 2023, respectively. Â General and administrative expenses for the automotive supplies segment decreased by $45,864, or 18.9%, to $197,206 for the three months ended September 30, 2024 from $243,070 for the three months ended September 30, 2023. Such decrease was primarily attributed to decreased office expenditures. As a percentage of automotive supplies revenue, general and administrative expenses for the automotive supplies segment were 20.7% and 27.5% for the three months ended September 30, 2024 and 2023, respectively. Â General and administrative expenses for our holding company increased by $935,920, or 146.6%, to $1,574,338 for the three months ended September 30, 2024 from $638,418 for the three months ended September 30, 2023. Such increase was primarily attributed to management fees from the sale of High Mountain that entitles our manager to receive a 20% profit allocation, or $875,000, and a transaction fee of 2.0%, or $340,000, offset by decreased software and office expenditures. Â Professional fees. Our total professional fees were $711,024 for the three months ended September 30, 2024, as compared to $592,202 for the three months ended September 30, 2023. Â Professional fees for the construction segment decreased by $18,412, or 43.0%, to $24,403 for the three months ended September 30, 2024 from $42,815for the three months ended September 30, 2023. Such decrease was primarily attributed to decreased consulting fees. As a percentage of construction revenue, professional fees for the construction segment were 0.6% and 1.1% for the three months ended September 30, 2024 and 2023, respectively. Â Professional fees for the automotive supplies segment decreased by $21,686, or 49.1%, to $22,474 for the three months ended September 30, 2024 from $44,160 for the three months ended September 30, 2023. Such decrease was primarily attributed to decreased consulting fees. As a percentage of automotive supplies revenue, professional fees for the automotive supplies segment were 2.4% and 5.0% for the three months ended September 30, 2024 and 2023, respectively. Â 45 Â Â Professional fees for our holding company increased by $158,920, or 31.5%, to $664,147 for the three months ended September 30, 2024 from $505,227 for the three months ended September 30, 2023. Such increase was primarily attributed to increased consulting fees, investor relations, and other public company related fees. Â Impairment of goodwill and intangible assets. For the three months ended September 30, 2024, we recorded goodwill impairments of $679,175, as compared to no impairments for the three months ended September 30, 2023. Â Total other income (expense). We had $2,501,551 in total other expense, net, for the three months ended September 30, 2024, as compared to other expense, net, of $4,379,472 for the three months ended September 30, 2023. Other expense, net, for the three months ended September 30, 2024 consisted of other expense of $1,285,055, interest expense of $1,140,526, amortization of debt discounts of $2,107,104 and loss on extinguishment of debt of $1,642,701, offset by a gain on change in fair value of warrant liabilities of $81,400 and gain on change in fair value of derivative liabilities of $3,592,435. Other expense, net, for the three months ended September 30, 2023 consisted of interest expense of $2,116,445, amortization of debt discounts of $2,661,260 and a loss on change in fair value of warrant liabilities of $27,900, offset by other income of $156 and a gain on change in fair value of derivative liabilities of $425,977. Â Income tax benefit.Â Â We had an income tax benefit of $357,000 and $450,000 for the three months ended September 30, 2024 and 2023, respectively. Â Net loss from continuing operations. As a result of the cumulative effect of the factors described above, we had a net loss from continuing operations of $5,557,789 for the three months ended September 30, 2024, as compared to $5,136,715 for the three months ended September 30, 2023. Â Comparison of the Nine Months Ended September 30, 2024 and 2023 Â The following table sets forth key components of our results of continuing operations during the nine months ended September 30, 2024 and 2023, both in dollars and as a percentage of our revenues. Â Â Â Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Â Â AmountÂ Â % of RevenuesÂ Â AmountÂ Â % of RevenuesÂ RevenuesÂ $12,390,797Â Â Â 100.0%Â $11,657,475Â Â Â 100.0% Operating expensesÂ Â Â Â

manager will be paid a profit allocation if the sum of (i) the excess of the gain on the sale of such subsidiary over a high-water mark plus (ii) the subsidiaryâ€™s net income since its acquisition by us exceeds the 8% hurdle rate. The 8% hurdle rate is the product of (i) a 2% rate per quarter, multiplied by (ii) the number of quarters such subsidiary was held by us, multiplied by (iii) the subsidiaryâ€™s average share (determined based on gross assets, generally) of our consolidated net equity (determined according to U.S. generally accepted accounting principles, or GAAP, with certain adjustments). In certain circumstances, after a subsidiary has been held for at least 5 years, our manager may also trigger a profit allocation with respect to such subsidiary (determined based solely on the subsidiaryâ€™s net income since its acquisition). The amount of profit allocation may represent a significant cash payment and is senior in right to payments of distributions to our shareholders. Therefore, the amount of profit allocation paid, when paid, will reduce the amount of cash available to us for our operating and investing activities, including future acquisitions. See Item 1. â€œBusinessâ€”Our Managerâ€™s Profit Allocationâ€ included in our Annual Report on Form 10-K for the year ended December 31, 2023 for more information on the calculation of the profit allocation. Â Prior to the sale of High Mountain, the last occurrence of profit allocation distribution to our manager by our company was during the fourth quarter of 2020, concurrent with the spin-off of a former subsidiary. Following the profit allocation distribution to our manager, our board of directors identified a need to adjust the distribution to our manager, which resulted in the recognition of a $2 million distribution receivable from our manager within shareholdersâ€™ equity, with repayment anticipated upon the occurrence of the next qualified profit allocation distribution event. Â On April 23, 2024, we and our manager entered into a letter agreement regarding the timing of payment of the distribution receivable, pursuant to which the parties agreed to treat the distribution receivable as a $2,000,000, plus interest accrued thereon at a non-compounding rate equal to the applicable federal rate, unqualified obligation of our manager to be repaid as a credit against all future profit allocations resulting from both a sale event and a holding event payable to our manager, all until the distribution receivable is fully paid, provided that, if the distribution receivable is not fully paid by the application of such credit or otherwise by the first to occur of (i) December 31, 2024 and (ii) the date of the sale of all or substantially all the assets (in a transaction of any form) or the liquidation, dissolution or winding up, voluntary or involuntary, of either party, then upon such date the unpaid balance shall be immediately due, payable and paid by our manager.Â Â The sale of High Mountain qualified as a sale event that entitles our manager to receive a 20% profit allocation, or $875,000, in accordance with the profit allocation formula outlined in the operating agreement. Additionally, our manager is entitled to receive a transaction fee of 2.0%, or $340,000. The profit allocation and transaction fee were applied as a credit to the distribution receivable, leaving a balance of $785,000 as of September 30, 2024. Â Our operating agreement also contains a supplemental put provision, which gives our manager the right, subject to certain conditions, to cause us to purchase the allocation shares then owned by our manager upon termination of the management services agreement. The amount of put price under the supplemental put provision is determined by assuming all of our subsidiaries are sold at that time for their fair market value and then calculating the amount of profit allocation would be payable in such a case. If the management services agreement is terminated for any reason other than our managerâ€™s resignation, the payment to our manager could be as much as twice the amount of such hypothetical profit allocation. As is the case with profit allocation, the calculation of the put price is complex and based on many factors that cannot be predicted with any certainty at this time. See Item 1. â€œBusinessâ€”Our Managerâ€”Our Manager as an Equity Holderâ€”Supplemental Put Provisionâ€ included in our Annual Report on Form 10-K for the year ended December 31, 2023 for more information on the calculation of the put price. The put price obligation, if our manager exercises its put right, will represent a significant cash payment and is senior in right to payments of distributions to our shareholders. Therefore, the amount of put price will reduce the amount of cash available to us for our operating and investing activities, including future acquisitions. Â 49 Â Â Summary of Cash Flow Â The following table provides detailed information about our net cash flows from continuing operations for the periods indicated: Â Â Â Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Net cash used in operating activitiesÂ $(11,688,488)Â $(7,953,559) Net cash provided by (used in) investing activitiesÂ Â 17,501,868Â Â Â (17,160) Net cash provided by financing activitiesÂ Â 3,730,366Â Â Â 7,561,785Â Net change in cash and cash equivalents and restricted cashÂ Â 9,543,746Â Â Â (408,934) Cash and cash equivalents at the beginning of periodÂ Â 673,445Â Â Â 861,218Â Cash and cash equivalents and restricted cash at the end of periodÂ $10,217,191Â Â $452,284Â Â Net cash used in operating activities from continuing operations was $11,688,488 for the nine months ended September 30, 2024, as compared to $7,953,559 for the nine months ended September 30, 2023. Significant factors affecting the increase in net cash used in operating activities were primarily a result of the net loss during the nine months ended September 30, 2024, decreased contract liabilities and accounts payable, and increased receivables, partially offset by expenses, and decreased inventories and prepaid expenses. Â Net cash provided by investing activities from continuing operations was $17,501,868 for the nine months ended September 30, 2024, as compared to net cash used in investing activities of $17,160 for the nine months ended September 30, 2023. The increase in the net cash provided by investing activities was primarily a result of the proceeds received from the sale of High Mountain during the nine months ended September 30, 2024. Â Net cash provided by financing activities from continuing operations was $3,730,366 for the nine months ended September 30, 2024, as compared to $7,561,785 for the nine months ended September 30, 2023. The decrease in the net cash provided by financing activities was primarily a result of decreased proceeds in private placements and increased debt repayments, offset by increased proceeds from public offerings. Â Public Offering Â On February 9, 2024, we entered into a securities purchase agreement with certain purchasers and a placement agency agreement with Spartan, as placement agent, pursuant to which we agreed to issue and sell to such purchasers an aggregate of 9,364 common shares and prefunded warrants for the purchase of 16,280 common shares at an offering price of $195.00 per common share and $193.05 per prefunded warrant, pursuant to our effective registration statement on Form S-1 (File No. 333-276670). On February 14, 2024, the closing of this offering was completed. At the closing, the purchasers prepaid the exercise price of the prefunded warrants in full. Therefore, we received total gross proceeds of $5,000,000. Pursuant to the placement agency agreement, Spartan receivedÂ a cash transaction fee equal to 8% of the aggregate gross proceeds and reimbursement of certain out-of-pocketÂ expenses. After deducting these and other offering expenses, we received net proceeds of approximately $4,335,000.Â During the nine months ended September 30, 2024, we issued an aggregate of 16,275 common shares upon the exercise of prefunded warrants. Â Debt Â The following table shows aggregate figures for our total debt that is coming due in the short and long term as of September 30, 2024. For a complete description of the terms of our outstanding debt, please see Note 10 to our condensed consolidated financial statements above and Notes 10, 12, 13 and 14 to our consolidated financial statements for the years ended December 31, 2023 and 2022 included in our Annual Report on Form 10-K for the fiscal year ended December 31, 2023 filed with the Securities and Exchange Commission, or the SEC, on April 25, 2024. Â 50 Â Â Â Â Short-TermÂ Â Long-TermÂ Â Total DebtÂ Notes PayableÂ Â Â Â Â Â Â Â Vehicle loansÂ $19,939Â Â $9,700Â Â $29,639Â 6% Subordinated promissory noteÂ Â 500,000Â Â Â -Â Â Â 500,000Â Purchase and sale of future revenues loanÂ Â 1,879,850Â Â Â -Â Â Â 1,879,850Â 12% subordinated promissory note for servicesÂ Â 500,000Â Â Â -Â Â Â 500,000Â 20% OID subordinated promissory notesÂ Â 8,282,810Â Â Â -Â Â Â 8,282,810Â 25% OID subordinated promissory noteÂ Â 1,078,230Â Â Â -Â Â Â 1,078,230Â Total notes payableÂ Â 12,260,829Â Â Â 9,700Â Â Â 12,270,529Â Less: debt discountsÂ Â (971,928)Â Â -Â Â Â (971,928) Total notes payable, netÂ Â 11,288,901Â Â Â 9,700Â Â Â 11,298,601Â Â Â Â Â Â Â Â Â Â Â Â Related Party Notes PayableÂ Â Â Â Â Â Â Â Â Related party promissory noteÂ Â 578,290Â Â Â -Â Â Â 578,290Â Â Â Â Â Â Â Â Â Â Â Convertible Notes PayableÂ Â Â Â Â Â Â Â Secured convertible promissory notesÂ Â -Â Â Â 24,094,694Â Â Â 24,094,694Â Promissory notes issued in private placementsÂ Â 724,281Â Â Â -Â Â Â 724,281Â Total convertible notes payableÂ Â 724,281Â Â Â 24,094,694Â Â Â 24,818,975Â Less: debt discountsÂ Â -Â Â Â (1,304,637)Â Â (1,307,637) Total convertible notes payable, netÂ Â 724,281Â Â Â 22,790,057Â Â Â 23,514,338Â Â Â Â Â Â Â Â Â Â Â Â Finance LeasesÂ Â Â Â Â Â Â Â Â Financing leasesÂ Â 179,489Â Â Â 470,245Â Â Â 649,734Â Â Â Â Â Â Â Â Â Â Â Combined total debtÂ $13,742,889Â Â $24,574,639Â Â $38,317,528Â Less: combined debt discountsÂ Â (971,928)Â Â (1,304,637)Â Â (2,276,565) Combined total debt, netÂ $12,770,961Â Â $23,270,002Â Â $36,040,963Â Â Contractual Obligations Â Our principal commitments consist mostly of obligations under the loans described above and other contractual commitments described below. Â We have engaged our manager to manage our day-to-day operations and affairs. Our relationship with our manager will be governed principally by the following agreements: Â â—the management services agreement and offsetting management services agreements relating to the management services our manager will perform for us and the businesses we own and the management fee to be paid to our manager in respect thereof; and Â â—our operating agreement setting forth our managerâ€™s rights with respect to the allocation shares it owns, including the right to receive profit allocations from us, and the supplemental put provision relating to our managerâ€™s right to cause us to purchase the allocation shares it owns. Â Off-Balance Sheet Arrangements Â We have no off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on our financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources. Â Critical Accounting Policies and Estimates Â The preparation of the unaudited condensed consolidated financial statements requires our management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses, and related disclosure of contingent assets and liabilities. On a regular basis, we evaluate these estimates. These estimates are based on managementâ€™s historical industry experience and on various other assumptions that are believed to be reasonable under the circumstances. Actual results may differ from these estimates. Â For a description of the accounting policies that, in managementâ€™s opinion, involve the most significant application of judgment or involve complex estimation and which could, if different judgment or estimates were made, materially affect our reported financial position, results of operations, or cash flows, see â€œManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations â€“ Critical Accounting Policiesâ€ in our Annual Report on Form 10-K for the fiscal year ended December 31, 2023 filed with the SEC on April 25, 2024. Â 51 Â Â ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK. Â Not applicable. Â ITEM 4. CONTROLS AND PROCEDURES. Â Evaluation of Disclosure Controls and Procedures Â Under the supervision and with the participation of management, including our chief executive officer and chief financial officer, we conducted an evaluation of the effectiveness of our disclosure controls and procedures as of September 30, 2024, as such term is defined in Rules 13a-15(e) and 15d-15(e) of the Securities Exchange Act of 1934, as amended, or the Exchange Act. As a result of this evaluation, our chief executive officer and chief financial officer have concluded that, as of September 30, 2024, our disclosure controls and procedures were not effective due to the material weaknesses described below. Notwithstanding the identified material weaknesses, management, including our chief executive officer and chief financial officer, believes the consolidated financial statements included in this report fairly represent, in all material respects, our financial condition, results of operations and cash flows as of and for the periods presented in accordance with GAAP. Â Disclosure controls and procedures are designed to ensure that information required to be disclosed by us in the reports that we file or submit under the Exchange Act is recorded, processed, summarized, and reported within the time periods specified in the SECâ€™s rules and forms, and that such information is accumulated and communicated to our management, including our principal executive officer and principal financial officer, as appropriate to allow timely decisions regarding required disclosure Â Changes in Internal Control Over Financial Reporting Â We regularly review our system of internal control over financial reporting and make changes to our processes and systems to improve controls and increase efficiency, while ensuring that we maintain an effective internal control environment. Changes may include such activities as implementing new, more efficient systems, consolidating activities, and migrating processes. Â During its evaluation of the effectiveness of our internal control over financial reporting as of September 30, 2024, our management identified the following material weaknesses: Â â—we do not have written documentation of our internal control policies and procedures, including written policies and procedures to ensure the correct application of accounting and financial reporting with respect to the current requirements of GAAP and SEC disclosure requirements; Â â—we failed to maintain a sufficient complement of personnel in our accounting and reporting department to ensure adequate segregation of duties such that appropriate review and monitoring of its financial records are executed; and Â â—we did not design and maintain effective internal controls related to our information technology general controls in the areas of user access and program change-management over certain information technology systems that support our financial reporting processes. Â As disclosed in our Annual Report on Form 10-K for the fiscal year ended December 31, 2023, our management has identified the steps necessary to address the material weaknesses, and in the second quarter of 2024, we continued to implement the following remedial procedures: Â â—increasing personnel resources and technical accounting expertise within the accounting function; Â â—until we have sufficient technical accounting resources, we have engaged external consultants to provide support and to assist us in our evaluation of more complex applications of GAAP; Â â—engaging internal control consultants to assist us in performing a financial reporting risk assessment as well as identifying and designing our system of internal controls necessary to mitigate the risks identified; and Â â—preparation of written documentation of our internal control policies and procedures. Â We continue to enhance corporate oversight over process-level controls and structures to ensure that there is appropriate assignment of authority, responsibility, and accountability to enable remediation of our material weaknesses. We believe that our remediation plan will be sufficient to remediate the identified material weaknesses and strengthen our internal control over financial reporting. As we continue to evaluate, and work to improve, our internal control over financial reporting, management may determine that additional measures to address control deficiencies or modifications to the remediation plan are necessary. Â Other than in connection with the implementation of the remedial measures described above, there were no changes in our internal controls over financial reporting during the second quarter of 2024 that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting. Â 52 Â Â PART II OTHER INFORMATION Â ITEM 1. LEGAL PROCEEDINGS. Â From time to time, we may become involved in various lawsuits and legal proceedings, which arise in the ordinary course of business. However, litigation is subject to inherent uncertainties, and an adverse result in these, or other matters, may arise from time to time that may harm our business. We are currently not aware of any such legal proceedings or claims that we believe will have a material adverse effect on our business, financial condition or operating results. Â ITEM 1A. RISK FACTORS. Â Not applicable. Â ITEM 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS. Â Except as set forth below, we have not sold any equity securities during the three months ended September 30, 2024 that were not previously disclosed in a current report on Form 8-K that was filed during the quarter. Â On June 28, 2024, the parties executed tranche No. 1 in the principal amount of $666,667 for total cash proceeds of $475,000 and we issued 1,966,570 series D senior convertible preferred shares to Breadcrumbs. On July 3, 2024, the parties executed tranche No. 2 in the principal amount of $466,667 for total cash proceeds of $350,000 and we issued 1,376,599 series D senior convertible preferred shares to Breadcrumbs. On July 16, 2024, the parties executed tranche No. 3 in the principal amount of $233,333 for total cash proceeds of $175,000 and we issued 688,298 series D senior convertible preferred shares to Breadcrumbs. On August 12, 2024, the parties executed tranche No. 4 in the principal amount of $466,667 for total cash proceeds of $350,000 and we issued 1,376,599 series D senior convertible preferred shares to Breadcrumbs. On August 22, 2024, the parties executed tranche No. 5 in the principal amount of $300,000 for total cash proceeds of $225,000 and we issued 884,956 series D senior convertible preferred shares to Breadcrumbs. Â On August 19, 2024, we and 1847 Asien Inc. entered into a settlement and release agreement with Joerg Christian Wilhelmsen and Susan Kay Wilhelmsen, as trustees of the Wilhelmsen Family Trust, U/D/T Dated May 1, 1992, or the Trust, pursuant to which the Trust surrendered the two-year 6% amortizing promissory note issued by 1847 Asien Inc. to the Trust on July 29, 2020 and forgave the entire outstanding balance of the note in the amount of $831,027 in exchange for which we issued 83,603 series C senior convertible preferred shares to the Trust. Â On September 30, 2024, we issued 5,137 series A senior convertible preferred shares in settlement of $12,138 in previously accrued dividends on outstanding series A senior convertible preferred shares. Â We did not repurchase any of our common shares during the three months ended September 30, 2024. Â ITEM 3. DEFAULTS UPON SENIOR SECURITIES. Â None. Â ITEM 4. MINE SAFETY DISCLOSURES. Â Not applicable. Â ITEM 5. OTHER INFORMATION. Â None. Â 53 Â Â ITEM 6. EXHIBITS. Â Exhibit No. Â Description of Exhibit 3.1 Â Certificate of Formation of 1847 Holdings LLC (incorporated by reference to Exhibit 3.1 to the Registration Statement on Form S-1 filed on February 7, 2014) 3.2 Â Second Amended and Restated Operating Agreement of 1847 Holdings LLC, dated January 19, 2018 (incorporated by reference to Exhibit 3.1 to the Current Report on Form 8-K filed on January 22, 2018) 3.3 Â Amendment No. 1 to Second Amended and Restated Operating Agreement (incorporated by reference to Exhibit 3.1 to the Current Report on Form 8-K filed on August 11, 2021) 3.4 Â Amendment No. 2 to Second Amended and Restated Operating Agreement of 1847 Holdings LLC, dated October 16, 2023 (incorporated by reference to Exhibit 3.3 to the Current Report on Form 8-K filed on October 16, 2023) 3.5 Â Amendment No. 3 to Second Amended and Restated Operating Agreement of 1847 Holdings LLC, dated December 19, 2023 (incorporated by reference to Exhibit 3.5 to the Registration Statement on Form S-1 filed on January 24, 2024) 4.1 Â Amended and Restated Share Designation of Series A Senior Convertible Preferred Shares (incorporated by reference to Exhibit 4.1 to the Current Report on Form 8-K filed on April 1, 2021) 4.2 Â Amendment No. 1 to Amended and Restated Share Designation of Series A Senior Convertible Preferred Shares (incorporated by reference to Exhibit 4.2 to the Current Report on Form 8-K filed on October 5, 2021) 4.3 Â Share Designation of Series C Senior Convertible Preferred Shares (incorporated by reference to Exhibit 4.1 to the Current Report on Form 8-K filed on August 23, 2024) 4.4 Â Share Designation of Series D Senior Convertible Preferred Shares (incorporated by reference to

Exhibit 4.3 to the Quarterly Report on Form 10-Q filed on August 19, 2024) 4.5 Â Form of Series A Warrant to Purchase Common Shares, dated October 30, 2024 (incorporated by reference to Exhibit 4.2 to the Current Report on Form 8-K filed on October 31, 2024) 4.6 Â Form of Series B Warrant to Purchase Common Shares, dated October 30, 2024 (incorporated by reference to Exhibit 4.3 to the Current Report on Form 8-K filed on October 31, 2024) 4.7 Â Form of Common Share Purchase Warrant issued by 1847 Holdings LLC on May 8, 2024 (incorporated by reference to Exhibit 4.1 to the Current Report on Form 8-K filed on May 14, 2024) 4.8 Â Common Share Purchase Warrant issued by 1847 Holdings LLC to Spartan Capital Securities, LLC on May 8, 2024 (incorporated by reference to Exhibit 4.2 to the Current Report on Form 8-K filed on May 14, 2024) 4.9 Â Warrant Agency Agreement, dated August 11, 2023, between 1847 Holdings LLC and VStock Transfer, LLC and Form of Warrant (incorporated by reference to Exhibit 4.1 to the Current Report on Form 8-K filed on August 14, 2023) 4.10 Â Common Share Purchase Warrant issued by 1847 Holdings LLC to Spartan Capital Securities, LLC on August 11, 2023 (incorporated by reference to Exhibit 4.2 to the Current Report on Form 8-K filed on August 14, 2023) 4.11 Â Common Share Purchase Warrant issued by 1847 Holdings LLC to J.H. Darbie & Co., Inc. on February 22, 2023 (incorporated by reference to Exhibit 4.6 to Amendment No. 1 to Registration Statement on Form S-3 filed on April 28, 2023) 4.12 Â Common Share Purchase Warrant issued by 1847 Holdings LLC to J.H. Darbie & Co., Inc. on February 9, 2023 (incorporated by reference to Exhibit 4.10 to Amendment No. 1 to Registration Statement on Form S-3 filed on April 28, 2023) Â 54 Â Â 4.13 Â Common Share Purchase Warrant issued by 1847 Holdings LLC to J.H. Darbie & Co., Inc. on February 3, 2023 (incorporated by reference to Exhibit 4.13 to Amendment No. 1 to Registration Statement on Form S-3 filed on April 28, 2023) 4.14 Â Warrant Agent Agreement, dated January 3, 2023, between 1847 Holdings LLC and VStock Transfer, LLC and form of Warrant (incorporated by reference to Exhibit 4.1 to the Current Report on Form 8-K filed on January 9, 2023) 4.15 Â Common Share Purchase Warrant issued to Craft Capital Management LLC on August 5, 2022Â (incorporated by reference to Exhibit 4.1 to the Current Report on Form 8-K filed on August 8, 2022) 4.16 Â Common Share Purchase Warrant issued to R.F. Lafferty & Co. Inc. on August 5, 2022Â (incorporated by reference to Exhibit 4.2 to the Current Report on Form 8-K filed on August 8, 2022) 4.17 Â Warrant for Common Shares issued by 1847 Holdings LLC to J.H. Darbie & Co., Inc. on July 8, 2022 (incorporated by reference to Exhibit 4.18 to the Registration Statement on Form S-3 filed on February 1, 2023) 4.18 Â Warrant for Common Shares issued by 1847 Holdings LLC to Leonite Capital LLC on October 8, 2021 (incorporated by reference to Exhibit 4.2 to the Current Report on Form 8-K filed on October 13, 2021) 10.1 Â Asset Purchase Agreement, dated September 30, 2024, among BFS Group LLC, High Mountain Door & Trim Inc. and 1847 Holdings LLC (incorporated by reference to Exhibit 10.1 to the Current Report on Form 8-K filed on October 4, 2024) 10.2 Â Note Extension Agreement, dated August 20, 2024, between 1847 Holdings LLC and Target Capital 15 LLC (incorporated by reference to Exhibit 10.10 to the Registration Statement on Form S-1 filed on September 18, 2024) 10.3 Â Form of First Amendment to Subordinated Note, dated September 26, 2024 (incorporated by reference to Exhibit 10.13 to Amendment No. 1 to the Registration Statement on Form S-1/A filed on October 11, 2024) 10.4 Â Form of Note Extension Agreement for 20% OID Subordinated Promissory Note, dated July 10, 2024 (incorporated by reference to Exhibit 10.11 to the Quarterly Report on Form 10-Q filed on August 19, 2024) 10.5 Â Third Amendment to Note Purchase Agreement and Other Transaction Documents, dated September 30, 2024, among 1847 Holdings LLC, 1847 Wolo Inc., 1847 Cabinet Inc., Kyleâ€™s Custom Wood Shop, Inc., High Mountain Door &Trim Inc., Sierra Homes LLC, Wolo Industrial Horn & Signal, Inc., Wolo Mfg. Corp., Leonite Capital LLC, Altimir Partners LP and Beaman Special Opportunities Partners, LP 31.1* Â Certifications of Principal Executive Officer filed pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 31.2* Â Certifications of Principal Financial and Accounting Officer filed pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 32.1** Â Certifications of Principal Executive Officer furnished pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 32.2** Â Certifications of Principal Financial and Accounting Officer furnished pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 101.INS* Â Inline XBRL Instance Document 101.SCH* Â Inline XBRL Taxonomy Extension Schema Document 101.CAL* Â Inline XBRL Taxonomy Extension Calculation Linkbase Document 101.DEF* Â Inline XBRL Taxonomy Extension Definition Linkbase Document 101.LAB* Â Inline XBRL Taxonomy Extension Label Linkbase Document 101.PRE* Â Inline XBRL Taxonomy Extension Presentation Linkbase Document 104* Â Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101) Â Â Â *Filed herewith **Furnished herewith Â 55 Â Â SIGNATURES Â Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized. Â Date: November 19, 2024 1847 HOLDINGS LLC Â Â Â /s/ Ellery W. Roberts Â Name: Ellery W. Roberts Â Title: Chief Executive Officer Â (Principal Executive Officer) Â Â Â /s/ Vernice L. Howard Â Name: Vernice L. Howard Â Title: Title: Chief Financial Officer Â (Principal Financial and Accounting Officer) Â Â 56 Â Â Â Â 10-Q 1184200 P5Y P5Y P5Y false --12-31 Q3 0001599407 0001599407 2024-01-01 2024-09-30 0001599407 2024-11-15 0001599407 2024-09-30 0001599407 2023-12-31 0001599407 us-gaap:RelatedPartyMember 2024-09-30 0001599407 us-gaap:RelatedPartyMember 2023-12-31 0001599407 us-gaap:SeriesAPreferredStockMember 2024-09-30 0001599407 us-gaap:SeriesAPreferredStockMember 2023-12-31 0001599407 us-gaap:SeriesBPreferredStockMember 2024-09-30 0001599407 us-gaap:SeriesBPreferredStockMember 2023-12-31 0001599407 us-gaap:SeriesCPreferredStockMember 2024-09-30 0001599407 us-gaap:SeriesCPreferredStockMember 2023-12-31 0001599407 us-gaap:SeriesDPreferredStockMember 2024-09-30 0001599407 us-gaap:SeriesDPreferredStockMember 2023-12-31 0001599407 2024-07-01 2024-09-30 0001599407 2023-07-01 2023-09-30 0001599407 2023-01-01 2023-09-30 0001599407 us-gaap:SeriesAPreferredStockMember us-gaap:PreferredStockMember 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satisfaction of the conditions set forth in Section 9 below, the â€œEffective Dateâ€), by and among 1847 HOLDINGS LLC, a Delaware limited liability company (â€œCompanyâ€), each of the parties listed on the signature page as Guarantor (such Guarantors, together with the Company, sometimes referred to collectively herein as the â€œObligorsâ€ and each individually as an â€œObligorâ€), LEONITE CAPITAL LLC, a Delaware limited liability company (â€œAgentâ€), as administrative agent for Purchasers, and Purchasers identified on the signature pages hereof. Â W I T N E S S E T H: Â WHEREAS, Company, affiliates of Company, Agent and the note purchasers identified therein and/or party thereto from time to time (â€œPurchasersâ€) are parties to that certain Note Purchase Agreement, dated as of October 8, 2021, as amended by that certain Amendment to Note Purchase Agreement, effective as of January 22, 2024, as further amended by that certain Second Amendment to Note Purchase Agreement, effective as of February 28, 2024 (the â€œExisting Purchase Agreementâ€, and as amended hereby, the â€œPurchase Agreementâ€); Â WHEREAS, pursuant to the Purchase Agreement, Company issued to Purchasers its Notes, in the original aggregate principal amount of Twenty-Four Million Eight Hundred Sixty Thousand Dollars ($24,860,000) (as amended, individually a â€œNoteâ€, and collectively the â€œNotesâ€); Â WHEREAS, Company has requested that (i) Agent and Purchasers agree to High Mountain Door and Trim Inc.â€™s, an Obligor (â€œHigh Mountainâ€) entry into an asset purchase agreement (the â€œHigh Mountain Asset Purchase Agreementâ€) with BFS Group LLC to sell all of the assets and transfer certain of the liabilities used in the High Mountainâ€™s business, (ii) Agent and Purchasers have consented to the execution, delivery and performance of the High Mountain Asset Purchase Agreement subject to compliance with this Amendment in all respects, as set forth in that certain Waiver and Consent, dated as of the date hereof (the â€œHigh Mountain Transactionâ€); and Â WHEREAS, the Company has informed Agent and Purchasers that the Company is pursuing the purchase of all of the outstanding shares of CMD Inc., a Nevada corporation, by a wholly owned and controlled subsidiary of the Company, which will be a Delaware entity (any such entity, â€œ1847 CMDâ€, and such transaction, the â€œCMD Transactionâ€). Â NOW, THEREFORE, in consideration of the foregoing and for other good and valid consideration, the receipt and sufficiency of which are hereby acknowledged (and with respect to Agent and Purchasers, additionally in reliance upon the representations and warranties of Company set forth in Section 10 below and upon satisfaction of the conditions to effectiveness set forth in Section 9 below), the parties hereto, intending to be legally bound, hereby agree as follows: Â 1. Defined Terms. Capitalized terms used but not defined herein shall have the respective meanings ascribed to such terms in the Purchase Agreement. Â Â Â 2.Â Acknowledgment of Indebtedness. Company hereby acknowledges and agrees that, as of September 27, 2024, Company remains liable to Purchasers for the principal amount of the notes in an amount equal to $24,760,000.00 plus accrued interest and prepayment obligations equal to $2,100,000. Â 3. Reserves and Escrow Related to the High Mountain Transaction. Â (a)The net sale proceeds paid to High Mountain, Company or their affiliates in connection with the High Mountain Asset Transaction, in an amount equal to $7,000,000 as shown in the settlement statement attached hereto as Schedule I (the â€œSettlement Statementâ€) shall be deposited with Altimir Partners LP and Beaman Special Opportunities Partners, LP in the amounts set forth in the Settlement Statement (it being agreed SILAC Insurance Company, as their contractual representative shall have the right to control such accounts, in such capacity, â€œReserve Holderâ€) in reserve (the â€œReserved Fundsâ€). The Reserved Funds shall be held in a non-interest bearing account. Upon the Company delivering Reserve Holder a written notice stating the closing date of the CMD Transaction and reasonably acceptable evidence that the CMD Transaction will close, Reserve Holder shall disburse the Reserved Funds to a reputable third-party in escrow, solely to be used in connection with the consummation of the CMD Transaction. In the event the CMD Transaction does not close as set forth in the written notice, such third-party shall return the Reserved Funds to Reserve Holder. Such arrangement shall be memorialized in writing in form and substance acceptable to Reserve Holder. In the event the CMD Transaction does not close on or before November 15, 2024, Section 4(b) below shall govern. Parties acknowledge and agree that Reserve Holder is only a stakeholder with respect to the Reserved Funds and only acting in a ministerial capacity and shall only be liable for acts solely caused by Reserve Holderâ€™s willful misconduct or gross negligence. In furtherance of the foregoing, Reserve Holder shall not be liable for: (i) any loss or impairment of Reserved Funds while those funds are on deposit in a financial institution, if such loss or impairment results from failure, insolvency or suspension of a financial institution; (ii) the unavailability of FDIC insurance with regard to the Reserved Funds; (iii) legal effect, insufficiency, or validity of any instrument deposited with or delivered by or to Reserve Holder; and (iv) any mistakes of fact, errors of judgment, actions or omissions, unless solely caused by its willful misconduct or gross negligence. Â (b)The High Mountain Asset Purchase Agreement provides that $1,700,000 of the purchase price thereunder be retained by purchaser under the High Mountain Asset Purchase Agreement (the â€œHoldbackâ€) and, subject to the conditions set forth in the High Mountain Asset Purchase Agreement, be released to High Mountain within five (5) Business Days following the date which is twelve (12) months after the closing date of the transactions contemplated in the High Mountain Purchase Agreement (the â€œHoldback Release Dateâ€). The Company and High Mountain hereby acknowledge and agree that any Holdback amounts paid by purchaser under the High Mountain Asset Purchase Agreement shall, to the extent that Obligations remain due and owing to the Purchasers under the Purchase Agreement and Transaction Documents, solely be the Property of Purchasers and shall be paid to Agent for Purchasersâ€™ pro-rata interest within one (1) Business Day of the Holdback Release Date. If, as of September 30, 2025, such paid Holdback amounts are less than $1,700,000, the Company and Obligors shall remit such shortfall (which may be the entire $1,700,000 if no Holdback have been released as of such date) to Agent for Purchasersâ€™ pro- rata interest to be applied towards the Obligations. Time is of the essence with respect to the obligations set forth herein and the Companyâ€™s or Obligorsâ€™ failure to remit and release Holdback amounts or make the payments set forth above shall be an immediate Event of Default under the Transaction Documents. In connection with the foregoing, immediately after the Effective Date, High Mountain shall send a notice to purchaser under the High Mountain Asset Purchase Agreement, substantially in the form attached hereto as Exhibit A, directing such purchaser to remit any Holdback to the account set forth therein. Neither the Company nor High Mountain shall rescind or amend such notice unless requested to do so by Agent or no Obligations remain due and owing to the Purchasers under the Purchase Agreement and Transaction Documents. Â 2 Â 4. CMD Transaction. Â (a)In accordance with the Purchase Agreement, upon formation of 1847 CMD and in no event no less than at least ten (10) days prior to the acquisition of CMD Inc., the Company shall provide to Agent and Purchasers, copies of favorable UCC, Tax, judgment and fixture lien search reports in all necessary or appropriate jurisdictions and under all legal and trade names of the such Persons. Upon receipt of such information and any other information reasonably requested by Agent and/or any Purchaser and confirmation by Agent and each Purchaser that such Person satisfies â€œKnow-Your-Customerâ€ and Patriot Act requirements of Agent and such Purchaser as applicable, the following shall apply. Â i.In accordance with Section 5(f) of the Purchase Agreement, upon its formation, 1847 CMD will become an Obligor and execute and deliver to Agent, a Joinder to the Guaranty Agreement, the Security Agreement and other Transaction Documents, substantially in the form attached hereto as Exhibit B and Agent will file such UCC financing statements and other applicable documents under the laws of all necessary or appropriate jurisdictions with respect to the perfection of the Liens granted under the Transaction Documents with respect to 1847 CMD and/or its assets. Â ii.In accordance with Section 5(f) of the Purchase Agreement, upon consummation of the CMD Transaction, CMD Inc. will become an Obligor and execute and deliver to Agent, a Joinder to the Guaranty Agreement, the Security Agreement and other Transaction Documents, substantially in the form attached hereto as Exhibit B, and Agent will file such UCC financing statements and other applicable documents under the laws of all necessary or appropriate jurisdictions with respect to the perfection of the Liens granted under the Transaction Documents with respect to CMD, Inc. and/or its assets. Â 3 Â iii.In connection with the foregoing, the Company shall deliver updated perfection certificates, officerâ€™s certificates and other reasonably requested documentation with respect to such Persons. Â (b)In the event on or before November 15, 2024, (i) the CMD Transaction is not consummated, (ii) 1847 CMD fails to acquire 100% of all Equity Interest and economic interest in CMD Inc., or (iii) requirements of clause (a) above are not satisfied, Reserve Holder will, upon written instruction of Antarctica Investment Advisors, LLC, as attorney-in-fact for SILAC Insurance Company, contractual representative of Required Purchasers, which shall be given at its sole and absolute discretion and without obligation to do so, disburse any portion of or all Reserved Funds to Agent to apply to payment of the Obligations. Â (c)Neither 1847 CMD nor CMD Inc. shall incur any New Subsidiary Debt, other than a 6% subordinated unsecured note in the aggregate principal amount of Two Million, Seven Hundred Fifty Thousand Dollars ($2,750,000) made by 1847 CMD to seller of CMD Inc., in form and substance reasonably acceptable to Agent and Purchasers (the â€œCMD Seller Noteâ€), to evidence 1847 CMDâ€™s obligation to pay such amount unless any set-off for indemnification obligations apply. Such CMD Seller Note shall be subject and subordinate to the Transaction Documents and the Obligations and the payee thereunder shall execute and deliver a Subordination Agreement in form and substance substantially similar to the Seller Note Subordination Agreement delivered in connection with the closing of the initial Purchase Agreement. Â 5.Â Amendment to Purchase Agreement. As of and from the Effective Date, â€œPermitted Indebtednessâ€ under the Purchase Agreement shall mean only (i) the Indebtedness to the Purchasers under the Transaction Documents, and (ii) the Indebtedness listed on Schedule II attached hereto, provided that upon consummation of the CMD Transaction, Permitted Indebtedness shall also include the CMD Seller Note. Â 4 Â 6.Â Existing Prepayment Obligations and Prepayment. The Company hereby acknowledges and agrees that it has failed to make payments with respect to its prepayment obligations under the Transaction Documents. Agent and Purchasers hereby agree to waive such failure and replace the existing prepayment obligations with the prepayment obligations set forth in this Amendment. In furtherance of the foregoing, no later than January 31, 2025, Holdings shall remit $4,000,000 (without regard to any other prepayments or payments made with respect to the Obligations) to Agent as a prepayment under the Note Purchase Agreement for Purchasersâ€™ pro-rata interest and failure to make such payment as and when due shall be an immediate Event of Default. Â 7.Â Amendment to Notes. As of and from the Effective Date, each of the Notes are hereby further amended as follows: Â (a)The first paragraph of each Note is hereby amended by deleting â€œ(i) the close of business on October 8, 2026â€ and replacing the same with â€œ(i) the close of business on October 8, 2025â€ Section 1(a) of each Note is amended in its entirety as follows: Â (b)Section 1(a) of each Note is amended and restated as follows: Â â€œ(a) â€œApplicable Rateâ€ means, at any date the same is to be determined, 15%, which shall be calculated on the basis of a 360-day year and actual days elapsed.â€ Â (c)Section 1(b) of each Note is hereby deleted. Â (d)Section 2(a) of each Note is amended and restated as follows: Â â€œ(a) Payments. Payments of Interest only, computed at the Applicable Rate on the outstanding principal amount hereunder, shall be due and payable (i) quarterly in arrears commencing on January 1, 2022, and continuing on the first day of each calendar quarter thereafter through and including October 1, 2024 and (ii) monthly in arrears commencing on the earlier of (y) first of the month following the date which is 30 days after the closing of the CMD Transaction and (z) December 1, 2024 (it being agreed the first such payment shall include all past due Interest at such time, and thereafter continuing on the first day of each calendar month through the Maturity Date. All unpaid principal and any accrued and unpaid interest on this Note shall be due and payable on the Maturity Date. Each payment or prepayment hereunder shall be subject to Section 2(d) of the Note Purchase Agreement.â€ Â (e)Section 2(d)(iii) of each Note is amended and restated as follows: Â â€œ(iii) Monthly Prepayments. In addition to the interest payments provided for in Section 2(a) above, beginning on and with April 1, 2025, and on the first day of each month thereafter, Company will pay, without Prepayment Fee or premium, $500,000 in principal amount of the Notes. For the avoidance of doubt,

Prepayment Fee shall be due and payable in accordance with the existing Note and the Transaction Documents.â€ Â 5 Â (f)Section 2 of each Note is amended by inserting a new subsection (f) as below: Â â€œ(f) Exit Fee. Upon the Maturity Date or upon any other prepayment of the Notes in full prior to the Maturity Date, in addition to the interest payments provided for in Section 2(a) above, monthly prepayments set forth above, the Prepayment Fee, if applicable, and any other fees set forth herein and in any other Transaction Document, Company will pay to Agent as an exit fee for Purchasersâ€™ pro-rata interest, a fee in an amount equal to $250,000. Such amount shall be fully earned upon payment.â€ Â 8.Â Fees. In consideration of Purchasersâ€™ entering into this Amendment and consenting to the High Mountain Transaction, Company shall pay to Agent for the benefit of Purchasers a fee in the aggregate amount of $250,000 (the â€œAmendment Feeâ€). The Amendment Fee shall (i) be fully earned upon the execution of this Amendment, (ii) not be subject to refund or rebate, and (iii) be retained as a fee and not applied in reduction of the principal, interest or other amounts due in connection with the Notes. Â 9.Â Conditions. The effectiveness of this Amendment is subject to the following conditions: Â (a)Â the execution and delivery of this Amendment by Obligors, Agent and Purchasers; Â (b)Â after giving effect to this Amendment the representations and warranties set forth herein shall be true and correct in all material respects and there shall be no Event of Default, or any event or condition which, with the passage of time or giving of notice or both, would constitute an Event of Default; Â (c)Â all documents and legal matters in connection with the transactions contemplated by this Amendment shall have been delivered, executed, or recorded and shall be in form and substance satisfactory to Agent and Purchasers; Â (e)Â Company shall have (i) deposited the Reserved Funds with Reserve Holder, (ii) paid to Agent the Amendment Fee for the account of Purchasers, (iii) paid interest past due under the Notes in an amount equal to $1,635,478.74 as set forth in the Settlement Statement, and (iv) paid to Agent and Purchasers all reasonable fees, costs and expenses of Agent and Purchasers in connection with this Amendment, including, without limitation, reasonable fees, costs and expenses of counsel. Â 10.Â Representations and Warranties. Each Obligor hereby represents and warrants to Agent and Purchasers as follows: Â (a)Â Each Obligor is duly organized, validly existing and in good standing under the laws of the jurisdiction of its organization; Â 6 Â (b)Â Each Obligor has the power and authority to execute and deliver this Amendment and to perform its respective obligations under this Amendment, the Purchase Agreement, the Notes, the Guaranty, the Security Agreement and the other Transaction Documents; Â (c)Â the execution, delivery and performance by each Obligor of this Amendment, the Purchase Agreement, the Notes, the Guaranty, the Security Agreement and the other Transaction Documents have been duly authorized by all necessary company action and does not and will not require any registration with, consent or approval of, notice to or action by, any Person (including any governmental agency); Â (d)Â this Amendment, the Purchase Agreement, the Notes, the Guaranty, the Security Agreement and the other Transaction Documents, as may have been or may further be amended, constitute the legal, valid and binding obligation of each Obligor, enforceable against such Obligor in accordance with its terms; Â (e)Â after giving effect to this Amendment, no Event of Default, or any event or condition which, with the passage of time or giving of notice or both, would constitute an Event of Default exists or shall exist immediately following the consummation of the transactions contemplated hereby; Â (f)Â after giving effect to this Amendment, all representations and warranties by each Obligor contained in the Transaction Documents are true and correct in all material respects as of the date hereof, except to the extent made as of a specific date, in which case each such representation and warranty shall be true and correct as of such date; and Â (g)Â by its signature below, each Obligor agrees that it shall constitute an Event of Default if any representation or warranty made herein is untrue or incorrect in any material respect as of the date when made or deemed made. Â 11.Â Agreement in Full Force and Effect as Amended. Except as specifically amended, consented and/or waived hereby, the Existing Purchase Agreement and other Transaction Documents shall remain in full force and effect and are hereby ratified and confirmed as so amended. Except as expressly set forth herein, this Amendment shall not be deemed to be a waiver, amendment or modification of any provisions of the Existing Purchase Agreement or any other Transaction Document or any right, power or remedy of Agent or Purchasers, nor constitute a waiver of any provision of the Existing Purchase Agreement or any other Transaction Document, or any other document, instrument and/or agreement executed or delivered in connection therewith or of any Event of Default under any of the foregoing, in each case, whether arising before or after the date hereof or as a result of performance hereunder or thereunder. This Amendment also shall not preclude the future exercise of any right, remedy, power, or privilege available to Agent or Purchasers whether under the Existing Purchase Agreement, the other Transaction Documents, at law or otherwise and nothing contained herein shall constitute a course of conduct or dealing among the parties hereto. This Amendment shall not constitute a novation or satisfaction and accord of the Existing Purchase Agreement and/or other Transaction Documents, but shall constitute an amendment thereof. The parties hereto agree to be bound by the terms and conditions of the Existing Purchase Agreement and Transaction Documents as amended by this Amendment, as though such terms and conditions were set forth herein. Each reference in the Purchase Agreement to â€œthis Agreement,â€ â€œhereunder,â€ â€œhereof,â€ â€œhereinâ€ or words of similar import shall mean and be a reference to the Existing Purchase Agreement as amended by this Amendment. All references to the Purchase Agreement in any Transaction Document shall be deemed to mean the Existing Purchase Agreement as modified hereby and all references to the Notes in any Transaction Document shall be deemed to mean the Notes as modified hereby. Â 7 Â Â 12.Â Counterparts. This Amendment may be executed by one or more of the parties to this Amendment on any number of separate counterparts, each of which when so executed, shall be deemed an original and all said counterparts when taken together shall be deemed to constitute but one and the same instrument. Â 13.Â Successors and Assigns. This Amendment shall be binding upon and inure to the benefit of Obligors and their successors and assigns and Agent and Purchasers and their respective successors and assigns. Â 14.Â Further Assurances. Company hereby agrees from time to time, as and when requested by Agent, to execute and deliver or cause to be executed and delivered, all such documents, instruments and agreements and to take or cause to be taken such further or other action as Agent may reasonably deem necessary or desirable in order to carry out the intent and purposes of this Amendment, the Purchase Agreement and the other Transaction Documents. Â 15.Â GOVERNING LAW. THIS AMENDMENT SHALL BE GOVERNED BY AND SHALL BE CONSTRUED AND ENFORCED IN ACCORDANCE WITH THE INTERNAL LAWS OF THE STATE OF NEW YORK, WITHOUT REGARD TO CONFLICTS OF LAW PRINCIPLES. Â 16.Â Severability. Wherever possible, each provision of this Amendment shall be interpreted in such manner as to be effective and valid under applicable law, but if any provision of this Amendment shall be prohibited by or invalid under such law, such provision shall be ineffective to the extent of such prohibition or invalidity without invalidating the remainder of such provision or the remaining provisions of this Amendment. Â 8 Â 17.Â Reaffirmation. Each Obligor as debtor, grantor, pledgor, guarantor, assignor, or in other any other similar capacity in which such Obligor grants liens or security interests in its property or otherwise acts as accommodation party or guarantor, as the case may be, hereby (i) ratifies and reaffirms all of its payment and performance obligations, contingent or otherwise, under each of the Transaction Documents to which it is a party (after giving effect hereto) and (ii) to the extent such Obligor granted liens on or security interests in any of its property pursuant to any such Transaction Document as security for or otherwise guaranteed the Obligations under or with respect to the Transaction Documents, ratifies and reaffirms such guarantee and grant of security interests and liens and confirms and agrees that such security interests and liens hereafter secure all of the Obligations as amended hereby. Each Obligor hereby consents to this Amendment and acknowledges that each of the Transaction Documents remains in full force and effect and is hereby ratified and reaffirmed. Except as expressly set forth herein, the execution of this Amendment shall not operate as a waiver of any right, power or remedy of Agent or Purchasers, constitute a waiver of any provision of any of the Transaction Documents or serve to effect a novation of the Obligations. Â 18.Â Waiver of Claims. Each Obligor hereby acknowledges and agrees that it has no offsets, defenses, causes of action, suits, damages, claims, or counterclaims against Agent, any Purchaser, or any of their respective officers, directors, employees, attorneys, agents, representatives, subsidiaries, affiliates, predecessors, successors, and assigns (collectively, the â€œReleased Partiesâ€) with respect to the Obligations, the Transaction Documents, any Collateral for the Obligations, or any contracts, promises, commitments or other agreements related to the Transaction Documents, and that if any Obligor now has, or ever did have, any offsets, defenses, causes of action, suits, damages, claims, or counterclaims against one or more of the Released Parties, whether known or unknown, at law or in equity, from the beginning of the world through this date and through the time of execution of this Amendment, all of them are hereby expressly WAIVED, and each Obligor and the Company hereby RELEASES the Released Parties from any liability therefor. Â [Remainder of Page Intentionally Left Blank; Signature Page Follow] Â 9 Â IN WITNESS WHEREOF, the parties hereto have caused this Amendment to be executed by their respective officers thereunto duly authorized, as of the date first above written. Â Â AGENT: Â Â Â Â Leonite Capital LLC Â Â Â Â By: /s/ Avi Geller Â Name: Avi Geller Â Title: Chief Investment Officer Â Â Â Â PURCHASERS: Â Â Â Â ALTIMIR PARTNERS LP Â Â Â Â By: SILAC INSURANCE COMPANY Â Â Â Â By: /s/ Chandra Patel Â Name: Chandra Patel Â Title: Authorized Signatory of Antarctica Investment Advisors, LLC, as attorney-in-fact for SILAC Insurance Company Â Â Â Â BEAMAN SPECIAL OPPORTUNITIES PARTNERS, LP Â Â Â Â By: SILAC INSURANCE COMPANY Â Â Â Â By: /s/ Chandra Patel Â Name: Chandra Patel Â Title: Authorized Signatory of Antarctica Investment Advisors, LLC, as attorney-in-fact for SILAC Insurance Company Â Â Â Â Leonite Capital LLC Â Â Â Â By: /s/ Avi Geller Â Name:Â Â Â Avi Geller Â Title: Chief Investment Officer Â [Signature Page to Third Amendment to Note Purchase Agreement] Â Â Â Â COMPANY: Â Â Â Â 1847 HOLDINGS LLC Â Â Â Â By: /s/ Ellery W. Roberts Â Name:Â Â Ellery W. Roberts Â Title: Chief Executive Officer Â Â Â Â GUARANTORS: Â Â Â Â 1847 WOLO INC. Â Â Â Â 1847 Cabinet Inc. Â Â Â Â Kyleâ€™s Custom Wood Shop, Inc. High Mountain Door & Trim Inc. Sierra Homes LLC Â Â Â Â Wolo Industrial Horn & Signal, Inc. Wolo Mfg. Corp. Â Â Â Â By: /s/ Ellery W. Roberts Â Name: Ellery W. Roberts Â Title: Executive Chairman Â Â Â Â Â Â EX-31.1 3 ea022060901ex31-1_1847hold.htm CERTIFICATION Exhibit 31.1 Â CERTIFICATIONS Â I, Ellery W. Roberts, certify that: Â 1.I have reviewed this quarterly report on Form 10-Q of 1847 Holdings LLC; 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 registrantâ€™s other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have: 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 registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and Â d)Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and Â 5.The registrantâ€™s other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions): 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 registrantâ€™s ability to record, process, summarize and report financial information; and Â b)Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting. Â Date: November 19, 2024 Â Â Â Â /s/ Ellery W. Roberts Â Ellery W. Roberts Â Chief Executive Officer Â (Principal Executive Officer) Â EX-31.2 4 ea022060901ex31-2_1847hold.htm CERTIFICATION Exhibit 31.2 Â CERTIFICATIONS Â I, Vernice L. Howard, certify that: Â 1.I have reviewed this quarterly report on Form 10-Q of 1847 Holdings LLC; 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 registrantâ€™s other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have: 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 registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and Â d)Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and Â 5.The registrantâ€™s other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions): 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 registrantâ€™s ability to record, process, summarize and report financial information; and Â b)Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting. Â Date: November 19, 2024 Â Â Â Â /s/ Vernice L. Howard Â Vernice L. Howard Â Chief Financial Officer Â (Principal Financial and Accounting Officer) Â EX-32.1 5 ea022060901ex32-1_1847hold.htm CERTIFICATION Exhibit 32.1 Â CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002 Â The undersigned Chief Executive Officer of 1847 HOLDINGS LLC (the â€œCompanyâ€), DOES HEREBY CERTIFY that: Â 1.The Companyâ€™s Quarterly Report on Form 10-Q for the quarter ended September 30, 2024 (the â€œReportâ€), fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and Â 2.Information contained in the Report fairly presents, in all material respects, the financial condition and results of operation of the Company. Â IN WITNESS WHEREOF, the undersigned has executed this statement on November 19, 2024. Â Â /s/ Ellery W. Roberts Â Ellery W. Roberts Â Chief Executive Officer Â (Principal Executive Officer) Â A signed original of this written statement required by Section 906 has been provided to 1847 Holdings LLC and will be retained by 1847 Holdings LLC and furnished to the Securities and Exchange Commission or its staff upon request. Â The forgoing certification is being furnished to the Securities and Exchange Commission pursuant to Â§ 18 U.S.C. Section 1350. It is not being filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and is not to be incorporated by reference into any filing of the Company, whether made before or after the date hereof, regardless of any general incorporation language in such filing. Â EX-32.2 6 ea022060901ex32-2_1847hold.htm CERTIFICATION Exhibit 32.2 Â CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002 Â The undersigned Chief Financial Officer of 1847 HOLDINGS LLC (the â€œCompanyâ€), DOES HEREBY CERTIFY that: Â 1.The Companyâ€™s Quarterly Report on Form 10-Q for the quarter ended September 30, 2024 (the â€œReportâ€), fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and Â 2.Information contained in the Report fairly presents, in all material respects, the financial condition and results of operation of the Company. Â IN WITNESS WHEREOF, the undersigned has executed this statement on November 19, 2024 Â Â /s/ Vernice L. Howard Â Vernice L. Howard Â Chief Financial Officer Â (Principal Financial and Accounting Officer) Â A signed original of this written statement required by Section 906 has been provided to 1847 Holdings LLC and will be retained by 1847 Holdings LLC and furnished to the Securities and Exchange Commission or its staff upon request. Â The forgoing certification is being furnished to the Securities and Exchange Commission pursuant to Â§ 18 U.S.C. Section 1350. It is not being filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and is not to be incorporated by reference into any filing of the Company, whether made before or after the date hereof, regardless of any general incorporation language in such filing. Â EX-101.SCH 7 efsh-20240930.xsd XBRL SCHEMA FILE 995301 - Statement - Condensed Consolidated Balance Sheets link:presentationLink link:definitionLink link:calculationLink

995302 - Statement - Condensed Consolidated Balance Sheets (Parentheticals) link:presentationLink link:definitionLink link:calculationLink 995303 - Statement - Condensed Consolidated Statements of Operations (Unaudited) link:presentationLink link:definitionLink link:calculationLink 995303 - Statement - Condensed Consolidated Statements of Operations (Unaudited) Alternate 0 link:presentationLink link:definitionLink link:calculationLink 995304 - Statement - Condensed Consolidated Statements of Shareholdersâ€™ Deficit (Unaudited) link:presentationLink link:definitionLink link:calculationLink 995305 - Statement - Condensed Consolidated Statements of Cash Flows (Unaudited) link:presentationLink link:definitionLink link:calculationLink 995306 - Disclosure - Basis of Presentation and Other Information link:presentationLink link:definitionLink link:calculationLink 995307 - Disclosure - Liquidity and Going Concern Assessment link:presentationLink link:definitionLink link:calculationLink 995308 - Disclosure - Discontinued Operations link:presentationLink link:definitionLink link:calculationLink 995309 - Disclosure - Disaggregation of Revenues and Segment Reporting link:presentationLink link:definitionLink link:calculationLink 995310 - Disclosure - Property and Equipment link:presentationLink link:definitionLink link:calculationLink 995311 - Disclosure - Intangible Assets link:presentationLink link:definitionLink link:calculationLink 995312 - Disclosure - Selected Account Information link:presentationLink link:definitionLink link:calculationLink 995313 - Disclosure - Leases link:presentationLink link:definitionLink link:calculationLink 995314 - Disclosure - Fair Value Measurements link:presentationLink link:definitionLink link:calculationLink 995315 - Disclosure - Debt link:presentationLink link:definitionLink link:calculationLink 995316 - Disclosure - Shareholdersâ€™ Deficit link:presentationLink link:definitionLink link:calculationLink 995317 - Disclosure - Subsequent Events link:presentationLink link:definitionLink link:calculationLink 996000 - Disclosure - Accounting Policies, by Policy (Policies) link:presentationLink link:definitionLink link:calculationLink 996001 - Disclosure - Discontinued Operations (Tables) link:presentationLink link:definitionLink link:calculationLink 996002 - Disclosure - Disaggregation of Revenues and Segment Reporting (Tables) link:presentationLink link:definitionLink link:calculationLink 996003 - Disclosure - Property and Equipment (Tables) link:presentationLink link:definitionLink link:calculationLink 996004 - Disclosure - Intangible Assets (Tables) link:presentationLink link:definitionLink link:calculationLink 996005 - Disclosure - Selected Account Information (Tables) link:presentationLink link:definitionLink link:calculationLink 996006 - Disclosure - Leases (Tables) link:presentationLink link:definitionLink link:calculationLink 996007 - Disclosure - Fair Value Measurements (Tables) link:presentationLink link:definitionLink 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link:definitionLink link:calculationLink 996028 - Disclosure - Selected Account Information (Details) - Schedule of Accounts Payable and Accrued Expenses link:presentationLink link:definitionLink link:calculationLink 996029 - Disclosure - Leases (Details) link:presentationLink link:definitionLink link:calculationLink 996030 - Disclosure - Leases (Details) - Schedule of Operating Leases link:presentationLink link:definitionLink link:calculationLink 996031 - Disclosure - Leases (Details) - Schedule of Operating Lease Liabilities link:presentationLink link:definitionLink link:calculationLink 996032 - Disclosure - Leases (Details) - Schedule of Financing Lease Liabilities link:presentationLink link:definitionLink link:calculationLink 996033 - Disclosure - Fair Value Measurements (Details) - Schedule of Fair Value of Financial Instruments Measured on a Recurring Basis link:presentationLink link:definitionLink link:calculationLink 996034 - Disclosure - Fair Value Measurements (Details) - Schedule of Roll-Forward of Changes for Financial Instruments Measured at Fair Value on a Recurring Basis link:presentationLink link:definitionLink link:calculationLink 996035 - Disclosure - Debt (Details) link:presentationLink link:definitionLink link:calculationLink 996036 - Disclosure - Shareholdersâ€™ Deficit (Details) link:presentationLink link:definitionLink link:calculationLink 996037 - Disclosure - Shareholdersâ€™ Deficit (Details) - Schedule of Warrants Outstanding link:presentationLink link:definitionLink link:calculationLink 996038 - Disclosure - Subsequent Events (Details) link:presentationLink link:definitionLink link:calculationLink 000 - Document - Document And Entity Information link:presentationLink link:definitionLink link:calculationLink EX-101.CAL 8 efsh-20240930_cal.xml XBRL CALCULATION FILE EX-101.DEF 9 efsh-20240930_def.xml XBRL DEFINITION FILE EX-101.LAB 10 efsh-20240930_lab.xml XBRL LABEL FILE Total Current Assets Current assets TOTAL ASSETS Total assets Related Party Transaction [Axis] Total Current Liabilities TOTAL LIABILITIES Class of Stock [Axis] TOTAL 1847 HOLDINGS SHAREHOLDERSâ€™ DEFICIT TOTAL SHAREHOLDERSâ€™ DEFICIT Balance Balance TOTAL LIABILITIES AND SHAREHOLDERSâ€™ DEFICIT Total Operating Expenses LOSS FROM OPERATIONS Income (loss) from operations Operating loss Total Other Expense NET LOSS FROM CONTINUING OPERATIONS BEFORE INCOME TAXES NET LOSS FROM CONTINUING OPERATIONS NET INCOME (LOSS) FROM DISCONTINUED OPERATIONS Net income (loss) NET INCOME (LOSS) Net income (loss) Net loss NET INCOME (LOSS) ATTRIBUTABLE TO 1847 HOLDINGS NET LOSS FROM CONTINUING OPERATIONS ATTRIBUTABLE TO 1847 HOLDINGS NET INCOME (LOSS) FROM DISCONTINUED OPERATIONS ATTRIBUTABLE TO 1847 HOLDINGS Net income from (loss) discontinued operations attributable to 1847 Holdings NET INCOME (LOSS) ATTRIBUTABLE TO COMMON SHAREHOLDERS Balance (in Shares) Balance (in Shares) Equity Components [Axis] Net cash used in operating activities from continuing operations 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Amortization Expense for Intangible Assets [Abstract] Total estimated amortization expense Schedule of Summarizing the Changes in the Carrying Amount of Goodwill [Abstract] Balance as of December 31, 2023 Balance as of September 30, 2024 Goodwill Selected Account Information [Abstract] Receivable Type [Axis] Total receivables, net Receivables, net Total inventories, net Inventories, net Schedule of Prepaid Expenses and Other Current Assets [Abstract] Total prepaid expenses and other current assets Prepaid expenses and other current assets Statement of Financial Position Location, Balance [Axis] Schedule of Accounts Payable and Accrued Expenses [Abstract] Total accounts payable and accrued expenses Accounts payable and accrued expenses Leases [Abstract] Total operating lease liabilities Total operating lease liabilities Schedule of Operating Lease Liabilities [Abstract] Total Schedule of Financing Lease Liabilities [Abstract] Total Fair Value Measurements [Abstract] Total recurring fair value measurements Fair Value Hierarchy and NAV [Axis] Measurement Frequency [Axis] Balance as of December 31, 2023 Balance as of September 30, 2024 Derivative liabilities Balance as of December 31, 2023 Balance as of September 30, 2024 Warrant liabilities Warranties Financial Instrument [Axis] Debt [Abstract] Shareholdersâ€™ Deficit [Abstract] Warrants, Outstanding Beginning Warrants, Outstanding Ending Weighted- Average Exercise Price, Outstanding Beginning Weighted- Average Exercise Price, Outstanding Ending Class of Warrant or Right [Axis] Subsequent Events [Abstract] Current Assets Cash and cash equivalents Restricted cash Contract assets Operating lease right-of-use assets Long-term deposits Non-current assets of discontinued operations LIABILITIES AND SHAREHOLDERSâ€™ DEFICIT Current Liabilities Contract liabilities Due to related parties Current portion of operating lease liabilities Operating lease liabilities, current portion Current portion of finance lease liabilities 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liabilities Gain on change in fair value of derivative liabilities Net income (loss) from discontinued operations Net loss from discontinued operations LOSS PER COMMON SHARE FROM CONTINUING OPERATIONS - BASIC (in Dollars per share) EARNINGS (LOSS) PER COMMON SHARE FROM DISCONTINUED OPERATIONS - BASIC (in Dollars per share) EARNINGS (LOSS) PER COMMON SHARE ATTRIBUTABLE TO COMMON SHAREHOLDERS - BASIC (in Dollars per share) LOSS PER COMMON SHARE FROM CONTINUING OPERATIONS - DILUTED (in Dollars per share) EARNINGS (LOSS) PER COMMON SHARE FROM DISCONTINUED OPERATIONS - DILUTED (in Dollars per share) EARNINGS (LOSS) PER COMMON SHARE ATTRIBUTABLE TO COMMON SHAREHOLDERS - DILUTED (in Dollars per share) WEIGHTED-AVERAGE COMMON SHARES OUTSTANDING - BASIC (in Shares) WEIGHTED-AVERAGE COMMON SHARES OUTSTANDING - DILUTED (in Shares) Issuance of common shares upon settlement of accrued series A preferred share dividends Issuance of common shares (in Dollars) Issuance of common shares upon settlement of accrued series A preferred share dividends (in Shares) Issuance of common shares Aggregate of units (in Shares) Issuance of common shares upon settlement of accrued series B preferred share dividends Issuance of common shares upon settlement of accrued series B preferred share dividends (in Shares) Issuance of common shares upon conversion of series A preferred shares Issuance of common shares upon conversion of series A preferred shares (in Shares) Convertible preferred shares Issuance of common shares upon conversion of series B preferred shares Conversion of principal Issuance of common shares upon conversion of series B preferred shares (in Shares) Aggregate of common shares (in Shares) Issuance of common shares upon conversion of convertible notes payable Issuance of common shares upon conversion of convertible notes payable (in Shares) Issuance of common shares and prefunded warrants in connection with a public offering Issuance of common shares and prefunded warrants in connection with a public offering (in Shares) Issuance of common shares upon exercise of prefunded warrants Issuance of common shares upon exercise of prefunded warrants (in Shares) Exercise of prefunded warrants Extinguishment of warrant liabilities upon exercise of prefunded warrants Deemed dividend from down round provision in warrants Issuance of warrants in connection with a private debt offering Issuance of series D preferred shares in connection with a private debt offering Issuance of series D preferred shares in connection with a private debt offering (in Shares) Issuance of series C preferred shares upon settlement of note payable Issuance of series C preferred shares upon settlement of note payable (in Shares) 1847 Manager profit allocation distribution from sale of High Mountain Dividends - series C senior convertible preferred shares Issuance of common shares and warrants in connection with a private debt offering Issuance of common shares and warrants in connection with a private debt offering (in Shares) Issuance of common shares upon cashless exercise of warrants Issuance of common shares upon cashless exercise of warrants (in Shares) Deemed dividend from issuance of warrants to common shareholders Issuance of common shares upon conversion of series A senior convertible preferred shares Issuance of common shares upon conversion of series A senior convertible preferred shares (in Shares) Issuance of common shares upon conversion of series B senior convertible preferred shares Issuance of common shares upon conversion of series B senior convertible preferred shares (in Shares) CASH FLOWS FROM OPERATING ACTIVITIES Cash flows from operating activities Adjustments to reconcile net loss to net cash used in operating activities: Adjustments to reconcile net income (loss) to net cash used in operating activities: Adjustments to reconcile net income to net cash used in operating activities: 1847 Manager profit allocation distribution from the sale of High Mountain Gain on change in fair value of warrant liabilities Gain (loss) on change in fair value of warrant liabilities Gain on change in fair value of derivative liabilities Fair value warrants (in Dollars) Deferred taxes Depreciation and amortization Amortization of debt discounts Amortization of debt discounts Amortization of right-of-use assets Changes in operating assets and liabilities: Accounts payable and accrued expenses Contract liabilities Customer deposits Operating lease liabilities Net cash provided by operating activities from discontinued operations CASH FLOWS FROM INVESTING ACTIVITIES Cash flows from investing activities Proceeds from the sale of High Mountain Escrow receivable from the sale of High Mountain CASH FLOWS FROM FINANCING ACTIVITIES Cash flows from financing activities Net proceeds from notes payable Net cash proceeds Net proceeds from issuance of common shares and warrants in connection with a private debt offering Net proceeds from issuance of common shares and warrants in connection with a public offering Gross proceeds of warrants Proceeds from exercise of warrants SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION Cash paid for interest Cash paid for income taxes NON-CASH INVESTING AND FINANCING ACTIVITIES Net assets acquired in the acquisition of ICU Eyewear Net assets from the disposition of subsidiaries Deemed dividend from issuance of warrants to common shareholders Deemed dividend from down round provision in warrants Accrued dividends on series preferred shares Issuance of common shares upon settlement of accrued series dividends Issuance of common shares upon conversion of series shares Issuance of common shares upon cashless exercise of warrants Debt discount on notes payable Fair value of derivative liabilities recognized upon issuance of promissory notes Fair value of warrant liabilities recognized upon issuance of prefunded warrants Issuance of common shares upon exercise of prefunded warrants Extinguishment of warrant liabilities upon exercise of prefunded warrants Issuance of common shares upon conversion of convertible notes payable and accrued interest Issuance of warrants in connection with a private debt offering (in Shares) Issuance of series D preferred shares in connection with a private debt offering Settlement of revolving line of credit and accrued interest through the issuance of a new revolving line of credit Financed purchases of property and equipment Operating lease right-of-use asset and liability measurement Fair value of note payable issued for services Reclassification of accrued interest to convertible notes payable Reclassification of notes payable to convertible notes payable upon default Conversion of amount issued (in Dollars) Distribution receivable Distribution receivable (in Dollars) Interest expense Income tax benefit Gain on disposition of subsidiaries Recognized gain on disposition NET LOSS ATTRIBUTABLE TO NON-CONTROLLING INTERESTS FROM CONTINUING OPERATIONS NET (INCOME) LOSS ATTRIBUTABLE TO NON-CONTROLLING INTERESTS FROM DISCONTINUED OPERATIONS Net income (loss) attributable to non-

controlling interests from discontinued operations PREFERRED SHARE DIVIDENDS DEEMED DIVIDENDS Fair value of warrant liabilities upon exercise of prefunded warrants Additional paid-in capital (in Dollars) Dividends - series A senior convertible preferred shares Dividends - series B senior convertible preferred shares Accrued dividends (in Dollars) Dividends - series D senior convertible preferred shares Gain on disposition of subsidiaries Receivables Receivables Contract assets Inventories Inventories Prepaid expenses and other current assets Purchases of property and equipment Purchases of property and equipment Repayments of notes payable and finance lease liabilities Repayments of notes payable Repayments of convertible notes payable Repayments of convertible notes payable Purchase price Accrued series B preferred share dividends paid Related Party Series A Senior Convertible Preferred Shares Series A Series A Preferred Stock Series B Senior Convertible Preferred Shares Series B Series B Preferred Stock Series C Senior Convertible Preferred Shares Series C Series C Preferred Stock Series D Senior Convertible Preferred Shares Series D Series D Preferred Stock Senior Convertible Preferred Shares Preferred Stock [Member] Allocation Shares Common Shares Common shares [Member] Common Stock [Member] Distribution Receivable Additional Paid-In Capital Accumulated Deficit Non- Controlling Interests BASIS OF PRESENTATION AND OTHER INFORMATION LIQUIDITY AND GOING CONCERN ASSESSMENT DISCONTINUED OPERATIONS Schedule of Consolidated Balance Sheet Current assets of discontinued operations Cash and cash equivalents Investments Receivables, net Inventories, net Prepaid expenses and other current assets Non-current assets of discontinued operations Property and equipment, net Current liabilities of discontinued operations Accounts payable and accrued expenses Customer deposits Current portion of notes payable Non-current liabilities of discontinued operations Notes payable, net of current portion Operating lease right-of-use assets Long-term deposits Intangible assets, net Goodwill Current portion of operating lease liabilities Revolving line of credit, net Deferred tax liability Contract liabilities Finance lease liabilities Current portion of convertible notes payable, net Schedule of Consolidated Statements of Operations Revenues Cost of revenues Personnel Depreciation and amortization General and administrative Professional fees Income (loss) from operations Other Income (Expense) Interest expense Net income (loss) from discontinued operations before income taxes Gain on bargain purchase Gain on bargain purchase Gain (loss) on disposal of property and equipment Loss (gain) on disposal of property and equipment Schedule of Consolidated Statements of Cash Flows Customer deposits Impairment of goodwill and intangible assets Net proceeds (repayments) of revolving line of credit DISAGGREGATION OF REVENUES AND SEGMENT REPORTING Schedule of Revenues Revenues Revenues Revenues Revenues Revenues Schedule of Segment Information Operating expenses Operating expenses Operating expenses Operating expenses Assets Long-lived assets PROPERTY AND EQUIPMENT Schedule of Property and Equipment Total property and equipment INTANGIBLE ASSETS Schedule of Intangible Assets Total intangible assets Schedule of Amortization Expense for Intangible Assets 2024 (remaining) 2025 2026 2027 2028 Thereafter Schedule of Summarizing the Changes in the Carrying Amount of Goodwill SELECTED ACCOUNT INFORMATION Schedule of Receivables Total receivables Schedule of Inventories Total inventories Schedule of Prepaid Expenses and Other Current Assets Prepaid expenses Prepaid expense Prepaid inventory Prepaid taxes Other current assets Schedule of Accounts Payable and Accrued Expenses Trade accounts payable Credit cards payable Accrued payroll liabilities Accrued interest Accrued dividends Accrued taxes Other accrued liabilities LEASES Schedule of Operating Leases Weighted-average remaining lease term (months) Weighted average discount rate Schedule of Operating Lease Liabilities 2024 (remaining) 2025 2026 2027 Schedule of Financing Lease Liabilities 2024 (remaining) 2025 2026 2027 2028 Total finance lease liabilities FAIR VALUE MEASUREMENTS Schedule of Fair Value of Financial Instruments Measured on a Recurring Basis Schedule of Roll-Forward of Changes for Financial Instruments Measured at Fair Value on a Recurring Basis Fair value of warrant liabilities upon issuance Extinguishment of derivative liabilities upon conversion or settlement DEBT SHAREHOLDERSâ€™ DEFICIT Schedule of Warrants Outstanding Warrants, Granted Weighted- Average Exercise Price, Granted Warrants, Exercisable Weighted- Average Exercise Price, Exercisable SUBSEQUENT EVENTS Other income (expense) Income tax benefit (expense) Impairment of goodwill and intangible assets Amortization of debt discounts Prepaid expenses and other current assets Investments in certificates of deposit Inventory reserve Repayments of notes payable and finance lease liabilities Less: accumulated depreciation Less: accumulated amortization Impairment Goodwill impairment Allowance for expected credit losses Less reserve for obsolescence Less: imputed interest Less: amount representing interest Warrants, Exercised/settled Weighted- Average Exercise Price, Exercised/settled Asienâ€™s Assignment for the Benefit of Creditors [Member] ICU Eyewear Foreclosure Sale [Member] Sale of High Mountain [Member] Asienâ€™s [Member] ICU Eyewear [Member] High Mountain [Member] Automotive Horns [Member] Automotive Lighting [Member] Custom Cabinets And Countertops [Member] Retail and Eyewear [Member] Corporate Segment [Member] Automotive Supplies [Member] Retail and Eyewear [Member] Construction [Member] Personnel â€“ corporate allocation [Member] General and administrative â€“ management fees [Member] General and Administrative Management Fees [Member] General and Administrative Corporate Allocation [Member] Corporate Services [Member] Machinery and equipment [Member] Office furniture and equipment [Member] Transportation equipment [Member] Leasehold improvements [Member] Property, Plant and Equipment [Member] Customer-related [Member] Marketing-related [Member] Trade accounts receivable [Member] Factoring reserve holdback [Member] Retainage [Member] Automotive [Member] Prepaid Expenses and Other Current Assets [Member] Level 1 [Member] Fair Value, Recurring [Member] Level 2 [Member] Level 3 [Member] Derivative Liabilities [Member] Warrant Liability [Member] Warrants [Member] Warrant [Member] Related and Nonrelated Parties [Axis] Disposal Group Classification [Axis] Disposal Group Name [Axis] Debt Instrument [Axis] Sale of Stock [Axis] Statistical Measurement [Axis] Short-Term Debt, Type [Axis] Measurement Input Type [Axis] Vesting [Axis] Securities Financing Transaction [Axis] Credit Facility [Axis] Scenario [Axis] Investment, Name [Axis] Long-Term Debt, Type [Axis] Collaborative Arrangement and Arrangement Other than Collaborative [Axis] Subsequent Event Type [Axis] Accounting Policies [Abstract] Payment from non affiliated Assets acquired Additional cash purchase price Purchase price (in Dollars) Working capital deficit Cash bid Additional purchase price Reportable segments Depreciation expense Amortization expense Proceeds from the public offering Gross proceeds Rent expense Weighted-average remaining lease term Weighted average discount rate Interest rate Percentage of repay promissory notes Outstanding principal Principal payments Amortization of debt discount Outstanding principal balance Promissory note amount (in Dollars) Default penalty Payment for fees Warrant term Purchase of warrants (in Shares) Purchase of warrants Warrant exercise price (in Dollars per share) Warrants price per share (in Dollars per share) Exercise price per share (in Dollars per share) Penalty percentage of outstanding debt Percentage of conversion price Trading day prior of conversion date Conversion price (in Dollars per share) Derivative liabilities Outstanding principal balance Principal amount Interest at a rate Interest increase Accrues interest Fair value of promissory note issued for services Market interest rate Fair value Amortized to interest expense Percentage of probability rate Net of debt discount Accrued liabilities Debt discount Future revenue Net cash proceeds ACH payments amount Future revenue Net cash proceeds of future revenue Secured debt Secured convertible promissory note Federal Funds Sold Require monthly payments Company paid amount Additional exit fee Amendment fee Aggregate principal amount Leaving a balance Accrued dividend (in Dollars) Dividend settled (in Dollars) Dividends rate per annum Dividend per share (in Dollars per share) Amount of cash equal Share dividing price (in Dollars per share) Conversion price per share (in Dollars per share) Percentage of ownership Convertible preferred shares Percentage of outstanding balance Gain on extinguishment of debt (in Dollars) Convertible preferred shares dividends (in Dollars) Percentage of convertible preferred shares entitled received an amount cash equal Proceeds from Issuance of Redeemable Preferred Stock (in Dollars) Net proceeds (in Dollars) Shares purchased Price of per share (in Dollars per share) Purchase price per share (in Dollars per share) Gross proceeds of common stock (in Dollars) Percentage of transaction fees Net proceeds of common stock (in Dollars) Conversion of shares issued Conversion amount (in Dollars) Extinguishment of derivative liabilities (in Dollars) Weighted average price common shares percentage Anti-dilutive shares Allocation shares of percentage Profit allocation of percentage Profit allocation amount (in Dollars) Transaction fee amount (in Dollars) Volatility percentage Dividend yield Expected volatility Weighted average risk-free interest rate Expected life Per share value (in Dollars per share) Exercise price (in Dollars per share) Percentage of warrants issued in private placement Exercise price per share (in Dollars per share) Deemed dividend (in Dollars) Weighted average remaining contractual life Intrinsic value (in Dollars) Sale of stock units (in Shares) Percentage of aggregate gross proceeds Net proceeds Expire Weighted average price trading days Number of shares issued (in Shares) Interest payable Net proceeds repay Maturity date Aggregate cash purchase price Seller a deposit Seller purchase price Discontinued Operations Reverse Share Splits Reclassifications Recently Issued Accounting Pronouncements ICU Eyecare Solutions Inc [Member] High Mountain Door & Trim Inc [Member] Discontinued Operations [Member] High Mountainâ€™s Assets [Member] TraDigital Marketing Group [Member] Alchemy Advisory LLC [Member] Reef Digital LLC [Member] SeaPath Advisory, LLC [Member] Six percent amortizing promissory note [Member] Series C Senior Convertible Preferred Shares [Member] Private Placement of 20% OID Promissory Notes and Warrants [Member] Promissory Notes [Member] Private Placement of 20% OID Promissory Note [Member] Private Placement [Member] Minimum [Member] Maximum [Member] Convertible Notes Payable [Member] Private Placement of 20% OID Promissory Note and Warrants [Member] Private Placement of Twenty Percent OID Promissory Note and Warrants [Member] Spartan Capital Securities, LLC [Member] Dividend Yield [Member] Expected Volatility [Member] Risk-free Interest Rate [Member] Year of Term [Member] Estimated Fair Value Price [Member] Investor [Member] Private Placement of 12% Promissory Note for Services [Member] Private Placement of 20% OID Promissory Note and Warrants [Member] Private Placement of OID Promissory Note and Series D Preferred Shares [Member] Promissory Note and Series D Preferred Shares [Member] Share-Based Payment Arrangement, Tranche One [Member] Share-Based Payment Arrangement, Tranche Two [Member] Share-Based Payment Arrangement, Tranche Three [Member] Share Based Payment Arrangement Tranche Four [Member] Share Based Payment Arrangement Tranche Five [Member] OID Promissory Note [Member] Purchase and Sale of Future Revenues Agreement [Member] Promissory Note and Series D Preferred Shares [Member] Promissory Note and Series D Preferred Shares [Member] Secured Debt [Member] Secured Convertible Promissory Notes [Member] Altimir [Member] Beaman [Member] Altimir and Beauman [Member] Forecast [Member] Six Percent Subordinated Convertible Promissory Notes [Member] 6% Percent Subordinated Convertible Promissory Notes [Member] Series A Senior Convertible Preferred Shares [Member] Series B Senior Convertible Preferred Shares [Member] Conversion Rights [Member] Series D Senior Convertible Preferred Shares [Member] Series D Convertible Preferred Shares [Member] Promissory Note [Member] Pre-Funded Warrants [Member] Convertible Promissory Notes [Member] Managerâ€™s Profit Allocation [Member] Amended Operating Agreement][Member] Black-Scholes Option [Member] OLD Promissory Note [Member] Subsequent Event [Member] IPO [Member] Series A Warrants [Member] Series B Warrants [Member] Mast Hill Fund LP [Member] Convertible Common Stock [Member] Private Placements of 25% OID Promissory Note and Series D Preferred Shares [Member] Class of Stock [Domain] Related Party Transaction [Domain] Statement [Table] Statement [Line Items] Equity Component [Domain] Award Type [Domain] Condensed Balance Sheet Statement [Table] Condensed Balance Sheet Statements, Captions [Line Items] Condensed Income Statement [Table] Schedule of Consolidated Statements of Operations [Line Items] Condensed Cash Flow Statement [Table] Schedule of Consolidated Statements of Cash Flows [Line Items] Product and Service [Domain] Contract with Customer, Basis of Pricing [Domain] Segments [Domain] Disaggregation of Revenue [Table] Schedule of Revenues [Line Items] Schedule of Revenues from External Customers and Long-Lived Assets [Table] Schedule of Segment Information [Line Items] Long-Lived Tangible Asset [Domain] Asset Class [Domain] Property, Plant and Equipment [Table] Schedule of Property and Equipment [Line Items] Finite-Lived Intangible Assets, Major Class Name [Domain] Intangible Asset, Finite-Lived [Table] Schedule of Intangible Assets [Line Items] Receivable [Domain] Accounts and Financing Receivables [Table] Schedule of Receivables [Line Items] Inventory, Current [Table] Inventory [Line Items] Statement of Financial Position Location, Balance [Domain] Selected Account Information (Details) - Schedule of Prepaid Expenses and Other Current Assets [Table] Selected Account Information (Details) - Schedule of Prepaid Expenses and Other Current Assets [Line Items] Measurement Frequency [Domain] Fair Value Hierarchy and NAV [Domain] Fair Value Measurements (Details) - Schedule of Fair Value of Financial Instruments Measured on a Recurring Basis [Table] Schedule of Fair Value of Financial Instruments Measured on a Recurring Basis [Line Items] Financial Instruments [Domain] Fair Value Measurements (Details) - Schedule of Roll-Forward of Changes for Financial Instruments Measured at Fair Value on a Recurring Basis [Table] Schedule of Roll-Forward of Changes for Financial Instruments Fair Value on Recurring Basis [Line Items] Class of Warrant or Right [Domain] Class of Warrant or Right [Table] Schedule of Warrants Outstanding [Line Items] Related and Nonrelated Parties [Domain] Basis of Presentation and Other Information (Details) [Table] Basis of Presentation and Other Information [Line Items] Disposal Group Classification [Domain] Disposal Group Name [Domain] Discontinued Operations (Details) [Table] Discontinued Operations [Line Items] Disaggregation of Revenues and Segment Reporting (Details) [Table] Disaggregation of Revenues and Segment Reporting [Line Items] Selected Account Information (Details) [Table] Selected Account Information [Line Items] Securities Financing Transaction [Domain] Short-Term Debt, Type [Domain] Credit Facility [Domain] Statistical Measurement [Domain] Vesting [Domain] Debt Instrument, Name [Domain] Sale of Stock [Domain] Scenario [Domain] Measurement Input Type [Domain] Debt (Details) [Table] Debt [Line Items] Investment, Name [Domain] Collaborative Arrangement and Arrangement Other than Collaborative [Domain] Long-Term Debt, Type [Domain] Shareholdersâ€™ Deficit (Details) [Table] Shareholdersâ€™ Deficit [Line Items] Subsequent Event Type [Domain] Subsequent Events (Details) [Table] Subsequent Events [Line Items] ACH payments amount. Accrued dividends on series A preferred shares. Extinguishment of warrant liabilities upon exercise of prefunded warrants. Allocation shares, issued. Percentage of allocation shares. Allocation shares, outstanding. Percentage of amount cash equal. Percentage of convertible preferred share entitle to received an amount cash equal. Credit cards payable. Amount of operating dividend income on securities. The aggregate value of preferred stock dividends and other adjustments necessary to derive net income apportioned to common stockholders. The entire disclosure of disaggregation of revenues and segment reporting. Amount of aggregate other expense, attributable to disposal group, including, but not limited to, discontinued operation. The amount of amortization of debt discounts. Current portion of convertible notes payable, net. The amount of disposal group including discontinued operation current portion of notes payable. Current portion of operating lease liabilities. The amount of disposal group including discontinued operation customer deposits. Finance lease liabilities. The amount of gain on bargain purchase. The amount of impairment of goodwill and intangible assets. Amount of interest income (expense) related to nonoperating activities, classified as other. The amount of inventory reserve. The amount of disposal group including discontinued operation investments. The amount of disposal group including discontinued operation notes payable, net of current portion. Operating lease right-of-use assets. Amount of other income (expense) attributable to disposal group, including, but not limited to, discontinued operation. The amount of disposal group including discontinued operation personnel. Amount of professional fees attributable to disposal group, including, but not limited to, discontinued operation. Revolving line of credit, net. Note received instead of cash Distribution receivable. The represent dividend from down round provision in warrants. The represent of dividend from issuance of warrants to common shareholders. Dividends - series C senior convertible preferred shares. Escrow receivable. Extinguishment of derivative liabilities upon conversion of convertible notes. Extinguishment of derivative liabilities upon conversion of convertible notes. Extinguishment of warrant liability upon exercise of prefunded warrants. Fair value of market interest rate. Fair value of note payable issued for services. Fair value of promissory note issued for services. Fair value of warrant liability recognized upon issuance of prefunded warrants. Represent the amount of financed purchases of property and equipment. Customer deposits. Represent the amount of customer deposits. Amount of issuance of common shares of convertible notes payable and accrued interest. Issuance of common shares upon conversion of series A senior convertible preferred shares. Issuance of common shares upon conversion of series A senior convertible preferred shares. Issuance of common shares upon conversion of series B senior convertible preferred shares. Issuance of common shares upon conversion of series B senior convertible preferred shares. Issuance of series C preferred shares upon settlement of note payable. Issuance of series C preferred shares upon settlement of note payable in Shares. Issuance of series D preferred shares in connection with a private debt offering. Net assets from the disposition of Asienâ€™s. Net cash proceeds. Net cash proceeds of future revenue. Payment from non affiliated company. Penalty percentage of default. Penalty percentage of outstanding debt. Percentage of aggregate gross proceeds. Percentage of outstanding balance. Percentage of transaction fees. Percentage of warrants issued in private placement. Percentage of weighted average price common shares. Represents the amount of prepaid inventory. Represents the amount of proceeds from issuance of common shares and warrants in connection with a private debt offerings, Net. Represents the amount of proceeds from issuance of common shares and warrants in public offerings, Net. The amount of profit allocation. Represent amount of profit allocation distribution from sale of high mountain. Profit allocation distribution from the sale of high mountain. Percentage of profit allocation. Amount of reclassification of notes payable to convertible notes payable. The weighted average grant-date fair value exercisable of Other than options granted during the reporting period. The number of shares into which fully or partially vested other than options outstanding as of the balance sheet date can be currently converted under the warrant. Issuance of common shares and warrants in connection with a private debt offering in shares. Shares of issuance of common shares upon cashless exercise of warrants. The number of shares issued during the period upon the issuance of series D preferred shares in connection with a private debt offering. Value of issuance of common shares upon cashless exercise of warrants. Value of stock issued during the period upon the issuance of series D preferred shares in connection with a private debt offering. Shares of issuance of common shares and prefunded warrants in connection with a public offering. Value of issuance of common shares and warrants in connection with a private debt offering. The amount of transaction fee. Warrant liabilities. Represent the term of trading days. The amount of

working capital deficit. Escrow Receivable Assets [Abstract] Disposal Group, Including Discontinued Operation, Accounts Payable and Accrued Liabilities, Current Schedule of Accounts Payable and Accrued Liabilities [Table Text Block] Earnings Per Share, Diluted Disposal Group, Including Discontinued Operation, General and Administrative Expense Prepaid Taxes Percentage Of Warrants Issued In Private Placement Retained Earnings [Member] Amortization of Debt Discount (Premium) Personnel Corporate Allocation Member Percentage Of Outstanding Balance Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Risk Free Interest Rate Prepaid Expenses and Other Current Assets [Member] Series B Preferred Stock [Member] Weighted Average Number of Shares Outstanding, Basic Secured Convertible Promissory Notes Member Finite-Lived Intangible Assets, Net Finance Lease, Liability, Current ICUEyewear Member Gain (Loss) on Extinguishment of Debt Other Nonoperating Income (Expense) Secured Debt [Member] Series C Preferred Stock [Member] Finite-Lived Intangible Asset, Expected Amortization, after Year Five Convertible Debt, Noncurrent Adjustments To Additional Paid In Capital Extinguishment Of Warrant Liabilities Upon Exercise Of Prefunded Warrants Disposal Group Including Discontinued Operation Impairment Of Goodwill And Intangible Assets Cash Provided by (Used in) Operating Activities, Discontinued Operations Disposal Group, Including Discontinued Operation, Liabilities Payments of Ordinary Dividends, Preferred Stock and Preference Stock Debt Conversion, Original Debt, Amount Schedule of Goodwill [Table Text Block] Contract with Customer, Asset, after Allowance for Credit Loss, Current Stock Issued During Period Shares Series DPreferred Shares In Connection With APrivate Debt Offering Discontinued Operation, Tax Effect of Gain (Loss) from Disposal of Discontinued Operation Finite-Lived Intangible Asset, Expected Amortization, Year Two Dividends Payable Stock Issued During Period, Shares, New Issues Stock Issued During Period Shares Issuance Of Common Shares Upon Cashless Exercise Of Warrants Disposal Groups, Including Discontinued Operations, Disclosure [Text Block] Derivative Liability, Measurement Input Schedule Of Property And Equipment Abstract Business Exit Costs Debt Instrument, Unamortized Discount Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Aggregate Intrinsic Value, Outstanding Additional Paid in Capital Operating Expenses [Abstract] Profit Allocation Of Percentage Supplemental Cash Flow Information [Abstract] Stock Issued During Period, Shares, Conversion of Units Warrants and Rights Outstanding Net Cash Provided by (Used in) Operating Activities [Abstract] Share Based Compensation Arrangement By Share Based Payment Award Equity Instruments Other Than Options Nonvested Weighted Average Grant Date Exercisable General And Administrative Management Fees Member Retainage Member Prepaid Inventory Long-Term Debt, Term Estimated Fair Value Price Member Disposal Group Including Discontinued Operation Amortization Of Debt Discounts ACHPayments Amount Equity, Attributable to Parent [Abstract] Accounts Payable, Trade, Current Preferred Stock, Shares Issued Restricted Cash Equivalents, Current Issuance Of Common Shares Upon Conversion Of Series BSenior Convertible Preferred Sharesin S Disposal Group, Including Discontinued Operation, Costs of Goods Sold Property, Plant and Equipment [Member] Preferred Stock, No Par Value Income (Loss) from Continuing Operations, Net of Tax, Attributable to Noncontrolling Interest Prepaid Expense, Current Lessee, Operating Lease, Liability, to be Paid, Maturity [Table Text Block] Forecast [Member] Amended Operating Agreement Member Debt Disclosure [Text Block] Minimum [Member] Schedule of Stockholders' Equity Note, Warrants or Rights [Table Text Block] Common Stock, Shares, Outstanding Adjustments To Additional Paid In Capital Issuance Of Warrants In Connection With APrivate Debt Offering Profit Allocation Distribution From The Sale Of High Mountain Liabilities, Fair Value Disclosure Issuance Of Common Shares Upon Cashles Exercise Of Warrants Retained Earnings (Accumulated Deficit) Lessee, Operating Lease, Liability, to be Paid, Year Three Depreciation Net Cash Provided by (Used in) Investing Activities Payments for Other Fees Allocation Shares Value Financed Purchases Of Property And Equipment Altimir And Beauman Member Payments to Acquire Property, Plant, and Equipment Series BSenior Convertible Preferred Shares Member Asiens Member Preferred Stock, Shares Authorized Interest Paid, Excluding Capitalized Interest, Operating Activities Repayments of Debt Mast Hill Fund LPMember Preferred Stock, Shares Outstanding Accrued Income Taxes, Current Fair Value, Inputs, Level 2 [Member] Property, Plant and Equipment, Net Prepaid Expense and Other Assets, Current Six Percent Subordinated Convertible Promissory Notes Member Maximum [Member] Disposal Group Including Discontinued Operation Current Portion Of Notes Payable Common Stock, Shares Authorized Preferred Stock, Dividend Rate, Percentage Allocation Shares Of Percentage Disposal Group, Including Discontinued Operation, Liabilities, Current [Abstract] Tra Digital Marketing Group Member Expected Volatility Member Goodwill, Impairment Loss Allocation Shares Member Income (Loss) from Discontinued Operations and Disposal of Discontinued Operations, Net of Tax, Per Diluted Share Operating Lease, Liability, Noncurrent Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability, Issuances Revenue from Contract with Customer, Including Assessed Tax Other Accrued Liabilities, Current Operating Lease, Weighted Average Discount Rate, Percent Stock and Warrants Issued During Period, Value, Preferred Stock and Warrants Preferred Stock [Member] Issuance Of Common Shares Upon Conversion Of Series ASenior Convertible Preferred Sharesin S Factoring Reserve Holdback Member Increase (Decrease) in Operating Capital [Abstract] Net Cash Provided by (Used in) Financing Activities [Abstract] Issuance Of Common Shares Upon Conversion Of Convertible Notes Payable And Accrued Interest Additional Paid-in Capital [Member] Discontinued Operation, Amount of Adjustment to Prior Period Gain (Loss) on Disposal, before Income Tax Disposal Group, Including Discontinued Operation, Cash and Cash Equivalents Class of Warrant or Right, Number of Securities Called by Warrants or Rights Debt Issuance Costs Incurred During Noncash or Partial Noncash Transaction Debt Conversion, Converted Instrument, Amount Accrued Common Share Dividends Long-Lived Assets Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Term Net Cash Provided by (Used in) Investing Activities [Abstract] Convertible Preferred Dividends, Net of Tax Disposal Group, Including Discontinued Operation, Revenue Income (Loss) from Continuing Operations, Per Basic Share Finite-Lived Intangible Asset, Expected Amortization, Year One Extinguishment Of Derivative Liabilities Net Cash Provided by (Used in) Financing Activities, Continuing Operations Altimir Member Intangible Assets Disclosure [Text Block] Goodwill and Intangible Asset Impairment Finance Lease, Principal Payments Derivative, Gain (Loss) on Derivative, Net Contract with Customer, Liability, Revenue Recognized Fair Value, Liabilities Measured on Recurring Basis [Table Text Block] Depreciation, Depletion and Amortization, Nonproduction Six Percent Amortizing Promissory Note Member Disposal Group, Including Discontinued Operation, Liabilities, Noncurrent [Abstract] Disposal Group Including Discontinued Operation Aggregate Other Expense Goodwill Corporate Segment [Member] Disposal Group Including Discontinued Operation Professional Fees Conversion of Stock, Amount Converted Share-Based Payment Arrangement, Tranche Three [Member] Net Cash Provided by (Used in) Operating Activities, Continuing Operations Gain (Loss) on Disposition of Property Plant Equipment Disposal Group Including Discontinued Operation Inventory Reserve Schedule of Finite-Lived Intangible Assets [Table Text Block] Lessee, Operating Lease, Liability, to be Paid, Year Two Income (Loss) from Continuing Operations, Per Diluted Share Reef Digital LLCMember Fair Value, Inputs, Level 3 [Member] Cash Provided by (Used in) Investing Activities, Discontinued Operations Series DSenior Convertible Preferred Shares Member Net Cash Provided by (Used in) Operating Activities Cash Flow, Noncash Investing and Financing Activities Disclosure [Abstract] Working Capital Deficit Increase (Decrease) in Receivables Finance Lease, Liability, to be Paid, Year Three Disposal Group, Including Discontinued Operation, Intangible Assets, Noncurrent Investor [Member] Share Based Payment Arrangement Tranche Four Member Accrued Payroll Taxes, Current Increase Decrease Customer Deposits Stock Issued During Period, Shares, Other Office Equipment [Member] Operating Lease, Right-of-Use Asset, Periodic Reduction Fair Value, Inputs, Level 1 [Member] Preferred Stock, Convertible, Conversion Price Automotive Lighting Member Fair Value Of Promissory Note Issued For Services Substantial Doubt about Going Concern [Text Block] Beaman Member Disposal Group, Including Discontinued Operation, Liabilities, Noncurrent Finite-Lived Intangible Assets, Gross Equity, Attributable to Parent Series CSenior Convertible Preferred Shares Member Secured Debt Discontinued Operation, Amount of Adjustment to Prior Period Gain (Loss) on Disposal, Net of Tax Condensed Cash Flow Statement [Table Text Block] Debt Instrument, Interest Rate, Increase (Decrease) Notes Payable, Current Payments of Dividends Class of Warrant or Right, Number of Securities Called by Each Warrant or Right ICUEyewear Foreclosure Sale Member Derivative Liabilities Member Fair Value Adjustment of Warrants Schedule Of Segment Information Abstract Impairment of Intangible Assets, Finite-Lived Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount Schedule Of Receivables Abstract Schedule of Accounts, Notes, Loans and Financing Receivable [Table Text Block] Lease, Cost [Table Text Block] Cash Provided by (Used in) Financing Activities, Discontinued Operations Adjustments to Additional Paid in Capital, Dividends in Excess of Retained Earnings ICUEyecare Solutions Inc Member Net Income (Loss) Available to Common Stockholders, Basic Income (Loss) from Continuing Operations, Net of Tax, Including Portion Attributable to Noncontrolling Interest Trade Accounts Receivable [Member] Property, Plant and Equipment Disclosure [Text Block] Deferred Income Tax Expense (Benefit) Schedule Of Intangible Assets Abstract Share-Based Payment Arrangement, Tranche One [Member] Dividend From Issuance Of Warrants To Common Shareholders Disposal Group, Including Discontinued Operation, Liabilities, Current Disposal Group, Including Discontinued Operation, Operating Income (Loss) Equity, Including Portion Attributable to Noncontrolling Interest Lessee, Operating Lease, Liability, to be Paid Accrued Dividends On Series APreferred Shares Payment for Management Fee Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Volatility Rate, Minimum Equity [Text Block] Proceeds from Warrant Exercises Sale of Stock, Number of Shares Issued in Transaction Series AWarrants Member Property, Plant and Equipment [Table Text Block] Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest Disposal Group, Including Discontinued Operation, Depreciation and Amortization Disposal Group Including Discontinued Operation Other Incomeexpense Promissory Note Member Operating Expenses Statement of Financial Position [Abstract] Cash and Cash Equivalents, at Carrying Value Automotive Member Black Scholes Option Member Alchemy Advisory LLCMember Stock Issued During Period Value Series DPreferred Shares In Connection With APrivate Debt Offering Corporate Service Member Shares Issued, Price Per Share Finance Lease, Liability Extinguishment Of Derivative Liabilities Upon Conversion Of Convertible Notes Settlement of Asset Retirement Obligations Through Noncash Payments, Amount Lessee, Operating Lease, Liability, to be Paid, Year One Series BWarrants Member Adjustments to Additional Paid in Capital, Other Stock Issued During Period Value Issuance Of Common Shares Upon Cashless Exercise Of Warrants Discontinued Operations, Policy [Policy Text Block] Stock Issued During Period, Shares, Conversion of Convertible Securities Accrued Liabilities Proceeds from Issuance of Common Stock Finance Lease, Liability, Noncurrent Private Placement Of Twenty Percent OIDPromissory Note And Warrants Member Conversion of Stock, Shares Issued Convertible Notes Payable [Member] Debt Instrument, Interest Rate, Effective Percentage Schedule of Other Current Assets [Table Text Block] Disposal Group, Including Discontinued Operation, Assets Condensed Balance Sheet [Table Text Block] Equity, Attributable to Noncontrolling Interest Issuance Of Common Shares Upon Conversion Of Series BSenior Convertible Preferred Shares Convertible Promissory Notes Member Noncash or Part Noncash Acquisition, Noncash Financial or Equity Instrument Consideration, Warrants Issued Disposal Group, Including Discontinued Operation, Other Assets, Noncurrent Lessee, Operating Lease, Liability, Undiscounted Excess Amount Long-Term Debt, Fair Value Issuance Of Common Shares Upon Conversion Of Series APreferred Shares Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect, Continuing Operations Reclassification Of Notes Payable To Convertible Notes Payable Upon Default Number of Reportable Segments Debt Instrument, Convertible, Threshold Trading Days Debt Instrument, Interest Rate During Period Spartan Capital Securities LLCMember Stockissued During Period Value Issuance Of Common Shares And Warrants In Connection With APrivate Debt Offering Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Remaining Contractual Term Private Placement Of OIDPromissory Note And Series DPreferred Shares Member Disposal Group, Including Discontinued Operation, Assets, Noncurrent Constructions Member Stock Issued During Period, Value, Other Schedule Of Revenues Abstract Inventory, Net Share Based Compensation Arrangement By Share Based Payment Award Other Than Options Exercisable Number Disposal Group, Including Discontinued Operation, Inventory, Current Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Volatility Rate Managers Profit Allocation Member Payments for Rent Series A Preferred Stock [Member] Income Taxes Paid, Net Nonoperating Income (Expense) [Abstract] Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Dividend Rate Common Stock, Value, Issued Proceeds from Issuance of Warrants Finance Lease, Liability, to be Paid, Year One Finance Lease, Liability, to be Paid, Year Five Net Cash Provided by (Used in) Investing Activities, Continuing Operations Repayments of Notes Payable Debt Instrument, Convertible, Conversion Price Noncontrolling Interest [Member] Automotive Supplies Member High Mountain Door Trim Inc Member Dividends Series CSenior Convertible Preferred Shares Income (Loss) from Discontinued Operations, Net of Tax, Attributable to Noncontrolling Interest Convertible Preferred Shares Entitled To Received An Amount Cash Equal Percentage Increase (Decrease) in Prepaid Expense and Other Assets Inventory, Gross IPO [Member] Allocation Shares Outstanding Other Notes Payable, Current Stock Issued During Period, Value, New Issues Percentage Of Aggregate Gross Proceeds Finance Lease, Liability, to be Paid, Maturity [Table Text Block] Riskfree Interest Rate Member Cost of Goods and Services Sold Statement of Stockholders' Equity [Abstract] Increase (Decrease) in Operating Lease Liability Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents Schedule of Revenue from External Customers and Long-Lived Assets, by Geographical Areas [Table Text Block] Proceeds from Issuance of Convertible Preferred Stock Penalty Percentage Of Outstanding Debt Series D Preferred Stock [Member] Notes Payable, Noncurrent Income Tax Expense (Benefit) Equipment [Member] Amortization of Intangible Assets Dividends, Preferred Stock, Stock Income Statement [Abstract] Lessee, Operating Leases [Text Block] Proceeds from Notes Payable New Accounting Pronouncements, Policy [Policy Text Block] Stock Issued During Issuance Of Common Shares And Warrants In Connection With APrivate Debt Offeringin Shares Future Revenues Agreement Member Warrant Liabilities Current Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeitures, Weighted Average Grant Date Fair Value Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Excluding Exchange Rate Effect, Disposal Group, Including Discontinued Operations Allocation Shares Authorized Asiens Assignment For The Benefit Of Creditors Member Income (Loss) from Discontinued Operations, Net of Tax, Including Portion Attributable to Noncontrolling Interest Issuance Of Series CPreferred Shares Upon Settlement Of Note Payablein Shares Reverse Share Splits Policy Text Block Automotive Horns Member Credit Cards Payable Earnings Per Share, Basic Schedule of Finite-Lived Intangible Assets, Future Amortization Expense [Table Text Block] Net Income (Loss), Including Portion Attributable to Noncontrolling Interest Accounts Receivable, before Allowance for Credit Loss, Current Payments to Acquire Investments Revenues [Abstract] Marketing-Related Intangible Assets [Member] Assets Liabilities Convertible Debt, Current Discontinued Operation, Tax Effect of Adjustment to Prior Period Gain (Loss) on Disposal OIDPromissory Note Member Subsequent Events [Text Block] Stock Issued Disposal Group Including Discontinued Operation Current Portion Of Operating Lease Liabilities Debt Instrument, Unamortized Discount (Premium), Net Private Placements Of25 OIDPromissory Note And Series DPreferred Shares Member Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Exercise Price Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number Increase (Decrease) in Inventories Derivative Liability, Current Conversion of Stock, Amount Issued Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period, Weighted Average Grant Date Fair Value Repayments of Convertible Debt Finance Lease, Weighted Average Remaining Lease Term Notes Payable Conversion of Stock, Shares Converted Net Assets From The Disposition Of Asiens Disposal Group Including Discontinued Operation Notes Payable Net Of Current Portion Warrants and Rights Outstanding, Term Professional Fees Distribution Receivable Disposal Group Including Discontinued Operation Current Portion Of Convertible Notes Payable Net Fair Value, Recurring [Member] Schedule Of Fair Value Of Financial Instruments Measured On ARecurring Basis Abstract Liabilities Assumed Stockissued During Period Value Dividends Series DSenior Convertible Preferred Shares Disposal Group Including Discontinued Operation Customer Deposits Net Cash Provided by (Used in) Financing Activities Disposal Group, Including Discontinued Operation, Prepaid and Other Assets, Current Year Of Term Member Disposal Group, Including Discontinued Operation, Assets, Current Issuance Of Series DPreferred Shares In Connection With APrivate Debt Offering Debt Instrument, Issued, Principal Allocation Shares Issued Private Placement Of12 Promissory Note For Services Member Property, Plant and Equipment, Gross Payment From Non Affiliated Company Interest Expense, Nonoperating Transportation Equipment [Member] Subsequent Event [Member] Warrant [Member] Convertible Common Stock [Member] Accumulated Depreciation, Depletion and Amortization, Property, Plant, and Equipment Custom Cabinets And Countertops Member Promissory Note And Series DPreferred Shares Member Stock Issued During Period, Shares, Purchase of Assets Contract with Customer, Liability Sale of Stock, Consideration Received on Transaction Schedule Of Consolidated Statements Of Cash Flows Abstract Leasehold Improvements [Member] Series ASenior Convertible Preferred Shares Member Disposal Group, Including Discontinued Operation, Deferred Tax Liabilities Warrant Liability Member Disposal Group, Including Discontinued Operation, Other Liabilities, Current Finite-Lived Intangible Asset, Expected Amortization, Remainder of Fiscal Year Sea Path Advisory LLCMember Operating Income (Loss) Amortization of Debt Issuance Costs and Discounts Share Based Payment Arrangement Tranche Five Member Operating Lease, Liability Amount Of Cash Equal Percentage Increase (Decrease) in Prepaid Expense Fair Value Of Note Payable Issued For Services Accounts Receivable, Allowance for Credit Loss Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeited in Period Proceeds from (Repayments of) Lines of Credit Stock Issued During Shares Issuance Of Common Shares And Prefunded Warrants In Connection With APublic Offering Issuance Of Series CPreferred Shares Upon Settlement Of Note Payable Disaggregation Of Revenues And Segment

Reporting Text Block Finance Lease, Weighted Average Discount Rate, Percent Investment Owned, Balance, Principal Amount Schedule Of Roll Forward Of Changes For Financial Instruments Measured At Fair Value On ARecurring Basis Abstract General And Administrative Corporate Allocation Member Debt Instrument, Interest Rate, Stated Percentage Other Income and Expenses [Abstract] Sale of Stock, Price Per Share Dividend From Down Round Provision In Warrants Common Stock [Member] Reclassification, Comparability Adjustment [Policy Text Block] High Mountain Member Proceeds From Issuance Of Common Shares And Warrants In Public Offerings Net Labor and Related Expense Disposal Group Including Discontinued Operation Investments Proceeds from Issuance Initial Public Offering Statement of Cash Flows [Abstract] Gain (Loss) on Disposition of Stock in Subsidiary Percentage Of Weighted Average Price Common Shares Operating Lease, Liability, Current Disposal Group, Including Discontinued Operation, Assets, Noncurrent [Abstract] Operating Expenses Abstract2 Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercises in Period Operating Expenses Abstract0 Equity Method Investment, Ownership Percentage Adjustments to Additional Paid in Capital, Warrant Issued Operating Expenses Abstract1 Private Placement Of20 OIDPromissory Notes And Warrants Member Income (Loss) from Discontinued Operations, Net of Tax, Attributable to Parent Schedule Of Warrants Outstanding Abstract Proceeds from Issuance of Redeemable Preferred Stock Liabilities, Current [Abstract] Stock Issued During Period, Value, Conversion of Units Penalty Percentage Of Default Profit Allocation Distribution From Sale Of High Mountain Percentage Of Transaction Fees Increase Decrease In Customer Deposit Increase (Decrease) in Other Deposits High Mountains Assets Member Supplemental Deferred Purchase Price Preferred Stock, Redemption Price Per Share Other Assets, Current Disposal Group, Including Discontinued Operation, Goodwill, Noncurrent Line of Credit Facility, Interest Rate at Period End Income (Loss) from Discontinued Operations and Disposal of Discontinued Operations, Net of Tax, Per Basic Share Customer-Related Intangible Assets [Member] Payments to Acquire Productive Assets Profit Allocation Amount Legal Fees Fair Value Of Warrant Liability Recognized Upon Issuance Of Prefunded Warrants Operating Lease, Weighted Average Remaining Lease Term Derivative Liability, Noncurrent Disposal Group, Including Discontinued Operation, Assets, Current [Abstract] Sale Of High Mountain Member Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value Dividends Payable, Amount Per Share Schedule Of Consolidated Statements Of Operations Abstract Increase (Decrease) in Accounts Payable and Accrued Liabilities Purchase And Sale Of Future Revenues Agreement Member Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period Schedule of Inventory, Current [Table Text Block] Nature of Operations [Text Block] Revenues Interest Payable, Current Stock Issued During Period, Value, Stock Options Exercised Stock Issued During Period, Value, Conversion of Convertible Securities Promissory Notes Member Accounts Payable and Accrued Liabilities, Current Increase (Decrease) in Contract with Customer, Liability Debt Instrument, Periodic Payment, Interest General and Administrative Expense Net Cash Proceeds Of Future Revenue Operating Costs and Expenses Schedule Of Consolidated Balance Sheet Abstract Pre Funded Warrants Member Depreciation, Depletion and Amortization Schedule Of Inventories Abstract Contract with Customer, Liability, Current Net Cash Provided by (Used in) Discontinued Operations Deemed Dividend Related To Issuance Of Preferred Stock Common Stock, Par or Stated Value Per Share Common Stock, Shares, Issued Disposal Group, Including Discontinued Operation, Property, Plant and Equipment, Noncurrent Disposal Group Including Discontinued Operation Finance Lease Liabilities Other Liabilities, Current Debt Instrument, Periodic Payment Increase (Decrease) in Contract with Customer, Asset Federal Funds Sold Extinguishment of Debt, Amount Weighted Average Number of Shares Outstanding, Diluted Disposal Group, Including Discontinued Operation, Accounts, Notes and Loans Receivable, Net Proceeds From Issuance Of Common Shares And Warrants In Connection With APrivate Debt Offerings Net Discontinued Operation, Gain (Loss) from Disposal of Discontinued Operation, before Income Tax Disposal Group Including Discontinued Operation Gain On Bargain Purchase Income (Loss) from Continuing Operations, Net of Tax, Attributable to Parent Intangible Assets, Net (Excluding Goodwill) Preferred Stock, Amount of Preferred Dividends in Arrears Fair Value Disclosures [Text Block] Series DConvertible Preferred Shares Member Private Placement [Member] Accounts Receivable, after Allowance for Credit Loss, Current Finite-Lived Intangible Assets, Accumulated Amortization Disposal Group Including Discontinued Operation Personnel Dividends Payable, Current Related Party [Member] Private Placement Of20 OIDPromissory Note Member Disposal Group Including Discontinued Operation Revolving Line Of Credit Net Disaggregation of Revenue [Table Text Block] Net Cash Proceeds Debt Instrument, Face Amount Assets, Current [Abstract] Disposal Group Including Discontinued Operation Operating Lease Rightofuse Assets Cash Convertible Preferred Stock, Shares Issued upon Conversion Liabilities, Current Finite-Lived Intangible Asset, Expected Amortization, Year Four Discontinued Operations [Member] Finance Lease, Liability, to be Paid, Year Four Finance Lease, Liability, to be Paid, Year Two Transaction Fee Amount Condensed Income Statement [Table Text Block] Proceeds from Debt, Net of Issuance Costs Liabilities and Equity [Abstract] Shares, Outstanding Proceeds from Sale of Property, Plant, and Equipment Finite-Lived Intangible Asset, Expected Amortization, Year Three Finance Lease, Liability, Undiscounted Excess Amount Share-Based Payment Arrangement, Tranche Two [Member] Debt Conversion, Converted Instrument, Rate Schedule of Derivative Liabilities at Fair Value [Table Text Block] Construction [Member] Lessee, Operating Lease, Liability, to be Paid, Remainder of Fiscal Year Issuance Of Common Shares Upon Conversion Of Series ASenior Convertible Preferred Shares Quarterly Financial Information [Text Block] Interest Expense, Debt Disposal Group, Including Discontinued Operation, Operating Expense Fair Value Of Market Interest Rate Extinguishment Of Warrant Liability Upon Exercise Of Prefunded Warrants Adjustments to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract] Deposits Assets, Noncurrent OLDPromissory Note Member Receivables from Stockholder [Member] Finance Lease, Liability, to be Paid, Remainder of Fiscal Year Conversion Rights Member Warrant, Exercise Price, Decrease Class of Warrant or Right, Exercise Price of Warrants or Rights Revenues Abstract0 Dividend Yield Member Preferred Stock, Value, Issued Fair Value of Assets Acquired Revenues Abstract2 Deemed Dividend Revenues Abstract1 Liabilities and Equity Debt Instrument, Maturity Date Nonoperating Income (Expense) Disposal Group Including Discontinued Operation Interest Income Expense Debt Instrument, Annual Principal Payment Convertible Notes Payable Payments to Acquire Businesses, Net of Cash Acquired Preferred Stock Dividends, Income Statement Impact Inventory Valuation Reserves Operating Lease, Right-of-Use Asset Assets, Current Weighted Average Price Trading Days EX-101.PRE 11 efsh-20240930_pre.xml XBRL PRESENTATION FILE XML 13 R1.htm IDEA: XBRL DOCUMENT v3.24.3 Cover - shares 9 Months Ended Sep. 30, 2024 Nov. 15, 2024 Document Information [Line Items] Â Â Document Type 10-Q Â Document Quarterly Report true Â Document Transition Report false Â Entity Interactive Data Current Yes Â Amendment Flag false Â Document Period End Date Sep. 30, 2024 Â Document Fiscal Year Focus 2024 Â Document Fiscal Period Focus Q3 Â Entity Information [Line Items] Â Â Entity Registrant Name 1847 HOLDINGS LLC Â Entity Central Index Key 0001599407 Â Entity File Number 001-41368 Â Entity Tax Identification Number 38-3922937 Â Entity Incorporation, State or Country Code DE Â Current Fiscal Year End Date --12-31 Â Entity Current Reporting Status Yes Â Entity Shell Company false Â Entity Filer Category Non-accelerated Filer Â Entity Small Business true Â Entity Emerging Growth Company false Â Entity Contact Personnel [Line Items] Â Â Entity Address, Address Line One 590 Madison Avenue Â Entity Address, Address Line Two 21st Floor Â Entity Address, City or Town New York Â Entity Address, State or Province NY Â Entity Address, Postal Zip Code 10022 Â Entity Phone Fax Numbers [Line Items] Â Â City Area Code (212) Â Local Phone Number 417-9800 Â Entity Listings [Line Items] Â Â Title of 12(b) Security Common Shares Â Trading Symbol EFSH Â Security Exchange Name NYSE Â Entity Common Stock, Shares Outstanding Â 16,425,578 X - DefinitionBoolean flag that is true when the XBRL content amends previously-filed or accepted submission. + ReferencesNo definition available. + Details Name: dei_AmendmentFlag Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionArea code of city + ReferencesNo definition available. + Details Name: dei_CityAreaCode Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionEnd date of current fiscal year in the format --MM-DD. + ReferencesNo definition available. + Details Name: dei_CurrentFiscalYearEndDate Namespace Prefix: dei_ Data Type: xbrli:gMonthDayItemType Balance Type: na Period Type: duration X - DefinitionFiscal period values are FY, Q1, Q2, and Q3. 1st, 2nd and 3rd quarter 10-Q or 10-QT statements have value Q1, Q2, and Q3 respectively, with 10-K, 10-KT or other fiscal year statements having FY. + ReferencesNo definition available. + Details Name: dei_DocumentFiscalPeriodFocus Namespace Prefix: dei_ Data Type: dei:fiscalPeriodItemType Balance Type: na Period Type: duration X - DefinitionThis is focus fiscal year of the document report in YYYY format. For a 2006 annual report, which may also provide financial information from prior periods, fiscal 2006 should be given as the fiscal year focus. Example: 2006. + ReferencesNo definition available. + Details Name: dei_DocumentFiscalYearFocus Namespace Prefix: dei_ Data Type: xbrli:gYearItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: dei_DocumentInformationLineItems Namespace Prefix: dei_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionFor the EDGAR submission types of Form 8-K: the date of the report, the date of the earliest event reported; for the EDGAR submission types of Form N-1A: the filing date; for all other submission types: the end of the reporting or transition period. The format of the date is YYYY-MM-DD. + ReferencesNo definition available. + Details Name: dei_DocumentPeriodEndDate Namespace Prefix: dei_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true only for a form used as an quarterly report. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Form 10-Q -Number 240 -Section 308 -Subsection a + Details Name: dei_DocumentQuarterlyReport Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true only for a form used as a transition report. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Forms 10-K, 10-Q, 20-F -Number 240 -Section 13 -Subsection a-1 + Details Name: dei_DocumentTransitionReport Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionThe type of document being provided (such as 10-K, 10-Q, 485BPOS, etc). The document type is limited to the same value as the supporting SEC submission type, or the word 'Other'. + ReferencesNo definition available. + Details Name: dei_DocumentType Namespace Prefix: dei_ Data Type: dei:submissionTypeItemType Balance Type: na Period Type: duration X - DefinitionAddress Line 1 such as Attn, Building Name, Street Name + ReferencesNo definition available. + Details Name: dei_EntityAddressAddressLine1 Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionAddress Line 2 such as Street or Suite number + ReferencesNo definition available. + Details Name: dei_EntityAddressAddressLine2 Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the City or Town + ReferencesNo definition available. + Details Name: dei_EntityAddressCityOrTown Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionCode for the postal or zip code + ReferencesNo definition available. + Details Name: dei_EntityAddressPostalZipCode Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the state or province. + ReferencesNo definition available. + Details Name: dei_EntityAddressStateOrProvince Namespace Prefix: dei_ Data Type: dei:stateOrProvinceItemType Balance Type: na Period Type: duration X - DefinitionA unique 10-digit SEC-issued value to identify entities that have filed disclosures with the SEC. It is commonly abbreviated as CIK. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityCentralIndexKey Namespace Prefix: dei_ Data Type: dei:centralIndexKeyItemType Balance Type: na Period Type: duration X - DefinitionIndicate number of shares or other units outstanding of each of registrant's classes of capital or common stock or other ownership interests, if and as stated on cover of related periodic report. 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. + ReferencesNo definition available. + Details Name: dei_EntityCommonStockSharesOutstanding Namespace Prefix: dei_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: dei_EntityContactPersonnelLineItems Namespace Prefix: dei_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionIndicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure. + ReferencesNo definition available. + Details Name: dei_EntityCurrentReportingStatus Namespace Prefix: dei_ Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - DefinitionIndicate if registrant meets the emerging growth company criteria. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityEmergingGrowthCompany Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionCommission file number. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen. + ReferencesNo definition available. + Details Name: dei_EntityFileNumber Namespace Prefix: dei_ Data Type: dei:fileNumberItemType Balance Type: na Period Type: duration X - DefinitionIndicate whether the registrant is one of the following: Large Accelerated Filer, Accelerated Filer, Non-accelerated Filer. Definitions of these categories are stated in Rule 12b-2 of the Exchange Act. This information should be based on the registrant's current or most recent filing containing the related disclosure. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityFilerCategory Namespace Prefix: dei_ Data Type: dei:filerCategoryItemType Balance Type: na Period Type: duration X - DefinitionTwo-character EDGAR code representing the state or country of incorporation. + ReferencesNo definition available. + Details Name: dei_EntityIncorporationStateCountryCode Namespace Prefix: dei_ Data Type: dei:edgarStateCountryItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: dei_EntityInformationLineItems Namespace Prefix: dei_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true when the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-T -Number 232 -Section 405 + Details Name: dei_EntityInteractiveDataCurrent Namespace Prefix: dei_ Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: dei_EntityListingsLineItems Namespace Prefix: dei_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: dei_EntityPhoneFaxNumbersLineItems Namespace Prefix: dei_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe exact name of the entity filing the report as specified in its charter, which is required by forms filed with the SEC. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityRegistrantName Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true when the registrant is a shell company as defined in Rule 12b-2 of the Exchange Act. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityShellCompany Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionIndicates that the company is a Smaller Reporting Company (SRC). + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntitySmallBusiness Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionThe Tax Identification Number (TIN), also known as an Employer Identification Number (EIN), is a unique 9-digit value assigned by the IRS. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityTaxIdentificationNumber Namespace Prefix: dei_ Data Type: dei:employerIdItemType Balance Type: na Period Type: duration X - DefinitionLocal phone number for entity. + ReferencesNo definition available. + Details Name: dei_LocalPhoneNumber Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionTitle of a 12(b) registered security. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b + Details Name: dei_Security12bTitle Namespace Prefix: dei_ Data Type: dei:securityTitleItemType Balance Type: na Period Type: duration X - DefinitionName of the Exchange on which a security is registered. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection d1-1 + Details Name:

dei_SecurityExchangeName Namespace Prefix: dei_ Data Type: dei:edgarExchangeCodeItemType Balance Type: na Period Type: duration X - DefinitionTrading symbol of an instrument as listed on an exchange. + ReferencesNo definition available. + Details Name: dei_TradingSymbol Namespace Prefix: dei_ Data Type: dei:tradingSymbolItemType Balance Type: na Period Type: duration XML 14 R2.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Balance Sheets - USD ($) Sep. 30, 2024 Dec. 31, 2023 Current Assets Â Â Cash and cash equivalents $ 1,517,191 $ 673,445 Restricted cash 8,700,000 Â Receivables, net 1,828,116 1,697,635 Contract assets 57,852 80,398 Inventories, net 684,895 1,395,026 Prepaid expenses and other current assets 703,059 771,364 Current assets of discontinued operations 14,096,764 Total Current Assets 13,491,113 18,714,632 Property and equipment, net 743,235 1,062,327 Operating lease right-of-use assets 594,738 907,748 Long-term deposits 49,535 49,535 Intangible assets, net 2,017,091 2,205,323 Goodwill 679,175 Non-current assets of discontinued operations 15,749,457 TOTAL ASSETS 16,895,712 39,368,197 Current Liabilities Â Â Accounts payable and accrued expenses 4,957,013 3,971,797 Contract liabilities 427,894 2,288,868 Current portion of operating lease liabilities 436,253 435,280 Current portion of finance lease liabilities 179,489 172,152 Current portion of notes payable, net 11,288,901 2,481,783 Current portion of convertible notes payable, net 724,281 2,418,275 Derivative liabilities 544,000 1,389,203 Warrant liabilities 9,900 Current liabilities of discontinued operations 14,209,813 Total Current Liabilities 19,339,783 28,139,223 Operating lease liabilities, net of current portion 198,747 523,768 Finance lease liabilities, net of current portion 470,245 605,242 Notes payable, net of current portion 9,700 24,245 Convertible notes payable, net of current portion 22,790,057 23,052,078 Deferred tax liability, net 360,000 409,000 Non-current liabilities of discontinued operations 6,655,330 TOTAL LIABILITIES 43,168,532 59,408,886 Shareholdersâ€™ Deficit Â Â Allocation shares, 1,000 shares authorized; 1,000 shares issued and outstanding as of September 30, 2024 and December 31, 2023 1,000 1,000 Common shares, $0.001 par value, 500,000,000 shares authorized; 45,692 and 9,554 shares issued and outstanding as of September 30, 2024 and December 31, 2023, respectively 46 10 Distribution receivable (785,000) (2,000,000) Additional paid-in capital 62,943,899 57,677,097 Accumulated deficit (87,485,047) (74,835,392) TOTAL 1847 HOLDINGS SHAREHOLDERSâ€™ DEFICIT (24,470,225) (18,726,409) NON-CONTROLLING INTERESTS (1,802,595) (1,314,280) TOTAL SHAREHOLDERSâ€™ DEFICIT (26,272,820) (20,040,689) TOTAL LIABILITIES AND SHAREHOLDERSâ€™ DEFICIT 16,895,712 39,368,197 Related Party Â Â Current Liabilities Â Â Due to related parties 193,762 193,762 Related party note payable 578,290 578,290 Series A Senior Convertible Preferred Shares Â Â Shareholdersâ€™ Deficit Â Â Senior convertible preferred shares, value 39,877 190,377 Series B Senior Convertible Preferred Shares Â Â Shareholdersâ€™ Deficit Â Â Senior convertible preferred shares, value 240,499 Series C Senior Convertible Preferred Shares Â Â Shareholdersâ€™ Deficit Â Â Senior convertible preferred shares, value 214,900 Series D Senior Convertible Preferred Shares Â Â Shareholdersâ€™ Deficit Â Â Senior convertible preferred shares, value $ 600,100 X - ReferencesNo definition available. + Details Name: efsh_AllocationSharesValue Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionNote received instead of cash Distribution receivable. + ReferencesNo definition available. + Details Name: efsh_DistributionReceivable Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionWarrant liabilities. + ReferencesNo definition available. + Details Name: efsh_WarrantLiabilitiesCurrent Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionSum of the carrying values as of the balance sheet date of obligations incurred through that date and due within one year (or the operating cycle, if longer), including liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received, taxes, interest, rent and utilities, accrued salaries and bonuses, payroll taxes and fringe benefits. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AccountsPayableAndAccruedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, 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. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481990/310-10-45-2 + Details Name: us-gaap_AccountsReceivableNetCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount 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. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AdditionalPaidInCapital Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 12: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 13: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 30: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Assets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 10: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_AssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_AssetsCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount classified as assets attributable to disposal group held for sale or disposed of, expected to be disposed of within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-9Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI

https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_AssetsOfDisposalGroupIncludingDiscontinuedOperationCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashAndCashEquivalentsAtCarryingValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_CommonStockValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after allowance for credit loss, of right to consideration in exchange for good or service transferred to customer when right is conditioned on something other than passage of time, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8 + Details Name: us-gaap_ContractWithCustomerAssetNetCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap_ContractWithCustomerLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe portion of the carrying value of long-term convertible debt as of the balance sheet date that is scheduled to be repaid within one year or in the normal operating cycle if longer. Convertible debt is a financial instrument which can be exchanged for a specified amount of another security, typically the entity's common stock, at the option of the issuer or the holder. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_ConvertibleDebtCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying amount of long-term convertible debt as of the balance sheet date, net of the amount due in the next twelve months or greater than the normal operating cycle, if longer. The debt is convertible into another form of financial instrument, typically the entity's common stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_ConvertibleDebtNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value of amounts transferred to third parties for security purposes that are expected to be returned or applied towards payment after one year or beyond the operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_DepositsAssetsNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionFair value, after the effects of master netting arrangements, of a financial liability or contract with one or more underlyings, notional amount or payment provision or both, and the contract can be net settled by means outside the contract or delivery of an asset, expected to be settled within one year or normal operating cycle, if longer. Includes assets not subject to a master netting arrangement and not elected to be offset. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483466/210-20-50-3 + Details Name: us-gaap_DerivativeLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionFair value, after the effects of master netting arrangements, of a financial liability or contract with one or more underlyings, notional amount or payment provision or both, and the contract can be net settled by means outside the contract or delivery of an asset, expected to be settled after one year or the normal operating cycle, if longer. Includes assets not subject to a master netting arrangement and not elected to be offset. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483466/210-20-50-3 + Details Name: us-gaap_DerivativeLiabilitiesNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount classified as assets attributable to disposal group held for sale or disposed of, expected to be disposed of after one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 11 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-11Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationAssetsNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from finance lease, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_FinanceLeaseLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from finance lease, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_FinanceLeaseLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Goodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionSum of the carrying amounts of all intangible assets, excluding goodwill, as of the balance sheet date, net of accumulated amortization and impairment charges. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-1 + Details Name: us-gaap_IntangibleAssetsNetExcludingGoodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after valuation and LIFO reserves of inventory expected to be sold, or consumed within one year or operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of liability recognized for present obligation requiring transfer or otherwise providing economic benefit to others. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(26)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 15: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(14)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19:

http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30 + Details Name: us-gaap_Liabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of liabilities and equity items, including the portion of equity attributable to noncontrolling interests, if any. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(32)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LiabilitiesAndStockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionTotal obligations incurred as part of normal operations that are expected to be paid during the following twelve months or within one business cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-5Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 21: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_LiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_LiabilitiesCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount classified as liabilities attributable to disposal group held for sale or disposed of, expected to be disposed of within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-9Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_LiabilitiesOfDisposalGroupIncludingDiscontinuedOperationCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount classified as liabilities attributable to disposal group held for sale or disposed of, expected to be disposed of beyond one year or the normal operating cycle, if longer. + 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Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_LiabilitiesOfDisposalGroupIncludingDiscontinuedOperationNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of notes payable (with maturities initially due after one year or beyond the operating cycle if longer), excluding current portion. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LongTermNotesPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of equity (deficit) attributable to noncontrolling interest. Excludes temporary equity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 13: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_MinorityInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionSum of the carrying values as of the balance sheet date of the portions of long-term notes payable due within one year or the operating cycle if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_NotesPayableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's right to use underlying asset under operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseRightOfUseAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of

liabilities classified as other, due within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10 + Details Name: us-gaap_OtherLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of long-term notes classified as other, payable within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherNotesPayableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAggregate par or stated value of issued nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable preferred shares, par value and other disclosure concepts are in another section within stockholders' equity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_PreferredStockValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset related to consideration paid in advance for costs that provide economic benefits in future periods, and amount of other assets that are expected to be realized or consumed within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_PrepaidExpenseAndOtherAssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business to produce goods and services and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7AReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 360 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478451/942-360-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of cash equivalents restricted as to withdrawal or usage, classified as current. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 954 -SubTopic 210 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477220/954-210-45-4Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 954 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478600/954-210-50-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8 + Details Name: us-gaap_RestrictedCashEquivalentsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of accumulated undistributed earnings (deficit). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_RetainedEarningsAccumulatedDeficit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 13: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 14: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 4.E) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2 + Details Name: us-gaap_StockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_StockholdersEquityAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of equity (deficit) attributable to parent and noncontrolling interest. Excludes temporary equity. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 848 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (a)(3)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483550/848-10-65-2Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 8 -Subparagraph (c)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479832/842-10-65-8Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483421/250-10-45-24Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 23 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483421/250-10-45-23Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483421/250-10-45-5Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 5 -Subparagraph (c)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479654/326-10-65-5Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (h)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (h)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards 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-Paragraph 6 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479343/105-10-65-6Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (f)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (f)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 8 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482615/740-10-65-8Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 8 -Subparagraph (d)(3) 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https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-5Reference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481674/830-30-50-1Reference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-17Reference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 20 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-20Reference 34: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-11Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-3Reference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-3Reference 37: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -

URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 38: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 39: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 40: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 41: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 42: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 43: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 44: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 45: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 46: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-15Reference 47: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-16Reference 48: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 55 -Paragraph 4I -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4IReference 49: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476166/350-60-65-1 + Details Name: us-gaap_StockholdersEquityIncludingPortionAttributableToNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_RelatedPartyTransactionAxis=us-gaap_RelatedPartyMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesAPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesBPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesCPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesDPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 15 R3.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Balance Sheets (Parentheticals) - $ / shares Sep. 30, 2024 Dec. 31, 2023 Allocation shares, authorized 1,000 1,000 Allocation shares, issued 1,000 1,000 Allocation shares, outstanding 1,000 1,000 Common shares, par value (in Dollars per share) $ 0.001 $ 0.001 Common shares, shares authorized 500,000,000 500,000,000 Common shares, shares issued 45,692 9,554 Common shares, shares outstanding 45,692 9,554 Series A Senior Convertible Preferred Shares Â Â Senior convertible preferred shares, par value (in Dollars per share) Senior convertible preferred shares, shares designated 4,450,460 4,450,460 Senior convertible preferred shares, shares issued 50,592 226,667 Senior convertible preferred shares, shares outstanding 50,592 226,667 Series B Senior Convertible Preferred Shares Â Â Senior convertible preferred shares, par value (in Dollars per share) Senior convertible preferred shares, shares designated 583,334 583,334 Senior convertible preferred shares, shares issued 0 91,567 Senior convertible preferred shares, shares outstanding 0 91,567 Series C Senior Convertible Preferred Shares Â Â Senior convertible preferred shares, par value (in Dollars per share) Senior convertible preferred shares, shares designated 83,603 83,603 Senior convertible preferred shares, shares issued 83,603 0 Senior convertible preferred shares, shares outstanding 83,603 0 Series D Senior Convertible Preferred Shares Â Â Senior convertible preferred shares, par value (in Dollars per share) Senior convertible preferred shares, shares designated 7,292,036 7,292,036 Senior convertible preferred shares, shares issued 6,293,022 0 Senior convertible preferred shares, shares outstanding 6,293,022 0 X - ReferencesNo definition available. + Details Name: efsh_AllocationSharesAuthorized Namespace Prefix: efsh_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionAllocation shares, issued. + ReferencesNo definition available. + Details Name: efsh_AllocationSharesIssued Namespace Prefix: efsh_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionAllocation shares, outstanding. + ReferencesNo definition available. + Details Name: efsh_AllocationSharesOutstanding Namespace Prefix: efsh_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionFace amount or stated value per share of common stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of common shares permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_CommonStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionTotal number of common shares of an entity that have been sold or granted to shareholders (includes common shares that were issued, repurchased and remain in the treasury). These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares of common stock outstanding. Common stock represent the ownership interest in a corporation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_CommonStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionFace amount per share of no-par value preferred stock nonredeemable or redeemable solely at the option of the issuer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockNoParValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of nonredeemable preferred shares (or preferred stock redeemable solely at the option of the issuer) permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_PreferredStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares issued for nonredeemable preferred shares and preferred shares redeemable solely at option of issuer. Includes, but is not limited to, preferred shares issued, repurchased, and held as treasury shares. Excludes preferred shares classified as debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionAggregate share number for all nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer) held by stockholders. Does not include preferred shares that have been repurchased. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_PreferredStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesAPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesBPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesCPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesDPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 16 R4.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Operations (Unaudited) - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Income Statement [Abstract] Â Â Â Â Revenues $ 4,759,090 $ 4,676,365 $ 12,390,797 $ 11,657,475 Operating Expenses Â Â Â Â Cost of sales 2,002,772 1,869,779 6,554,871 6,018,904 Personnel 2,406,855 1,663,261 4,975,516 3,695,264 Depreciation and amortization 167,004 331,110 507,324 993,051 General and administrative 2,205,498 1,427,256 3,798,524 2,847,779 Professional fees 711,024 592,202 4,435,727 1,081,997 Impairment of goodwill and intangible assets 679,175 679,175 Total Operating Expenses 8,172,328 5,883,608 20,951,137 14,636,995 LOSS FROM OPERATIONS (3,413,238) (1,207,243) (8,560,340) (2,979,520) Other Income (Expense) Â Â Â Â Other income (expense) (1,285,055) 156 (1,277,446) 7,399 Interest expense (1,140,526) (2,116,445) (3,135,373) (3,973,783) Amortization of debt discounts (2,107,104) (2,661,260) (7,976,758) (3,808,269) Loss on extinguishment of debt (1,642,701) (2,843,451) Gain (loss) on change in fair value of warrant liabilities 81,400 (27,900) 1,841,000 (27,900) Gain on change in fair value of derivative liabilities 3,592,435 425,977 1,689,410 425,977 Total Other Expense (2,501,551) (4,379,472) (11,702,618) (7,376,576) NET LOSS FROM CONTINUING OPERATIONS BEFORE INCOME TAXES (5,914,789) (5,586,715) (20,262,958) (10,356,096) Income tax benefit 357,000 450,000 751,000 269,000 NET LOSS FROM CONTINUING OPERATIONS (5,557,789) (5,136,715) (19,511,958) (10,087,096) Net income (loss) from discontinued operations (1,150,137) (722,357) (3,521,936) 1,305,469 Gain on disposition of subsidiaries 9,023,526 10,083,621 NET INCOME (LOSS) FROM DISCONTINUED OPERATIONS 7,873,389 (722,357) 6,561,685 1,305,469 NET INCOME (LOSS) 2,315,600 (5,859,072) (12,950,273) (8,781,627) NET LOSS ATTRIBUTABLE TO NON-CONTROLLING INTERESTS FROM CONTINUING OPERATIONS 96,111 39,812 211,983 327,178 NET (INCOME) LOSS ATTRIBUTABLE TO NON-CONTROLLING INTERESTS FROM DISCONTINUED OPERATIONS 402,073 (9,045) 276,332 (32,053) NET INCOME (LOSS) ATTRIBUTABLE TO 1847 HOLDINGS 2,813,784 (5,828,305) (12,461,958) (8,486,502) NET LOSS FROM CONTINUING OPERATIONS ATTRIBUTABLE TO 1847 HOLDINGS (5,461,678) (5,096,903) (19,299,975) (9,759,918) NET INCOME (LOSS) FROM DISCONTINUED OPERATIONS ATTRIBUTABLE TO 1847 HOLDINGS 8,275,462 (731,402) 6,838,017 1,273,416 PREFERRED SHARE DIVIDENDS (55,911) (125,029) (186,697) (453,121) DEEMED DIVIDENDS (28,000) (1,000) (2,397,000) NET INCOME (LOSS) ATTRIBUTABLE TO COMMON SHAREHOLDERS $ 2,757,873 $ (5,981,334) $ (12,649,655) $ (11,336,623) LOSS PER COMMON SHARE FROM CONTINUING OPERATIONS - BASIC (in Dollars per share) $ (123.94) $ (350.18) $ (605.64) $ (1,408.79) EARNINGS (LOSS) PER COMMON SHARE FROM DISCONTINUED OPERATIONS - BASIC (in Dollars per share) 185.89 (48.79) 212.51 142.27 EARNINGS (LOSS) PER COMMON SHARE ATTRIBUTABLE TO COMMON SHAREHOLDERS - BASIC (in Dollars per share) 61.95 (398.97) (393.13) (1,266.52) LOSS PER COMMON SHARE FROM CONTINUING OPERATIONS - DILUTED (in Dollars per share) (0.41) (350.18) (605.64) (1,408.79) EARNINGS (LOSS) PER COMMON SHARE FROM DISCONTINUED OPERATIONS - DILUTED (in Dollars per share) 0.62 (48.79) 212.51 142.27 EARNINGS (LOSS) PER COMMON SHARE ATTRIBUTABLE TO COMMON SHAREHOLDERS - DILUTED (in Dollars per share) $ 0.21 $ (398.97) $ (393.13) $ (1,266.52) WEIGHTED-AVERAGE COMMON SHARES OUTSTANDING - BASIC (in Shares) 44,519 14,992 32,177 8,951 WEIGHTED-AVERAGE COMMON SHARES OUTSTANDING - DILUTED (in Shares) 13,321,748 14,992 32,177 8,951 X - DefinitionThe aggregate value of preferred stock dividends and other adjustments necessary to derive net income apportioned to common stockholders. + ReferencesNo definition available. + Details Name: efsh_DeemedDividendRelatedToIssuanceOfPreferredStock Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of amortization expense attributable to debt discount (premium) and debt issuance costs. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-3 + Details Name: us-gaap_AmortizationOfFinancingCostsAndDiscounts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe aggregate costs related to goods produced and sold and services rendered by an entity during the reporting period. This excludes costs incurred during the reporting period related to financial services rendered and other revenue generating activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -

Paragraph 2 -Subparagraph (SX 210.5-03(2)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1 + Details Name: us-gaap_CostOfGoodsAndServicesSold Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe current period expense charged against earnings on long-lived, physical assets not used in production, and which are not intended for resale, to allocate or recognize the cost of such assets over their useful lives; or to record the reduction in book value of an intangible asset over the benefit period of such asset; or to reflect consumption during the period of an asset that is not used in production. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 360 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1 + Details Name: us-gaap_DepreciationAndAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) in the fair value of derivatives recognized in the income statement. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4A -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4A + Details Name: us-gaap_DerivativeGainLossOnDerivativeNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount before tax of gain (loss) not previously recognized resulting from the disposal of a discontinued operation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3B -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3BReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3 + Details Name: us-gaap_DiscontinuedOperationGainLossFromDisposalOfDiscontinuedOperationBeforeIncomeTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of tax expense (benefit) on gain (loss) not previously recognized resulting from the disposal of a discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 740 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482659/740-20-45-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3B -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3BReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-1 + Details Name: us-gaap_DiscontinuedOperationTaxEffectOfIncomeLossFromDisposalOfDiscontinuedOperation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI 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http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareBasic Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period available to each share of common stock or common unit outstanding during the reporting period and to each share or unit that would have been outstanding assuming the issuance of common shares or units for all dilutive potential common shares or units outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareDiluted Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionAmount of expense (income) related to adjustment to fair value of warrant liability. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 25 -Paragraph 13 -SubTopic 10 -Topic 480 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481766/480-10-25-13 + Details Name: us-gaap_FairValueAdjustmentOfWarrants Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionDifference between the fair value of payments made and the carrying amount of debt which is extinguished prior to maturity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-4 + Details Name: us-gaap_GainsLossesOnExtinguishmentOfDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe aggregate total of expenses of managing and administering the affairs of an entity, including affiliates of the reporting entity, which are not directly or indirectly associated with the manufacture, sale or creation of a product or product line. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1 + Details Name: us-gaap_GeneralAndAdministrativeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionTotal loss recognized during the period from the impairment of goodwill plus the loss recognized in the period resulting from the impairment of the carrying amount of intangible assets, other than goodwill. + ReferencesNo definition available. + Details Name: us-gaap_GoodwillAndIntangibleAssetImpairment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount after tax of income (loss) from continuing operations attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(13)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 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FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-15 + Details Name: us-gaap_IncomeLossFromContinuingOperationsAttributableToNoncontrollingEntity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of income (loss) from continuing operations, including income (loss) from equity method investments, before deduction of income tax expense (benefit), and income (loss)

attributable to noncontrolling interest. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 5: 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http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 235 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-05(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477314/942-235-S99-1Reference 11: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(10)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 12: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount after tax of income (loss) from continuing operations including portion attributable to the noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI 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https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards 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-Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap_IncomeLossFromContinuingOperationsIncludingPortionAttributableToNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe amount of net income (loss) from continuing operations per each share of common stock or unit outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI 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Includes, but is not limited to, the income (loss) from operations during the phase-out period, gain (loss) on disposal, gain (loss) for reversal of write-down (write-down) to fair value, less cost to sell, and adjustments to a prior period gain (loss) on disposal. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 270 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477349/740-270-45-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3A -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3AReference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3B -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3BReference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-4Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-1Reference 9: http://fasb.org/us-

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Includes, but is not limited to, the income (loss) from operations during the phase-out period, gain (loss) on disposal, gain (loss) for reversal of write-down (write-down) to fair value, less cost to sell, and adjustments to a prior period gain (loss) on disposal. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3A -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3AReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3B -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3BReference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-4Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3Reference 9: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-15 + Details Name: us-gaap_IncomeLossFromDiscontinuedOperationsNetOfTaxAttributableToNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount after tax of income (loss) from a discontinued operation attributable to the parent. Includes, but is not limited to, the income (loss) from operations during the phase-out period, gain (loss) on disposal, gain (loss) for reversal of write-down (write-down) to fair value, less cost to sell, and adjustments to a prior period gain (loss) on disposal. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3A -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3AReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 4: 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Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3 + Details Name: us-gaap_IncomeLossFromDiscontinuedOperationsNetOfTaxAttributableToReportingEntity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionPer basic share amount, after tax, of income (loss) from the day-to-day business activities of the discontinued operation and gain (loss) from the disposal of the discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(14)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_IncomeLossFromDiscontinuedOperationsNetOfTaxPerBasicShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionPer diluted share amount, after tax, of income (loss) from the day-to-day business activities of the discontinued operation and gain (loss) from the disposal of the discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 5 -Subparagraph (SAB Topic 5.E) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479836/810-10-S99-5 + Details Name: us-gaap_IncomeLossFromDiscontinuedOperationsNetOfTaxPerDilutedShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IncomeStatementAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 231 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482663/740-10-55-231Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 6.I.7) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Subparagraph (a) -SubTopic 20 -Topic 740 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482659/740-20-45-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)) -SubTopic 10 -Topic 235 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_IncomeTaxExpenseBenefit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of interest expense classified as nonoperating. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_InterestExpenseNonoperating Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of expense for salary, wage, profit sharing; incentive and equity-based compensation; and other employee benefit. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_LaborAndRelatedExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB

-URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, after deduction of tax, noncontrolling interests, dividends on preferred stock and participating securities; of income (loss) available to common shareholders. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 5 -Subparagraph (SAB Topic 6.B) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-5Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60B + Details Name: us-gaap_NetIncomeLossAvailableToCommonStockholdersBasic Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe aggregate amount of income or expense from ancillary business-related activities (that is to say, excluding major activities considered part of the normal operations of the business). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_NonoperatingIncomeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionGenerally 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. Excludes Selling, General and Administrative Expense. + ReferencesNo definition available. + Details Name: us-gaap_OperatingCostsAndExpenses Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OperatingExpensesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe net result for the period of deducting operating expenses from operating revenues. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap_OperatingIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OtherIncomeAndExpensesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of income (expense) related to nonoperating activities, classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_OtherNonoperatingIncomeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe amount of preferred stock dividends that is an adjustment to net income apportioned to common stockholders. + ReferencesNo definition available. + Details Name: us-gaap_PreferredStockDividendsIncomeStatementImpact Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionA fee charged for services from professionals such as doctors, lawyers and accountants. The term is often expanded to include other professions, for example, pharmacists charging to maintain a medicinal profile of a client or customer. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Subparagraph (k) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-3Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1 + Details Name: us-gaap_ProfessionalFees Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe consolidated profit or loss for the period, net of income taxes, including the portion attributable to the noncontrolling interest. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 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-Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4JReference 32: http://www.xbrl.org/2003/role/exampleRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 4K -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4KReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 34: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-2Reference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1AReference 37: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1A + Details Name: us-gaap_ProfitLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of revenue recognized from goods sold, services rendered, insurance premiums, or other activities that constitute an earning process. Includes, but is not limited to, investment and interest income before deduction of interest expense when recognized as a component of revenue, and sales and trading gain (loss). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -

URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 235 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-05(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477314/942-235-S99-1Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_Revenues Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe average number of shares or units issued and outstanding that are used in calculating diluted EPS or earnings per unit (EPU), determined based on the timing of issuance of shares or units in the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-16 + Details Name: us-gaap_WeightedAverageNumberOfDilutedSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of [basic] shares or units, after adjustment for contingently issuable shares or units and other shares or units not deemed outstanding, determined by relating the portion of time within a reporting period that common shares or units have been outstanding to the total time in that period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10 + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingBasic Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration XML 17 R5.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Shareholdersâ€™ Deficit (Unaudited) - USD ($) Senior Convertible Preferred Shares Series A Senior Convertible Preferred Shares Series B Senior Convertible Preferred Shares Series C Senior Convertible Preferred Shares Series D Allocation Shares Common Shares Distribution Receivable Additional Paid-In Capital Accumulated Deficit Non- Controlling Interests Total Balance at Dec. 31, 2022 $ 1,338,746 $ 1,214,181 Â Â $ 1,000 $ 5 $ (2,000,000) $ 43,966,680 $ (41,919,277) $ 288,499 $ 2,889,834 Balance (in Shares) at Dec. 31, 2022 1,593,940 464,899 Â Â Â 5,091 Â Â Â Â Â Issuance of common shares upon settlement of accrued series A preferred share dividends Â Â 152,668 152,668 Issuance of common shares upon settlement of accrued series A preferred share dividends (in Shares) Â Â Â Â Â 6 Â Â Â Â Â Issuance of common shares and warrants in connection with a private debt offering Â Â 1,360,362 1,360,362 Issuance of common shares and warrants in connection with a private debt offering (in Shares) Â Â Â Â Â 23 Â Â Â Â Â Issuance of common shares upon cashless exercise of warrants Â Â Issuance of common shares upon cashless exercise of warrants (in Shares) Â Â Â Â Â 4 Â Â Â Â Â Deemed dividend from issuance of warrants to common shareholders Â Â 618,000 (618,000) Deemed dividend from down round provision in warrants Â Â 1,217,000 (1,217,000) Dividends - series A senior convertible preferred shares Â Â (110,045) (110,045) Dividends - series B senior convertible preferred shares Â Â (52,820) (52,820) Net income (loss) Â Â 1,112,534 (65,053) 1,047,481 Balance at Mar. 31, 2023 $ 1,338,746 $ 1,214,181 Â Â 1,000 $ 5 (2,000,000) 47,314,710 (42,804,608) 223,446 5,287,480 Balance (in Shares) at Mar. 31, 2023 1,593,940 464,899 Â Â Â 5,124 Â Â Â Â Â Balance at Dec. 31, 2022 $ 1,338,746 $ 1,214,181 Â Â 1,000 $ 5 (2,000,000) 43,966,680 (41,919,277) 288,499 2,889,834 Balance (in Shares) at Dec. 31, 2022 1,593,940 464,899 Â Â Â 5,091 Â Â Â Â Â Net income (loss) Â Â Â Â Â Â Â Â Â (8,781,627) Balance at Sep. 30, 2023 $ 190,377 $ 240,499 Â Â 1,000 $ 9 (2,000,000) 57,315,859 (53,255,900) (6,626) 2,485,218 Balance (in Shares) at Sep. 30, 2023 226,667 91,567 Â Â Â 8,884 Â Â Â Â Â Balance at Mar. 31, 2023 $ 1,338,746 $ 1,214,181 Â Â 1,000 $ 5 (2,000,000) 47,314,710 (42,804,608) 223,446 5,287,480 Balance (in Shares) at Mar. 31, 2023 1,593,940 464,899 Â Â Â 5,124 Â Â Â Â Â Issuance of common shares upon settlement of accrued series A preferred share dividends Â Â 111,269 111,269 Issuance of common shares upon settlement of accrued series A preferred share dividends (in Shares) Â Â Â Â Â 10 Â Â Â Â Â Issuance of common shares upon cashless exercise of warrants Â Â Issuance of common shares upon cashless exercise of warrants (in Shares) Â Â Â Â Â 87 Â Â Â Â Â Issuance of common shares upon conversion of series B preferred shares $ (221,686) Â Â 221,686 Issuance of common shares upon conversion of series B preferred shares (in Shares) Â (85,000) Â Â Â 24 Â Â Â Â Â Issuance of common shares upon exercise of prefunded warrants Â Â 5,064 5,064 Issuance of common shares upon exercise of prefunded warrants (in Shares) Â Â Â Â Â 26 Â Â Â Â Â Deemed dividend from down round provision in warrants Â Â 534,000 (534,000) Dividends - series A senior convertible preferred shares Â Â (110,051) (110,051) Dividends - series B senior convertible preferred shares Â Â (55,176) (55,176) Net income (loss) Â Â (3,770,731) (199,305) (3,970,036) Balance at Jun. 30, 2023 $ 1,338,746 $ 992,495 Â Â 1,000 $ 5 (2,000,000) 48,186,729 (47,274,566) 24,141 1,268,550 Balance (in Shares) at Jun. 30, 2023 1,593,940 379,899 Â Â Â 5,271 Â Â Â Â Â Issuance of common shares upon settlement of accrued series A preferred share dividends Â Â 137,246 137,246 Issuance of common shares upon settlement of accrued series A preferred share dividends (in Shares) Â Â Â Â Â 43 Â Â Â Â Â Issuance of common shares upon cashless exercise of warrants Â Â Issuance of common shares upon cashless exercise of warrants (in Shares) Â Â Â Â Â 53 Â Â Â Â Â Issuance of common shares upon settlement of accrued series B preferred share dividends Â Â 54,839 54,839 Issuance of common shares upon settlement of accrued series B preferred share dividends (in Shares) Â Â Â Â Â 18 Â Â Â Â Â Issuance of common shares upon conversion of convertible notes payable Â Â Â $ 2 3,994,550 3,994,552 Issuance of common shares upon conversion of convertible notes payable (in Shares) Â Â Â Â Â 1,542 Â Â Â Â Â Issuance of warrants in connection with a private debt offering Â Â 633,552 633,552 Issuance of common shares and prefunded warrants in connection with a public offering Â Â $ 1 2,352,679 2,352,680 Issuance of common shares and prefunded warrants in connection with a public offering (in Shares) Â Â Â Â Â 404 Â Â Â Â Â Fair value of warrant liabilities upon exercise of prefunded warrants Â Â (1,156,300) (1,156,300) Issuance of common shares upon exercise of prefunded warrants Â Â Issuance of common shares upon exercise of prefunded warrants (in Shares) Â Â Â Â Â 283 Â Â Â Â Â Extinguishment of warrant liabilities upon exercise of prefunded warrants Â Â 1,184,200 1,184,200 Issuance of common shares upon conversion of series A senior convertible preferred shares $ (1,148,369) Â Â $ 1 1,148,368 Issuance of common shares upon conversion of series A senior convertible preferred shares (in Shares) (1,367,273) Â Â Â Â 835 Â Â Â Â Â Issuance of common shares upon conversion of series B senior convertible preferred shares $ (751,996) Â Â 751,996 Issuance of common shares upon conversion of series B senior convertible preferred shares (in Shares) Â (288,332) Â Â Â 435 Â Â Â Â Â Deemed dividend from down round provision in warrants Â Â 28,000 (28,000) Dividends - series A senior convertible preferred shares Â Â (93,941) (93,941) Dividends - series B senior convertible preferred shares Â Â (31,088) (31,088) Net income (loss) Â Â (5,828,305) (30,767) (5,859,072) Balance at Sep. 30, 2023 $ 190,377 $ 240,499 Â Â 1,000 $ 9 (2,000,000) 57,315,859 (53,255,900) (6,626) 2,485,218 Balance (in Shares) at Sep. 30, 2023 226,667 91,567 Â Â Â 8,884 Â Â Â Â Â Balance at Dec. 31, 2023 $ 190,377 $ 240,499 1,000 $ 10 (2,000,000) 57,677,097 (74,835,392) (1,314,280) (20,040,689) Balance (in Shares) at Dec. 31, 2023 226,667 91,567 Â 9,554 Â Â Â Â Â Issuance of common shares upon settlement of accrued series A preferred share dividends $ 1 130,967 130,968 Issuance of common shares upon settlement of accrued series A preferred share dividends (in Shares) Â Â Â Â Â 625 Â Â Â Â Â Issuance of common shares upon settlement of accrued series B preferred share dividends 13,299 13,299 Issuance of common shares upon settlement of accrued series B preferred share dividends (in Shares) Â Â Â Â Â 51 Â Â Â Â Â Issuance of common shares upon conversion of series A preferred shares $ (152,200) $ 2 152,198 Issuance of common shares upon conversion of series A preferred shares (in Shares) (181,212) Â Â Â Â 2,437 Â Â Â Â Â Issuance of common shares upon conversion of series B preferred shares $ (210,264) $ 1 210,263 Issuance of common shares upon conversion of series B preferred shares (in Shares) Â (80,110) Â Â Â 1,305 Â Â Â Â Â Issuance of common shares upon conversion of convertible notes payable $ 2 1,261,191 1,261,193 Issuance of common shares upon conversion of convertible notes payable (in Shares) Â Â Â Â Â 1,984 Â Â Â Â Â Issuance of common shares and prefunded warrants in connection with a public offering $ 9 4,334,991 4,335,000 Issuance of common shares and prefunded warrants in connection with a public offering (in Shares) Â Â Â Â Â 9,364 Â Â Â Â Â Fair value of warrant liabilities upon exercise of prefunded warrants (4,335,000) (4,335,000) Issuance of common shares upon exercise of prefunded warrants $ 3 (3) Issuance of common shares upon exercise of prefunded warrants (in Shares) Â Â Â Â Â 2,591 Â Â Â Â Â Extinguishment of warrant liabilities upon exercise of prefunded warrants 844,500 844,500 Deemed dividend from down round provision in warrants 1,000 (1,000) Dividends - series A senior convertible preferred shares (119,492) (119,492) Dividends - series B senior convertible preferred shares (2,976) (2,976) Net income (loss) (10,400,513) 41,452 (10,359,061) Balance at Mar. 31, 2024 $ 38,177 $ 30,235 1,000 $ 28 (2,000,000) 60,290,503 (85,359,373) (1,272,828) (28,272,258) Balance (in Shares) at Mar. 31, 2024 45,455 11,457 Â 27,911 Â Â Â Â Â Balance at Dec. 31, 2023 $ 190,377 $ 240,499 1,000 $ 10 (2,000,000) 57,677,097 (74,835,392) (1,314,280) (20,040,689) Balance (in Shares) at Dec. 31, 2023 226,667 91,567 Â 9,554 Â Â Â Â Â Net income (loss) Â Â Â Â Â Â Â Â Â (12,950,273) Balance at Sep. 30, 2024 $ 39,877 $ 214,900 $ 600,100 1,000 $ 46 (785,000) 62,943,899 (87,485,047) (1,802,595) (26,272,820) Balance (in Shares) at Sep. 30, 2024 50,592 83,603 6,293,022 Â 45,692 Â Â Â Â Â Balance at Mar. 31, 2024 $ 38,177 $ 30,235 1,000 $ 28 (2,000,000) 60,290,503 (85,359,373) (1,272,828) (28,272,258) Balance (in Shares) at Mar. 31, 2024 45,455 11,457 Â 27,911 Â Â Â Â Â Issuance of common shares upon conversion of series B preferred shares $ (30,235) 30,235 Issuance of common shares upon conversion of series B preferred shares (in Shares) Â (11,457) Â Â Â 218 Â Â Â Â Â Issuance of common shares upon conversion of convertible notes payable $ 4 765,302 765,306 Issuance of common shares upon conversion of convertible notes payable (in Shares) Â Â Â Â Â 3,879 Â Â Â Â Â Issuance of warrants in connection with a private debt offering 7,573 7,573 Issuance of common shares upon exercise of prefunded warrants $ 9 (9) Issuance of common shares upon exercise of prefunded warrants (in Shares) Â Â Â Â Â 9,018 Â Â Â Â Â Extinguishment of warrant liabilities upon exercise of prefunded warrants 1,676,500 1,676,500 Issuance of series D preferred shares in connection with a private debt offering $ 214,000 214,000 Issuance of series D preferred shares in connection with a private debt offering (in Shares) Â Â Â 1,966,570 Â Â Â Â Â Â Â Dividends - series A senior convertible preferred shares (7,953) (7,953) Dividends - series D senior convertible preferred shares (365) (365) Net income (loss) (4,875,229) (31,583) (4,906,812) Balance at Jun. 30, 2024 $ 38,177 $ 214,000 1,000 $ 41 (2,000,000) 62,770,104 (90,242,920) (1,304,411) (30,524,009) Balance (in Shares) at Jun. 30, 2024 45,455 1,966,570 Â 41,026 Â Â Â Â Â Issuance of common shares upon settlement of accrued series A preferred share dividends $ 1,700 1,700 Issuance of common shares upon settlement of accrued series A preferred share dividends (in Shares) 5,137 Â Â Â Â Â Â Â Â Â Issuance of series C preferred shares upon settlement of note payable $ 214,900 214,900 Issuance of series C preferred shares upon settlement of note payable (in Shares) Â Â 83,603 Â Â Â Â Â Â Â Â Â Issuance of common shares upon exercise of prefunded warrants $ 5 (5) Issuance of common shares upon exercise of prefunded warrants (in Shares) Â Â Â Â Â 4,666 Â Â Â Â Â Extinguishment of warrant liabilities upon exercise of prefunded warrants 173,800 173,800 Issuance of series D preferred shares in connection with a private debt offering $ 386,100 386,100 Issuance of series D preferred shares in connection with a private debt offering (in Shares) Â Â Â 4,326,452 Â Â Â Â Â Â Â 1847 Manager profit allocation distribution from sale of High Mountain 1,215,000 1,215,000 Dividends - series A senior convertible preferred shares (8,040) (8,040) Dividends - series C senior convertible preferred shares (5,360) (5,360) Dividends - series D senior convertible preferred shares (42,511) (42,511) Net income (loss) 2,813,784 (498,184) 2,315,600 Balance at Sep. 30, 2024 $ 39,877 $ 214,900 $ 600,100 $ 1,000 $ 46 $ (785,000) $ 62,943,899 $ (87,485,047) $ (1,802,595) $ (26,272,820) Balance (in Shares) at Sep. 30, 2024 50,592 83,603 6,293,022 Â 45,692 Â Â Â Â Â X - DefinitionExtinguishment of warrant liabilities upon exercise of prefunded warrants. + ReferencesNo definition available. + Details Name: efsh_AdjustmentsToAdditionalPaidInCapitalExtinguishmentOfWarrantLiabilitiesUponExerciseOfPrefundedWarrants Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: efsh_AdjustmentsToAdditionalPaidInCapitalIssuanceOfWarrantsInConnectionWithAPrivateDebtOffering Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionDividends - series C senior convertible preferred shares. + ReferencesNo definition available. + Details Name: efsh_DividendsSeriesCSeniorConvertiblePreferredShares Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionIssuance of common shares upon conversion of series A senior convertible preferred shares. + ReferencesNo definition available. + Details Name: efsh_IssuanceOfCommonSharesUponConversionOfSeriesASeniorConvertiblePreferredShares Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionIssuance of common shares upon conversion of series A senior convertible preferred shares. + ReferencesNo definition available. + Details Name: efsh_IssuanceOfCommonSharesUponConversionOfSeriesASeniorConvertiblePreferredSharesinS Namespace Prefix: efsh_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionIssuance of common shares upon conversion of series B senior convertible preferred shares. + ReferencesNo definition available. + Details Name: efsh_IssuanceOfCommonSharesUponConversionOfSeriesBSeniorConvertiblePreferredShares Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionIssuance of common shares upon conversion of series B senior convertible preferred shares. + ReferencesNo definition available. + Details Name: efsh_IssuanceOfCommonSharesUponConversionOfSeriesBSeniorConvertiblePreferredSharesinS Namespace Prefix: efsh_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionIssuance of series C preferred shares upon settlement of note payable. + ReferencesNo definition available. + Details Name: efsh_IssuanceOfSeriesCPreferredSharesUponSettlementOfNotePayable Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionIssuance of series C preferred shares upon settlement of note payable in Shares. + ReferencesNo definition available. + Details Name: efsh_IssuanceOfSeriesCPreferredSharesUponSettlementOfNotePayableinShares Namespace Prefix: efsh_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X -

DefinitionRepresent amount of profit allocation distribution from sale of high mountain. + ReferencesNo definition available. + Details Name: efsh_ProfitAllocationDistributionFromSaleOfHighMountain Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionIssuance of common shares and warrants in connection with a private debt offering in shares. + ReferencesNo definition available. + Details Name: efsh_StockIssuedDuringIssuanceOfCommonSharesAndWarrantsInConnectionWithAPrivateDebtOfferinginShares Namespace Prefix: efsh_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionShares of issuance of common shares upon cashless exercise of warrants. + ReferencesNo definition available. + Details Name: efsh_StockIssuedDuringPeriodSharesIssuanceOfCommonSharesUponCashlessExerciseOfWarrants Namespace Prefix: efsh_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe number of shares issued during the period upon the issuance of series D preferred shares in connection with a private debt offering. + ReferencesNo definition available. + Details Name: efsh_StockIssuedDuringPeriodSharesSeriesDPreferredSharesInConnectionWithAPrivateDebtOffering Namespace Prefix: efsh_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionValue of issuance of common shares upon cashless exercise of warrants. + ReferencesNo definition available. + Details Name: efsh_StockIssuedDuringPeriodValueIssuanceOfCommonSharesUponCashlessExerciseOfWarrants Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionValue of stock issued during the period upon the issuance of series D preferred shares in connection with a private debt offering. + ReferencesNo definition available. + Details Name: efsh_StockIssuedDuringPeriodValueSeriesDPreferredSharesInConnectionWithAPrivateDebtOffering Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionShares of issuance of common shares and prefunded warrants in connection with a public offering. + ReferencesNo definition available. + Details Name: efsh_StockIssuedDuringSharesIssuanceOfCommonSharesAndPrefundedWarrantsInConnectionWithAPublicOffering Namespace Prefix: efsh_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: efsh_StockissuedDuringPeriodValueDividendsSeriesDSeniorConvertiblePreferredShares Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionValue of issuance of common shares and warrants in connection with a private debt offering. + ReferencesNo definition available. + Details Name: efsh_StockissuedDuringPeriodValueIssuanceOfCommonSharesAndWarrantsInConnectionWithAPrivateDebtOffering Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of decrease in additional paid in capital (APIC) resulting from dividends legally declared (or paid) in excess of retained earnings balance. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_AdjustmentsToAdditionalPaidInCapitalDividendsInExcessOfRetainedEarnings Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of other increase (decrease) in additional paid in capital (APIC). + ReferencesNo definition available. + Details Name: us-gaap_AdjustmentsToAdditionalPaidInCapitalOther Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase in additional paid in capital (APIC) resulting from the issuance of warrants. Includes allocation of proceeds of debt securities issued with detachable stock purchase warrants. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 20 -Section 25 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481284/470-20-25-2 + Details Name: us-gaap_AdjustmentsToAdditionalPaidInCapitalWarrantIssued Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe value of the stock converted in a noncash (or part noncash) transaction. Noncash is defined as transactions during a period that do not result in cash receipts or cash payments in the period. "Part noncash" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_ConversionOfStockAmountConverted1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe number of shares converted in a noncash (or part noncash) transaction. Noncash is defined as transactions during a period that do not result in cash receipts or cash payments in the period. "Part noncash" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_ConversionOfStockSharesConverted1 Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionAmount of paid and unpaid preferred stock dividends declared with the form of settlement in stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 2 -SubTopic 405 -Topic 942 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477787/942-405-45-2 + Details Name: us-gaap_DividendsPreferredStockStock Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAggregate amount of cumulative preferred dividends in arrears. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 10 -Section 50 -Paragraph 5 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-5 + Details Name: us-gaap_PreferredStockAmountOfPreferredDividendsInArrears Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe consolidated profit or loss for the period, net of income taxes, including the portion attributable to the noncontrolling interest. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 11: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-11Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-3Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19Reference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 235 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-05(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477314/942-235-S99-1Reference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 31: http://www.xbrl.org/2003/role/exampleRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 4J -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4JReference 32: http://www.xbrl.org/2003/role/exampleRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 4K -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4KReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 34: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-2Reference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1AReference 37: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1A + Details Name: us-gaap_ProfitLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNumber of shares issued which are neither cancelled nor held in the treasury. + ReferencesNo definition available. + Details Name: us-gaap_SharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionValue of preferred stock and warrants for common stock issued. + ReferencesNo definition available. + Details Name: us-gaap_StockAndWarrantsIssuedDuringPeriodValuePreferredStockAndWarrants Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNumber of shares issued during the period as a result of the conversion of convertible securities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_StockIssuedDuringPeriodSharesConversionOfConvertibleSecurities Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe number of shares issued during the period upon the conversion of units. An example of a convertible unit is an umbrella partnership real estate investment trust unit (UPREIT unit). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-

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DefinitionNumber of shares of stock issued attributable to transactions classified as other. + ReferencesNo definition available. + Details Name: us-gaap_StockIssuedDuringPeriodSharesOther Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of share options (or share units) exercised during the current period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesStockOptionsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe gross value of stock issued during the period upon the conversion of convertible securities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodValueConversionOfConvertibleSecurities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionValue of stock issued during the period upon the conversion of units. An example of a convertible unit is an umbrella partnership real estate investment trust unit (UPREIT unit). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodValueConversionOfUnits Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionEquity impact of the value of new stock issued during the period. Includes shares issued in an initial public offering or a secondary public offering. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-11Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-4Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodValueNewIssues Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionValue of shares of stock issued attributable to transactions classified as other. + ReferencesNo definition available. + Details Name: us-gaap_StockIssuedDuringPeriodValueOther Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionValue of stock issued as a result of the exercise of stock options. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodValueStockOptionsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of equity (deficit) attributable to parent and noncontrolling interest. Excludes temporary equity. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: 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Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 39: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 40: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 41: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -

Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 42: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 43: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 44: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 45: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 46: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-15Reference 47: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-16Reference 48: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 55 -Paragraph 4I -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4IReference 49: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476166/350-60-65-1 + Details Name: us-gaap_StockholdersEquityIncludingPortionAttributableToNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 18 R6.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Cash Flows (Unaudited) - USD ($) 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 CASH FLOWS FROM OPERATING ACTIVITIES Â Â Net loss $ (12,950,273) $ (8,781,627) Net loss from discontinued operations 3,521,936 (1,305,469) Gain on disposition of subsidiaries (10,083,621) Adjustments to reconcile net loss to net cash used in operating activities: Â Â 1847 Manager profit allocation distribution from the sale of High Mountain 1,215,000 Loss on extinguishment of debt 2,843,451 Impairment of goodwill and intangible assets 679,175 Gain on change in fair value of warrant liabilities (1,841,000) 27,900 Loss on change in fair value of derivative liabilities (1,689,410) (425,977) Deferred taxes (49,000) (49,000) Depreciation and amortization 507,324 993,051 Amortization of debt discounts 7,976,758 3,808,269 Amortization of right-of-use assets 313,010 306,806 Changes in operating assets and liabilities: Â Â Receivables (130,481) 150,657 Contract assets 22,546 55,363 Inventories 710,131 (218,891) Prepaid expenses and other current assets 68,305 (683,236) Accounts payable and accrued expenses (617,317) (960,347) Contract liabilities (1,860,974) (542,984) Customer deposits (20,259) Operating lease liabilities (324,048) (307,815) Net cash used in operating activities from continuing operations (11,688,488) (7,953,559) Net cash provided by operating activities from discontinued operations 2,209,538 2,256,240 Net cash used in operating activities (9,478,950) (5,697,319) CASH FLOWS FROM INVESTING ACTIVITIES Â Â Proceeds from the sale of High Mountain 8,801,868 Escrow receivable from the sale of High Mountain 8,700,000 Purchases of property and equipment (17,160) Net cash provided by (used in) investing activities from continuing operations 17,501,868 (17,160) Net cash used in investing activities from discontinued operations (3,884,385) Net cash provided by (used in) investing activities 17,501,868 (3,901,545) CASH FLOWS FROM FINANCING ACTIVITIES Â Â Net proceeds from notes payable 4,954,300 1,410,000 Net proceeds from issuance of common shares and warrants in connection with a private debt offering 5,767,518 Net proceeds from issuance of common shares and warrants in connection with a public offering 4,335,000 2,352,680 Proceeds from exercise of warrants 5,064 Repayments of notes payable and finance lease liabilities (4,188,353) (1,867,806) Repayments of convertible notes payable (1,370,581) Accrued series B preferred share dividends paid (105,671) Net cash provided by financing activities from continuing operations 3,730,366 7,561,785 Net cash provided by (used in) financing activities from discontinued operations (1,701,500) 3,014,475 Net cash provided by financing activities 2,028,866 10,576,260 NET CHANGE IN CASH AND CASH EQUIVALENTS FROM CONTINUING OPERATIONS 9,543,746 (408,934) CASH AND CASH EQUIVALENTS FROM CONTINUING OPERATIONS Â Â Cash from continuing operations at the beginning of the period 673,445 861,218 Cash from continuing operations at the end of the period 10,217,191 452,284 SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION Â Â Cash paid for interest 4,401,563 3,217,831 Cash paid for income taxes 40,000 141,135 NON-CASH INVESTING AND FINANCING ACTIVITIES Â Â Net assets acquired in the acquisition of ICU Eyewear 2,639,861 Net assets from the disposition of subsidiaries 7,418,247 Deemed dividend from issuance of warrants to common shareholders 618,000 Deemed dividend from down round provision in warrants 1,000 1,779,000 Issuance of common shares upon cashless exercise of warrants Â Debt discount on notes payable 1,836,434 4,705,971 Fair value of derivative liabilities recognized upon issuance of promissory notes 1,699,727 2,613,177 Fair value of warrant liabilities recognized upon issuance of prefunded warrants 4,545,700 1,156,300 Issuance of common shares upon exercise of prefunded warrants 16 Extinguishment of warrant liabilities upon exercise of prefunded warrants 2,694,800 Issuance of common shares upon conversion of convertible notes payable and accrued interest $ 2,026,499 $ 3,129,976 Issuance of warrants in connection with a private debt offering (in Shares) 7,573 Issuance of series D preferred shares in connection with a private debt offering $ 600,100 Settlement of revolving line of credit and accrued interest through the issuance of a new revolving line of credit 2,003,985 Financed purchases of property and equipment 123,691 256,843 Operating lease right-of-use asset and liability measurement 2,088,680 Fair value of note payable issued for services 492,000 Reclassification of accrued interest to convertible notes payable 17,954 Reclassification of notes payable to convertible notes payable upon default 3,329,702 Series A Preferred Stock Â Â NON-CASH INVESTING AND FINANCING ACTIVITIES Â Â Accrued dividends on series preferred shares 135,485 314,037 Issuance of common shares upon settlement of accrued series dividends 130,968 401,183 Issuance of common shares upon conversion of series shares 152,200 1,148,369 Series B Preferred Stock Â Â NON-CASH INVESTING AND FINANCING ACTIVITIES Â Â Accrued dividends on series preferred shares 2,976 139,084 Issuance of common shares upon settlement of accrued series dividends 13,299 54,839 Issuance of common shares upon conversion of series shares 240,499 973,682 Series C Preferred Stock Â Â NON-CASH INVESTING AND FINANCING ACTIVITIES Â Â Accrued dividends on series preferred shares 5,360 Series D Preferred Stock Â Â NON-CASH INVESTING AND FINANCING ACTIVITIES Â Â Accrued dividends on series preferred shares $ 42,876 X - ReferencesNo definition available. + Details Name: efsh_AccruedCommonShareDividends Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAccrued dividends on series A preferred shares. + ReferencesNo definition available. + Details Name: efsh_AccruedDividendsOnSeriesAPreferredShares Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe represent dividend from down round provision in warrants. + ReferencesNo definition available. + Details Name: efsh_DividendFromDownRoundProvisionInWarrants Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe represent of dividend from issuance of warrants to common shareholders. + ReferencesNo definition available. + Details Name: efsh_DividendFromIssuanceOfWarrantsToCommonShareholders Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionEscrow receivable. + ReferencesNo definition available. + Details Name: efsh_EscrowReceivable Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionExtinguishment of warrant liability upon exercise of prefunded warrants. + ReferencesNo definition available. + Details Name: efsh_ExtinguishmentOfWarrantLiabilityUponExerciseOfPrefundedWarrants Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionFair value of note payable issued for services. + ReferencesNo definition available. + Details Name: efsh_FairValueOfNotePayableIssuedForServices Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionFair value of warrant liability recognized upon issuance of prefunded warrants. + ReferencesNo definition available. + Details Name: efsh_FairValueOfWarrantLiabilityRecognizedUponIssuanceOfPrefundedWarrants Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionRepresent the amount of financed purchases of property and equipment. + ReferencesNo definition available. + Details Name: efsh_FinancedPurchasesOfPropertyAndEquipment Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionCustomer deposits. + ReferencesNo definition available. + Details Name: efsh_IncreaseDecreaseCustomerDeposits Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: efsh_IssuanceOfCommonSharesUponCashlesExerciseOfWarrants Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of issuance of common shares of convertible notes payable and accrued interest. + ReferencesNo definition available. + Details Name: efsh_IssuanceOfCommonSharesUponConversionOfConvertibleNotesPayableAndAccruedInterest Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: efsh_IssuanceOfCommonSharesUponConversionOfSeriesAPreferredShares Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionIssuance of series D preferred shares in connection with a private debt offering. + ReferencesNo definition available. + Details Name: efsh_IssuanceOfSeriesDPreferredSharesInConnectionWithAPrivateDebtOffering Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNet assets from the disposition of Asienâ€™s. + ReferencesNo definition available. + Details Name: efsh_NetAssetsFromTheDispositionOfAsiens Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionRepresents the amount of proceeds from issuance of common shares and warrants in connection with a private debt offerings, Net. + ReferencesNo definition available. + Details Name: efsh_ProceedsFromIssuanceOfCommonSharesAndWarrantsInConnectionWithAPrivateDebtOfferingsNet Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionProfit allocation distribution from the sale of high mountain. + ReferencesNo definition available. + Details Name: efsh_ProfitAllocationDistributionFromTheSaleOfHighMountain Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of reclassification of notes payable to convertible notes payable. + ReferencesNo definition available. + Details Name: efsh_ReclassificationOfNotesPayableToConvertibleNotesPayableUponDefault Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_AdjustmentsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of amortization expense attributable to debt discount (premium) and debt issuance costs. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-3 + Details Name: us-gaap_AmortizationOfFinancingCostsAndDiscounts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_CashAndCashEquivalentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage. Excludes amount for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of increase (decrease) in cash, cash equivalents, and cash and cash equivalents restricted to withdrawal or usage, including effect from change in exchange rate. Excludes amounts for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposit with financial institution, and account with general characteristic of demand deposit. Cash equivalents include, but are not limited to, short-term, highly liquid investment that is both readily convertible to known amount of cash and so near maturity that it presents insignificant risk of change in value because of change in interest rate. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 830 -SubTopic 230 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477401/830-230-45-1 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffectContinuingOperations Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_CashFlowNoncashInvestingAndFinancingActivitiesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) of financing activities of discontinued operations. Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_CashProvidedByUsedInFinancingActivitiesDiscontinuedOperations Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash inflow (outflow) of investing activities of discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5B + Details Name: us-gaap_CashProvidedByUsedInInvestingActivitiesDiscontinuedOperations Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe value of the financial instrument issued [noncash or part noncash] in the conversion of stock. Noncash is defined as transactions during a period that do not result in cash receipts or cash payments in the period. "Part noncash" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_ConversionOfStockAmountIssued1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe value of the financial instrument(s) that the original debt is being converted into in a noncash (or part noncash) transaction. "Part noncash" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI

https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_DebtConversionConvertedInstrumentAmount1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe amount of debt issuance costs that were incurred during a noncash or partial noncash transaction. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_DebtIssuanceCostsIncurredDuringNoncashOrPartialNoncashTransaction Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of deferred income tax expense (benefit) pertaining to income (loss) from continuing operations. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)(1)(Note 1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (b) -SubTopic 10 -Topic 740 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-9 + Details Name: us-gaap_DeferredIncomeTaxExpenseBenefit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe aggregate expense recognized in the current period that allocates the cost of tangible assets, intangible assets, or depleting assets to periods that benefit from use of the assets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22 + Details Name: us-gaap_DepreciationDepletionAndAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) in the fair value of derivatives recognized in the income statement. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4A -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4A + Details Name: us-gaap_DerivativeGainLossOnDerivativeNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount before tax of gain (loss) not previously recognized resulting from the disposal of a discontinued operation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3B -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3BReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3 + Details Name: us-gaap_DiscontinuedOperationGainLossFromDisposalOfDiscontinuedOperationBeforeIncomeTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of expense (income) related to adjustment to fair value of warrant liability. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 25 -Paragraph 13 -SubTopic 10 -Topic 480 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481766/480-10-25-13 + Details Name: us-gaap_FairValueAdjustmentOfWarrants Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe fair value of assets acquired in noncash investing or financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_FairValueOfAssetsAcquired Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of gain (loss) on sale or disposal of equity in securities of subsidiaries. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(9)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(7)(c)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(13)(g)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_GainOrLossOnSaleOfStockInSubsidiary Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionDifference between the fair value of payments made and the carrying amount of debt which is extinguished prior to maturity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-4 + Details Name: us-gaap_GainsLossesOnExtinguishmentOfDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionTotal loss recognized during the period from the impairment of goodwill plus the loss recognized in the period resulting from the impairment of the carrying amount of intangible assets, other than goodwill. + ReferencesNo definition available. + Details Name: us-gaap_GoodwillAndIntangibleAssetImpairment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, after refund, of cash paid to foreign, federal, state, and local jurisdictions as income tax. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2AReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 23 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-23Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-22Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2 + Details Name: us-gaap_IncomeTaxesPaidNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the amounts payable to vendors for goods and services received and the amount of obligations and expenses incurred but not paid. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccountsPayableAndAccruedLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) in right to consideration in exchange for good or service transferred to customer when right is conditioned on something other than passage of time. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInContractWithCustomerAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase (decrease) in obligation to transfer good or service to customer for which consideration has been received or is receivable. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 912 -SubTopic 310 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478345/912-310-45-11Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInContractWithCustomerLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the aggregate value of all inventory held by the reporting entity, associated with underlying transactions that are classified as operating activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInInventories Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IncreaseDecreaseInOperatingCapitalAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of increase (decrease) in obligation for operating lease. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(1) -SubTopic 20 -Topic 842 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_IncreaseDecreaseInOperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) in prepaid expenses, and assets classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInPrepaidDeferredExpenseAndOtherAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the total amount due within one year (or one operating cycle) from all parties, associated with underlying transactions that are classified as operating activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInReceivables Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash paid for interest, excluding capitalized interest, classified as operating activity. Includes, but is not limited to, payment to settle zero-coupon bond for accreted interest of debt discount and debt instrument with insignificant coupon interest rate in relation to effective interest rate of borrowing attributable to accreted interest of debt discount. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-17Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2 + Details Name: us-gaap_InterestPaidNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe fair value of liabilities assumed in noncash investing or financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_LiabilitiesAssumed1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionIncrease (decrease) in cash associated with the entity's discontinued operations. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInDiscontinuedOperations Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash inflow (outflow) from financing activities, including discontinued operations. Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) of financing activities, excluding discontinued operations. Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivitiesContinuingOperations Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash inflow (outflow) from investing activities, including discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) of investing activities, excluding discontinued

operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivitiesContinuingOperations Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash inflow (outflow) from operating activities, including discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25 + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from operating activities, excluding discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25 + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivitiesContinuingOperations Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: na Period Type: duration X - DefinitionThe number of warrants issued as [noncash or part noncash] consideration for a business or asset acquired. Noncash is defined as transactions during a period that affect recognized assets or liabilities but that do not result in cash receipts or cash payments in the period. "Part noncash" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_NoncashOrPartNoncashAcquisitionNoncashFinancialOrEquityInstrumentConsiderationWarrantsIssued1 Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionAmount of periodic reduction over lease term of carrying amount of right-of-use asset from operating lease. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_OperatingLeaseRightOfUseAssetAmortizationExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash outflow in the form of ordinary dividends to preferred shareholders of the parent entity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_PaymentsOfDividendsPreferredStockAndPreferenceStock Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow associated with the acquisition of long-lived, physical assets that are used in the normal conduct of business to produce goods and services and not intended for resale; includes cash outflows to pay for construction of self-constructed assets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquirePropertyPlantAndEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash inflow from issuance of rights to purchase common shares at predetermined price (usually issued together with corporate debt). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromIssuanceOfWarrants Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow from a borrowing supported by a written promise to pay an obligation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromNotesPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow from the sale of long-lived, physical assets that are used in the normal conduct of business to produce goods and services and not intended for resale. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 12 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-12 + Details Name: us-gaap_ProceedsFromSaleOfPropertyPlantAndEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow associated with the amount received from holders exercising their stock warrants. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromWarrantExercises Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe consolidated profit or loss for the period, net of income taxes, including the portion attributable to the noncontrolling interest. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 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http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 17: 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https://asc.fasb.org/1943274/2147481175/810-10-55-4KReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 34: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-2Reference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1AReference 37: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1A + Details Name: us-gaap_ProfitLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow from the repayment of a long-term debt instrument which can be exchanged for a specified amount of another security, typically the entity's common stock, at the option of the issuer or the holder. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_RepaymentsOfConvertibleDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow for a borrowing supported by a written promise to pay an obligation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_RepaymentsOfNotesPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of asset retirement obligations settled through noncash transactions. An asset retirement obligation is a legal obligation associated with the disposal or retirement from service of a tangible long-lived asset. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_SettlementOfAssetRetirementObligationsThroughNoncashPaymentsAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe fair value of stock issued in noncash financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_StockIssued1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_SupplementalCashFlowInformationAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesAPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesBPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesCPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X -

Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesDPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 19 R7.htm IDEA: XBRL DOCUMENT v3.24.3 Basis of Presentation and Other Information 9 Months Ended Sep. 30, 2024 Basis of Presentation and Other Information [Abstract] Â BASIS OF PRESENTATION AND OTHER INFORMATION NOTE 1â€”BASIS OF PRESENTATION AND OTHER INFORMATION Â The accompanying unaudited condensed consolidated financial statements of 1847 Holdings LLC (the â€œCompany,â€ â€œwe,â€ â€œus,â€ or â€œourâ€) have been prepared in accordance with accounting principles generally accepted in the United States of America (â€œGAAPâ€) for interim financial information and with the instructions to Form 10-Q of Regulation S-X. They do not include all the information and footnotes required by GAAP for complete financial statements. The December 31, 2023 consolidated balance sheet data was derived from audited financial statements but do not include all disclosures required by GAAP. The interim unaudited condensed consolidated financial statements should be read in conjunction with those consolidated financial statements included in the Form 10-K, as filed with the Securities and Exchange Commission on April 25, 2024. In the opinion of management, all adjustments considered necessary for a fair presentation of the financial statements, consisting solely of normal recurring adjustments, have been made. Operating results for the three and nine months ended September 30, 2024 are not necessarily indicative of the results that may be expected for the year ending December 31, 2024. Â Discontinued Operations Â On February 26, 2024, Asienâ€™s Appliance, Inc. (â€œAsienâ€™sâ€), a wholly owned subsidiary of the Companyâ€™s subsidiary 1847 Asien Inc. (â€œ1847 Asienâ€), entered into a general assignment for the benefit of its creditors (the â€œAssignment Agreementâ€) with SG Service Co., LLC, pursuant to which Asienâ€™s transferred ownership of all or substantially all of its right, title, and interest in, as well as custody and control of, its assets to SG Service Co., LLC in trust. Â The Company is a limited guarantor of an Amended and Restated Credit and Security Agreement (the â€œICU Loan Agreementâ€) that was entered into on September 11, 2023, between AB Lending SPV I LLC d/b/a Mountain Ridge Capital (the â€œICU Lenderâ€), and the Companyâ€™s subsidiaries ICU Eyewear, Inc. (â€œICU Eyewearâ€), ICU Eyewear Holdings, Inc., and 1847 ICU Holdings Inc. (the â€œICU Partiesâ€). Pursuant to the ICU Loan Agreement, the ICU Lender had a security interest in all the assets of ICU Eyewear. ICU Eyewear was in default under the ICU Loan Agreement and, with the approval of the other ICU Parties, consented to a foreclosure by the ICU Lender and private sale of substantially all of its assets in an Article 9 sale process, pursuant to Section 9-610 of the Uniform Commercial Code as in effect in the State of New York and Section 9-610 of the Uniform Commercial Code as in effect in the State of California. On August 5, 2024, ICU Eyecare Solutions Inc., an entity that is not affiliated with the Company, was the successful bidder with a cash bid of $4,250,000. Pursuant to an agreement dated, August 5, 2024, and in consideration for such purchase price, the ICU Lender having foreclosed on its security interest in all of the assets of ICU Eyewear then conveyed all of its rights, title, and interest in all of such assets to ICU Eyecare Solutions Inc. Â On September 30, 2024, the Company entered into an asset purchase agreement (the â€œPurchase Agreementâ€) with BFS Group LLC (â€œBFSâ€), and the Companyâ€™s majority owned subsidiary High Mountain Door & Trim Inc. (â€œHigh Mountainâ€), pursuant to which the Company sold substantially all of the assets of High Mountain to BFS for an aggregate cash only purchase price of $17,000,000, subject to certain pre-closing and post-closing adjustments. Â The results of operations of Asienâ€™s, ICU Eyewear and High Mountain are reported as discontinued operations for the three and nine months ended September 30, 2024 and 2023. Unless otherwise noted, amounts and disclosures throughout these notes to condensed consolidated financial statements relate solely to continuing operations and exclude all discontinued operations. See Note 3 for additional information.Â The Company evaluates all disposal transactions to determine whether such disposal qualifies for reporting as discontinued operations in accordance with ASC 205-20, â€œDiscontinued Operations.â€ A disposal of a component or a group of components is reported in discontinued operations if the disposal represents a strategic shift that has or will have a major effect on the Companyâ€™s operations and financial results when the following occurs: (1) a component (or group of components) meets the criteria to be classified as held for sale; (2) the component or group of components is disposed of by sale; or (3) the component or group of components is disposed of other than by sale (for example, by abandonment or in a distribution to owners in a spin-off). For any component classified as held for sale or disposed of by sale or other than by sale, qualifying for presentation as a discontinued operation, the Company reports the results of operations of the discontinued operations (including any gain or loss recognized on the disposal or loss recognized on classification as held for sale of a discontinued operation), less applicable income taxes (benefit), as a separate component in the consolidated statement of operations for current and all prior periods presented. The Company also reports assets and liabilities associated with discontinued operations as separate line items on the consolidated balance sheet for prior periods. Â Reverse Share Splits Â On July 8, 2024, the Company effected a 1-for-13 reverse split of its outstanding common shares. All outstanding common shares and warrants were adjusted to reflect the 1-for-13 reverse split, with the respective exercise prices of the warrants proportionately increased. The outstanding convertible notes and preferred shares conversion prices were adjusted to reflect a proportional decrease in the number of common shares to be issued upon conversion. Â On November 11, 2024, the Company effected a 1-for-15 reverse split of its outstanding common shares. All outstanding common shares and warrants were adjusted to reflect the 1-for-15 reverse split, with the respective exercise prices of the warrants proportionately increased. The outstanding convertible notes and preferred shares conversion prices were adjusted to reflect a proportional decrease in the number of common shares to be issued upon conversion. Â All share and per share data throughout these condensed consolidated financial statements have been retroactively adjusted to reflect the reverse share splits. The total number of authorized common shares did not change. As a result of the reverse common share splits, an amount equal to the decreased value of common shares was reclassified from â€œcommon sharesâ€ to â€œadditional paid-in capital.â€ Â Reclassifications Â Certain reclassifications within operating expenses have been made to the prior periodâ€™s financial statements to conform to the current period financial statement presentation. There is no impact in total to the results of operations and cash flows in all periods presented. Â Recently Issued Accounting Pronouncements Â In November 2023, the Financial Accounting Standards Board (â€œFASBâ€) issued Accounting Standards Update (â€œASUâ€) 2023-07, â€œSegment Reporting (Topic 280): Improvements to Reportable Segment Disclosures,â€ which requires a public entity to disclose significant segment expenses and other segment items on an annual and interim basis and to provide in interim periods all disclosures about reportable segmentâ€™s profit or loss and assets that are currently required annually. ASU 2023-07 is effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024, with early adoption permitted. These amendments are to be applied retrospectively. The Company is currently evaluating the impact this standard will have on its condensed consolidated financial statements. Â In December 2023, the FASB issued ASU 2023-09, â€œIncome Taxes (Topic 740): Improvements to Income Tax Disclosures,â€ which enhances the transparency and decision usefulness of income tax disclosures by requiring; (1) consistent categories and greater disaggregation of information in the rate reconciliation and (2) income taxes paid disaggregated by jurisdiction. It also includes certain other amendments to improve the effectiveness of income tax disclosures. ASU 2023-09 is effective for fiscal years beginning after December 15, 2025, with early adoption permitted. These amendments are to be applied prospectively, with retrospective application permitted. The Company is currently evaluating the impact this standard will have on its condensed consolidated financial statements. Â The Company currently believes there are no other issued and not yet effective accounting standards that are materially relevant to our condensed consolidated financial statements. X - DefinitionThe entire disclosure for the nature of an entity's business, major products or services, principal markets including location, and the relative importance of its operations in each business and the basis for the determination, including but not limited to, assets, revenues, or earnings. For an entity that has not commenced principal operations, disclosures about the risks and uncertainties related to the activities in which the entity is currently engaged and an understanding of what those activities are being directed toward. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Topic 275 -Publisher FASB -URI https://asc.fasb.org/275/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1 + Details Name: us-gaap_NatureOfOperations Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 20 R8.htm IDEA: XBRL DOCUMENT v3.24.3 Liquidity and Going Concern Assessment 9 Months Ended Sep. 30, 2024 Liquidity and Going Concern Assessment [Abstract] Â LIQUIDITY AND GOING CONCERN ASSESSMENT NOTE 2â€”LIQUIDITY AND GOING CONCERN ASSESSMENT Â Management assesses liquidity and going concern uncertainty in the Companyâ€™s condensed consolidated financial statements to determine whether there is sufficient cash on hand and working capital, including available borrowings on loans, to operate for a period of at least one year from the date the financial statements are issued, which is referred to as the â€œlook-forward period,â€ as defined in GAAP. As part of this assessment, based on conditions that are known and reasonably knowable to management, management considered various scenarios, forecasts, projections, estimates and made certain key assumptions, including the timing and nature of projected cash expenditures or programs, its ability to delay or curtail expenditures or programs and its ability to raise additional capital, if necessary, among other factors. Based on this assessment, management made certain assumptions around implementing curtailments or delays in the nature and timing of programs and expenditures to the extent it deems probable those implementations can be achieved and management has the proper authority to execute them within the look-forward period. Â As of September 30, 2024, the Company had cash and cash equivalents of $1,517,191, restricted cash of $8,700,000 and total working capital deficit of $5,848,670. For the nine months ended September 30, 2024, the Company incurred an operating loss of $8,560,340 and used cash flows in operating activities from continuing operations of $11,688,488. Â The Company has generated operating losses since its inception and has relied on cash on hand, sales of securities, external bank lines of credit, and issuance of third-party and related party debt to support cashflows from operations. The Company expects that within the next twelve months, it will not have sufficient cash and other resources on hand to sustain its current operations or meet its obligations as they become due unless it obtains additional financing. These conditions raise substantial doubt about the Companyâ€™s ability to continue as a going concern. Â An assessment was performed to determine whether there were conditions or events that, considered in the aggregate, raised substantial doubt about the Companyâ€™s ability to continue as a going concern within one year after the condensed consolidated financial statements are issued. Initially, this assessment did not consider the potential mitigating effect of managementâ€™s plans that had not been fully implemented. Based on this assessment, substantial doubt exists regarding the Companyâ€™s ability to continue as a going concern. Â Management plans to address these concerns by securing additional financing through debt and equity offerings. Management assessed the mitigating effect of its plans to determine if it is probable that the plans would be effectively implemented within one year after the consolidated financial statements are issued and when implemented, would mitigate the relevant conditions or events that raise substantial doubt about the Companyâ€™s ability to continue as a going concern. These plans are subject to market conditions and reliance on third parties, and there is no assurance that effective implementation of the Companyâ€™s plans will result in the necessary funding to continue current operations and satisfy current debt obligations. These conditions raise substantial doubt about the Companyâ€™s ability to continue as a going concern beyond one year from the date the condensed consolidated financial statements are issued. Â The accompanying condensed consolidated financial statements have been prepared assuming the Company will continue as a going concern, which contemplates the realization of assets and satisfaction of liabilities in the normal course of business. The accompanying condensed consolidated financial statements do not include any adjustments relating to the recoverability and classification of assets and their carrying amounts, or the amounts and classification of liabilities that may result should the Company be unable to continue as a going concern. If the Company is unable to obtain adequate capital, it could be forced to cease operations. X - ReferencesNo definition available. + Details Name: us-gaap_CashAndCashEquivalentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure when substantial doubt is raised about the ability to continue as a going concern. Includes, but is not limited to, principal conditions or events that raised substantial doubt about the ability to continue as a going concern, management's evaluation of the significance of those conditions or events in relation to the ability to meet its obligations, and management's plans that alleviated or are intended to mitigate the conditions or events that raise substantial doubt about the ability to continue as a going concern. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 40 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/205-40/tableOfContent + Details Name: us-gaap_SubstantialDoubtAboutGoingConcernTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 21 R9.htm IDEA: XBRL DOCUMENT v3.24.3 Discontinued Operations 9 Months Ended Sep. 30, 2024 Discontinued Operations [Abstract] Â DISCONTINUED OPERATIONS NOTE 3â€”DISCONTINUED OPERATIONS Â Asienâ€™s Assignment for the Benefit of Creditors Â On February 26, 2024, Asienâ€™s entered into the Assignment Agreement, pursuant to which Asienâ€™s transferred ownership of all or substantially all of its right, title, and interest in, as well as custody and control of, its assets to SG Service Co., LLC in trust. The Company received no cash consideration related to the assignment. Following the assignment, the Company retained no financial interest in Asienâ€™s. Â The assignment of Asienâ€™s represents a strategic shift and its results are reported as discontinued operations for the three and nine months ended September 30, 2024 and 2023. The Company recognized a gain on disposition of Asienâ€™s of $1,060,095, as a separate line item in discontinued operations in the consolidated statements of operations for the nine months ended September 30, 2024. Â The following information presents the major classes of line item of assets and liabilities included as part of discontinued operations of Asienâ€™s in the consolidated balance sheet as of December 31, 2023: Â Â Â December 31, 2023Â Current assets of discontinued operationsÂ Â Â Cash and cash equivalentsÂ $34,470Â InvestmentsÂ Â 278,521Â ReceivablesÂ Â 88,770Â Inventories, netÂ Â 1,398,088Â Prepaid expenses and other current assetsÂ Â 140,102Â Total current assets of discontinued operationsÂ Â 1,939,951Â Â Â Â Â Â Non-current assets of discontinued operationsÂ Â Â Â Property and equipment, netÂ Â 88,505Â Â Â Â Â Â Total assets of discontinued operationsÂ $2,028,456Â Â Â Â Â Â Current liabilities of discontinued operationsÂ Â Â Â Accounts payable and accrued expensesÂ $923,945Â Customer depositsÂ Â 2,143,493Â Current portion of notes payableÂ Â 29,777Â Total current liabilities of discontinued operationsÂ Â 3,097,215Â Â Â Â Â Â Non-current liabilities of discontinued operationsÂ Â Â Â Notes payable, net of current portionÂ Â 34,965Â Â Â Â Â Â Total liabilities of discontinued operationsÂ $3,132,180Â Â The following information presents the major classes of line items constituting the loss from discontinued operations of Asienâ€™s in the unaudited consolidated statements of operations for the three and nine months ended September 30, 2024 and 2023: Â Â Â Three Months Ended September 30,Â Â Â Â Nine Months Ended September 30,Â Â Â Â 2024Â Â Â 2023Â Â Â 2024Â Â Â 2023Â RevenuesÂ $Â Â -Â Â $2,421,008Â Â Â $870,952Â Â Â $6,887,589Â Â Â Â Â Â

610 of the Uniform Commercial Code as in effect in the State of New York and Section 9-610 of the Uniform Commercial Code as in effect in the State of California. On August 5, 2024, ICU Eyecare Solutions Inc., an entity that is not affiliated with the Company, was the successful bidder with a cash bid of $4,250,000. Pursuant to an agreement dated, August 5, 2024, and in consideration for such purchase price, the ICU Lender having foreclosed on its security interest in all of the assets of ICU Eyewear then conveyed all of its rights, title, and interest in all of such assets to ICU Eyecare Solutions Inc. The Company received no cash consideration related to the sale. Following the sale, the Company retained no financial interest in ICU Eyewear. Â The sale of ICU Eyewearâ€™s assets represents a strategic shift and its results are reported as discontinued operations for the three and nine months ended September 30, 2024 and 2023. The Company recognized a gain on disposition of ICU Eyewearâ€™s assets of $4,841,735, as a separate line item in discontinued operations in the consolidated statements of operations for the three and nine months ended September 30, 2024.Â The following information presents the major classes of line item of assets and liabilities included as part of discontinued operations of ICU Eyewear in the consolidated balance sheet as of December 31, 2023: Â Â Â December 31, 2023Â Current assets of discontinued operationsÂ Â Â Cash and cash equivalentsÂ $12,594Â Receivables, netÂ Â 1,578,764Â Inventories, netÂ Â 5,123,478Â Prepaid expenses and other current assetsÂ Â 19,990Â Total current assets of discontinued operationsÂ Â 6,734,826Â Â Â Â Â Â Non-current assets of discontinued operationsÂ Â Â Â Property and equipment, netÂ Â 313,915Â Operating lease right-of-use assetsÂ Â 1,690,937Â Long-term depositsÂ Â 74,800Â Intangible assets, netÂ Â 500,383Â GoodwillÂ Â 757,283Â Â Â Â Â Â Â Total assets of discontinued operationsÂ $10,072,144Â Â Â Â Â Â Current liabilities of discontinued operationsÂ Â Â Â Accounts payable and accrued expensesÂ $5,580,313Â Current portion of operating lease liabilities Â Â 274,683Â Total current liabilities of discontinued operationsÂ Â 5,854,996Â Â Â Â Â Â Non-current liabilities of discontinued operationsÂ Â Â Â Operating lease liabilities, net of current portionÂ Â 1,459,184Â Revolving line of credit, netÂ Â 3,647,511Â Deferred tax liabilityÂ Â 15,000Â Â Â Â Â Â Total liabilities of discontinued operationsÂ $10,976,691Â Â The following information presents the major classes of line items constituting the loss from discontinued operations of ICU Eyewear in the unaudited consolidated statements of operations for the three and nine months ended September 30, 2024 and 2023: Â Â Â Three Months Ended September 30,Â Â Â Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â RevenuesÂ $1,239,327Â Â $4,243,254Â Â $8,212,395Â Â $11,530,027Â Operating ExpensesÂ Cost of revenuesÂ Â 1,238,021Â Â Â 3,195,105Â Â Â 5,658,551Â Â Â 8,572,656Â PersonnelÂ Â 310,888Â Â Â 751,485Â Â Â 1,564,842Â Â Â 2,070,996Â Depreciation and amortizationÂ Â 39,454Â Â Â 108,636Â Â Â 248,646Â Â Â 277,839Â General and administrativeÂ Â 316,146Â Â Â 270,540Â Â Â 1,526,278Â Â Â 951,627Â Professional feesÂ Â 47,522Â Â Â (61,381)Â Â Â 672,855Â Â Â 132,967Â Impairment of goodwill and intangible assetsÂ Â -Â Â Â -Â Â Â 1,216,966Â Â Â Â -Â Total Operating ExpensesÂ Â 1,952,031Â Â Â 4,264,385Â Â Â 10,888,138Â Â Â 12,006,085Â Loss from operationsÂ Â (712,704)Â Â (21,131)Â Â Â (2,675,743)Â Â Â (476,058)Â Other IncomeÂ Other incomeÂ Â (17,370)Â Â Â (181,200)Â Â Â 2,583Â Â Â (136,849) Interest expenseÂ Â (531,250)Â Â Â (521,899)Â Â Â (911,437)Â Â Â (785,202) Amortization of debt discountsÂ Â -Â Â Â (13,175)Â Â Â (683,029)Â Â Â (13,175) Gain on bargain purchaseÂ Â -Â Â Â -Â Â Â -Â Â Â 2,639,861Â Total Other Income (Expense)Â Â (548,620)Â Â Â (716,274)Â Â Â (1,591,883)Â Â Â 1,704,635Â Net income (loss) from discontinued operations before income taxesÂ Â (1,261,324)Â Â Â (737,405)Â Â Â (4,267,626)Â Â Â 1,228,577Â Income tax benefit (expense)Â Â Â -Â Â Â (5,831)Â Â Â 11,250Â Â Â (13,152) Net income (loss) from discontinued operationsÂ $(1,261,324)Â $(743,236)Â $(4,256,376)Â $1,215,425Â Â The following information presents the major classes of line items constituting significant operating, investing and financing cash flow activities from discontinued operations of ICU Eyewear in the unaudited consolidated statements of cash flows for the nine months ended September 30, 2024 and 2023: Â Â Â Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Cash flows from operating activitiesÂ Â Â Â Â Net income (loss)Â $(4,256,376)Â $1,215,425Â Adjustments to reconcile net income (loss) to net cash used in operating activities:Â Â Â Â Â Â Â Deferred taxesÂ Â (15,000)Â Â 9,000Â Inventory reserveÂ Â 45,000Â Â Â 120,000Â Gain on bargain purchaseÂ Â -Â Â Â (2,639,861) Impairment of goodwill and intangible assetsÂ Â 1,216,966Â Â Â Â Â Depreciation and amortizationÂ Â 248,646Â Â Â 277,839Â Amortization of debt discountsÂ Â Â 683,029Â Â Â 13,175Â Amortization of right-of-use assetsÂ Â 192,796Â Â Â 87,715Â Changes in operating assets and liabilities:Â Â Â Â Â Â Â ReceivablesÂ Â 481,202Â Â Â 252,051Â InventoriesÂ Â 1,202,730Â Â Â 772,700Â Prepaid expenses and other current assetsÂ Â (14,895)Â Â (10,093) Accounts payable and accrued expensesÂ Â 857,085Â Â Â 2,283,528Â Operating lease liabilitiesÂ Â (176,336)Â Â (66,249) Net cash provided by operating activities from discontinued operationsÂ Â 464,847Â Â Â 2,315,230Â Cash flows from investing activitiesÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â

SuppliesÂ Â Corporate ServicesÂ Â TotalÂ RevenuesÂ $8,555,880Â Â $3,834,917Â Â $-Â Â $12,390,797Â Operating expensesÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Cost of revenuesÂ Â 4,084,493Â Â Â 2,470,378Â Â Â -Â Â Â 6,554,871Â PersonnelÂ Â 3,177,552Â Â Â 803,013Â Â Â 994,951Â Â Â 4,975,516Â Personnel â€“ corporate allocationÂ Â (255,515)Â Â (127,010)Â Â 382,525Â Â Â -Â Depreciation and amortizationÂ Â 507,117Â Â Â 207Â Â Â -Â Â Â 507,324Â General and administrativeÂ Â 1,298,328Â Â Â 579,673Â Â Â 230,523Â Â Â 2,108,524Â General and administrative â€“ management feesÂ Â 250,000Â Â Â 225,000Â Â Â 1,215,000Â Â Â 1,690,000Â General and administrative â€“ corporate allocationÂ Â (304,442)Â Â (143,955)Â Â 448,397Â Â Â -Â Professional feesÂ Â 75,830Â Â Â 204,608Â Â Â 4,155,289Â Â Â 4,435,727Â Impairment of goodwill and intangible assetsÂ Â 679,175Â Â Â -Â Â Â -Â Â Â 679,175Â Total operating expensesÂ Â 9,512,538Â Â Â 4,011,914Â Â Â 7,426,685Â Â Â 20,951,137Â Loss from operationsÂ $(956,658)Â $(176,997)Â $(7,426,685)Â $(8,560,340) Â Â Â For the Nine Months Ended September 30, 2023Â Â Â ConstructionÂ Â Automotive SuppliesÂ Â Corporate ServicesÂ Â TotalÂ RevenuesÂ $8,150,092Â Â $3,507,383Â Â $-Â Â $11,657,475Â Operating expensesÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Cost of revenuesÂ Â 3,857,695Â Â Â 2,161,209Â Â Â -Â Â Â 6,018,904Â PersonnelÂ Â 2,688,790Â Â Â 927,245Â Â Â 79,229Â Â Â 3,695,264Â Personnel â€“ corporate allocationÂ Â (452,200)Â Â Â (226,100)Â Â Â 678,300Â Â Â -Â Depreciation and amortizationÂ Â 837,234Â Â Â 155,817Â Â Â -Â Â Â 993,051Â General and administrativeÂ Â 1,323,757Â Â Â 618,926Â Â Â 430,096Â Â Â 2,372,779Â General and administrative â€“ management feesÂ Â 250,000Â Â Â 225,000Â Â Â -Â Â Â 475,000Â General and administrative â€“ corporate allocationÂ Â (406,143)Â Â (140,797)Â Â 546,940Â Â Â -Â Professional feesÂ Â 109,551Â Â Â 152,158Â Â Â 820,288Â Â Â 1,081,997Â Impairment of goodwill and intangible assetsÂ Â -Â Â Â -Â Â Â -Â Â Â -Â Total operating expensesÂ Â 8,208,684Â Â Â 3,873,458Â Â Â 2,554,853Â Â Â 14,636,995Â Loss from operationsÂ $(58,592)Â $(366,075)Â $(2,554,853)Â $(2,979,520) Â Total assets by operating segment as of September 30, 2024 are as follows: Â Â Â As of September 30, 2024Â Â Â ConstructionÂ Â Automotive SuppliesÂ Â Corporate ServicesÂ Â TotalÂ AssetsÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Current assetsÂ $1,795,127Â Â $1,611,528Â Â $10,084,458Â Â $13,491,113Â Long-lived assetsÂ Â 3,313,266Â Â Â 91,333Â Â Â -Â Â Â 3,404,599Â GoodwillÂ Â -Â Â Â -Â Â Â -Â Â Â -Â Total assetsÂ $5,108,393Â Â $1,702,861Â Â $10,084,458Â Â $16,895,712Â X - DefinitionThe entire disclosure of disaggregation of revenues and segment reporting. + ReferencesNo definition available. + Details Name: efsh_DisaggregationOfRevenuesAndSegmentReportingTextBlock Namespace Prefix: efsh_ Data Type: dtr:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 23 R11.htm IDEA: XBRL DOCUMENT v3.24.3 Property and Equipment 9 Months Ended Sep. 30, 2024 Property and Equipment [Abstract] Â PROPERTY AND EQUIPMENT NOTE 5â€”PROPERTY AND EQUIPMENT Â Property and equipment as of September 30, 2024 and December 31, 2023 consisted of the following: Â Â Â September 30, 2024Â Â Â DecemberÂ 31, 2023Â Machinery and equipmentÂ $1,295,499Â Â $1,295,499Â Office furniture and equipmentÂ Â 115,409Â Â Â 115,409Â Transportation equipmentÂ Â 400,602Â Â Â 400,602Â Leasehold improvementsÂ Â 152,908Â Â Â 152,908Â Total property and equipmentÂ Â 1,964,418Â Â Â 1,964,418Â Less: accumulated depreciationÂ Â (1,221,183)Â Â (902,091) Total property and equipment, netÂ $743,235Â Â $1,062,327Â Â Depreciation expense for the three and nine months ended September 30, 2024 was $104,260 and $319,092, respectively. Depreciation expense for the three and nine months ended September 30, 2023 was $108,982 and $326,667, respectively. X - ReferencesNo definition available. + Details Name: us-gaap_PropertyPlantAndEquipmentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for long-lived, physical asset used in normal conduct of business and not intended for resale. Includes, but is not limited to, work of art, historical treasure, and similar asset classified as collections. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/360/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 6 -SubTopic 360 -Topic 958 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477798/958-360-50-6Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -SubTopic 360 -Topic 958 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477798/958-360-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 7 -SubTopic 360 -Topic 958 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477798/958-360-50-7 + Details Name: us-gaap_PropertyPlantAndEquipmentDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 24 R12.htm IDEA: XBRL DOCUMENT v3.24.3 Intangible Assets 9 Months Ended Sep. 30, 2024 Intangible Assets[Abstract] Â INTANGIBLE ASSETS NOTE 6â€”INTANGIBLE ASSETS Â Intangible assets as of September 30, 2024 and December 31, 2023 consisted of the following: Â Â Â September 30, 2024Â Â Â DecemberÂ 31, 2023Â Customer-relatedÂ $2,727,000Â Â $2,727,000Â Marketing-relatedÂ Â 294,000Â Â Â 294,000Â Total intangible assetsÂ Â 3,021,000Â Â Â 3,021,000Â Less: accumulated amortizationÂ Â (1,003,909)Â Â (815,677) Total intangible assets, netÂ $2,017,091Â Â $2,205,323Â Â Amortization expense for the three and nine months ended September 30, 2024 was $62,744 and $188,232, respectively. Amortization expense for the three and nine months ended September 30, 2023 was $222,128 and $666,384, respectively. Â Estimated amortization expense for intangible assets for the next five years consists of the following as of September 30, 2024: Â Year Ending December 31,Â AmountÂ 2024 (remaining)Â $62,745Â 2025Â Â 181,800Â 2026Â Â 181,800Â 2027Â Â 181,800Â 2028Â Â 181,800Â ThereafterÂ Â 1,227,146Â Total estimated amortization expenseÂ $2,017,091Â Â Below is a table summarizing the changes in the carrying amount of goodwill for the nine months ended September 30, 2024: Â Â Â AmountÂ Balance as of December 31, 2023Â $679,175Â ImpairmentÂ Â (679,175) Balance as of September 30, 2024Â $-Â Â During the three and nine months ended September 30, 2024, the Company recorded goodwill impairment of 679,175. X - DefinitionThe entire disclosure for all or part of the information related to intangible assets. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/350-30/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-4Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/985-20/tableOfContent + Details Name: us-gaap_IntangibleAssetsDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IntangibleAssetsNetExcludingGoodwillAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 25 R13.htm IDEA: XBRL DOCUMENT v3.24.3 Selected Account Information 9 Months Ended Sep. 30, 2024 Selected Account Information [Abstract] Â SELECTED ACCOUNT INFORMATION NOTE 7â€”SELECTED ACCOUNT INFORMATION Â Receivables Â Receivables as of September 30, 2024 and December 31, 2023 consisted of the following: Â Â Â September 30, 2024Â Â Â DecemberÂ 31, 2023Â Trade accounts receivableÂ $1,572,615Â Â $1,628,293Â Factoring reserve holdbackÂ Â 76,771Â Â Â -Â RetainageÂ Â 225,930Â Â Â 116,542Â Total receivablesÂ Â 1,875,316Â Â Â 1,744,835Â Allowance for expected credit lossesÂ Â (47,200)Â Â Â (47,200) Total receivables, netÂ $1,828,116Â Â $1,697,635Â Â Inventories Â Inventories as of September 30, 2024 and December 31, 2023 consisted of the following: Â Â Â September 30, 2024Â Â Â DecemberÂ 31, 2023Â AutomotiveÂ $938,221Â Â $1,190,899Â ConstructionÂ Â 115,874Â Â Â 573,327Â Total inventoriesÂ Â 1,054,095Â Â Â 1,764,226Â Less reserve for obsolescenceÂ Â (369,200)Â Â Â (369,200) Total inventories, netÂ $684,895Â Â $1,395,026Â Â Prepaid Expenses and Other Current Assets Â Prepaid expenses and other current assets as of September 30, 2024 and December 31, 2023 consisted of the following: Â Â Â September 30, 2024Â Â DecemberÂ 31, 2023Â Prepaid expensesÂ $276,271Â Â $84,166Â Prepaid inventoryÂ Â -Â Â Â 282,410Â Prepaid taxesÂ Â 226,788Â Â Â 204,788Â Other current assetsÂ Â 200,000Â Â Â 200,000Â Total prepaid expenses and other current assetsÂ $703,059Â Â $771,364Â Â On February 7, 2024, the Company entered into a consulting agreement with TraDigital Marketing Group for consulting services related to investor relations, digital marketing and advertising, and strategic advisory, totaling $1,400,000. The term of the agreement is for six months. Â On February 8, 2024, the Company entered into a consulting agreement with Alchemy Advisory LLC for consulting services related to business and investor outreach, totaling $400,000. The term of the agreement is for six months. Â On February 8, 2024, the Company entered into a consulting agreement with Reef Digital LLC for consulting services related to investor relations, IT support, and strategic advisory, totaling $333,000. The term of the agreement for 12 months. Â On February 8, 2024, the Company entered into a consulting agreement with SeaPath Advisory, LLC for consulting services related to content marketing and strategic advisory, totaling $365,000. The term of the agreement is for three months. Â Â The Company prepaid these consulting agreements, totaling $2,498,000, using the proceeds from the public offering (see Note 11). As of September 30, 2024, the total outstanding prepaid expense relating to these consulting agreements was $111,000. Â Accounts Payable and Accrued Expenses Â Accounts payable and accrued expenses as of September 30, 2024 and December 31, 2023 consisted of the following: Â Â Â September 30, 2024Â Â DecemberÂ 31, 2023Â Trade accounts payableÂ $1,728,475Â Â $985,559Â Credit cards payableÂ Â 323,223Â Â Â 317,406Â Accrued payroll liabilitiesÂ Â 1,043,731Â Â Â 628,710Â Accrued interestÂ Â 1,042,206Â Â Â 1,386,536Â Accrued dividendsÂ Â 56,203Â Â Â 32,997Â Accrued taxesÂ Â 66Â Â Â 15,903Â Other accrued liabilitiesÂ Â 763,109Â Â Â 604,686Â Total accounts payable and accrued expensesÂ $4,957,013Â Â $3,971,797Â X - ReferencesNo definition available. + Details Name: us-gaap_QuarterlyFinancialInformationDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for quarterly financial data. Includes, but is not limited to, tabular presentation of financial information for fiscal quarters, effect of year-end adjustments, and an explanation of matters or transactions that affect comparability of the information. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1BReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 270 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/270/tableOfContent + Details Name: us-gaap_QuarterlyFinancialInformationTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 26 R14.htm IDEA: XBRL DOCUMENT v3.24.3 Leases 9 Months Ended Sep. 30, 2024 Leases [Abstract] Â LEASES NOTE 8â€”LEASES Â Operating Leases Â The following was included in the condensed consolidated balance sheets at September 30, 2024 and December 31, 2023: Â Â Â SeptemberÂ 30, 2024Â Â DecemberÂ 31, 2023Â Operating lease right-of-use assetsÂ $594,738Â Â $907,748Â Â Â Â Â Â Â Â Â Â Â Operating lease liabilities, current portionÂ Â 436,253Â Â Â 435,280Â Operating lease liabilities, long-termÂ Â 198,747Â Â Â 523,768Â Total operating lease liabilitiesÂ $635,000Â Â $959,048Â Â Â Â Â Â Â Â Â Â Â Weighted-average remaining lease term (months)Â Â 19Â Â Â 28Â Weighted average discount rateÂ Â 4.99%Â Â Â 4.95% Â Rent expense for the three and nine months ended September 30, 2024 was $135,588 and $408,004, respectively. Rent expense for the three and nine months ended September 30, 2023 was $126,772 and $414,155, respectively. Â As of September 30, 2024, maturities of operating lease liabilities were as follows: Â Year Ending December 31,Â AmountÂ 2024 (remaining)Â $118,576Â 2025Â Â 413,193Â 2026Â Â 107,966Â 2027Â Â 22,525Â TotalÂ Â 662,260Â Less: imputed interestÂ Â (27,260) Total operating lease liabilitiesÂ $635,000Â Â Finance Leases Â As of September 30, 2024, maturities of financing lease liabilities were as follows: Â Year Ending December 31,Â AmountÂ 2024 (remaining)Â $53,477Â 2025Â Â 211,332Â 2026Â Â 211,332Â 2027Â Â 210,042Â 2028Â Â 28,833Â TotalÂ Â 715,016Â Less: amount representing interestÂ Â (65,282) Total finance lease liabilitiesÂ $649,734Â Â As of September 30, 2024, the weighted-average remaining lease term for all finance leases isÂ 40 months and the weighted average discount rate is 5.15%. X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for operating leases of lessee. Includes, but is not limited to, description of operating lease and maturity analysis of operating lease liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/842-20/tableOfContent + Details Name: us-gaap_LesseeOperatingLeasesTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 27 R15.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Measurements 9 Months Ended Sep. 30, 2024 Fair Value Measurements [Abstract] Â FAIR VALUE MEASUREMENTS NOTE 9â€” FAIR VALUE MEASUREMENTS Â Recurring Fair Value Measurements Â The fair value of financial instruments measured on a recurring basis as of September 30, 2024 consisted of the following: Â Â Â Fair Value Measurements as of September 30, 2024Â DescriptionÂ Level 1Â Â Level 2Â Â Level 3Â Â TotalÂ Derivative liabilitiesÂ $Â Â -Â Â Â $Â Â -Â Â $544,000Â Â $544,000Â Warrant liabilitiesÂ Â -Â Â Â -Â Â Â 9,900Â Â Â 9,900Â Total recurring fair value measurementsÂ Â -Â Â Â -Â Â Â $553,900Â Â $553,900Â The following table provides a roll-forward of changes for financial instruments measured at fair value on a recurring basis for the nine months ended September 30, 2024: Â Derivative LiabilitiesÂ AmountÂ Balance as of December 31, 2023Â $1,389,203Â Initial fair value of derivative liabilities upon issuanceÂ Â 1,699,727Â Gain on change in fair value of derivative liabilitiesÂ Â (1,689,410) Extinguishment of derivative liabilities upon conversion or settlementÂ Â (855,520) Balance as of September 30, 2024Â $544,000Â Â Warrant LiabilitiesÂ AmountÂ Balance as of December 31, 2023Â $-Â Fair value of warrant liabilities upon issuanceÂ Â 4,545,700Â Gain on change in fair value of warrant liabilitiesÂ Â (1,841,000) Extinguishment of warrant liabilities upon exercise of prefunded warrantsÂ Â (2,694,800) Balance as of September 30, 2024Â $9,900Â X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for the fair value of financial instruments (as defined), including financial assets and financial liabilities (collectively, as defined), and the measurements of those instruments as well as disclosures related to the fair value of non-financial assets and liabilities. Such disclosures about the financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as appropriate); (2) for items for which it is not practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount, effective interest rate, and maturity, and (b) the reasons why it is not practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the fair value measurement; and (6) for items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of the effect of fair value changes on earnings, (c) a description of [similar groups] items for which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not eligible for the election; (7) all other required (as defined) and desired information. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 107 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-107Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2E -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2EReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h) -Publisher FASB -URI

https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 940 -SubTopic 820 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478119/940-820-50-1 + Details Name: us-gaap_FairValueDisclosuresTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 28 R16.htm IDEA: XBRL DOCUMENT v3.24.3 Debt 9 Months Ended Sep. 30, 2024 Debt [Abstract] Â DEBT NOTE 10â€”DEBT Â Notes Payable Â 6% Amortizing Promissory Note Â On July 29, 2020, 1847 Asien entered into a securities purchase agreement with Joerg Christian Wilhelmsen and Susan Kay Wilhelmsen, as trustees of the Wilhelmsen Family Trust, U/D/T Dated May 1, 1992 (the â€œTrustâ€), pursuant to which 1847 Asien issued a two-year 6% amortizing promissory note in the aggregate principal amount of $1,037,500. This note was subsequently amended on multiple occasions, and pursuant to the latest amendment, the parties agreed to extend the maturity date of the note to July 30, 2023. Â On August 22, 2024, the Company and 1847 Asien entered into a settlement and release agreement with the Trust, pursuant to which the Trust surrendered the note and forgave the entire outstanding balance of the note in the amount of $831,027 in exchange for which the Company issued 83,603 series C senior convertible preferred shares to the Trust (see Note 11). TheÂ settlement agreementÂ also includes a customary release of claims and covenant not to sue by the Trust. As a result, the Company recognized a gain on extinguishment of debt of $616,127. Â Private Placement of 20% OID Promissory Notes and Warrants Â On August 11, 2023, the Company entered into a securities purchase agreement in a private placement transaction with certain accredited investors, pursuant to which the Company issued and sold to the investors 20% original issue discount (â€œOIDâ€) subordinated promissory notes in the aggregate principal amount of $3,125,000. The notes are due and payable on February 11, 2024.Â On February 11, 2024, the Company and remaining note holders entered into amendments, pursuant to which the parties agreed to extend the maturity date of these remaining notes to April 11, 2024. As additional consideration for the amendments, the Company agreed to increase the outstanding principal by 20% of the outstanding principal amounts of the remaining notes as an amendment fee. As a result, the Company recognized a loss on extinguishment of debt of $421,875. Â On April 11, 2024, the Company and remaining note holders entered into amendments to the notes, pursuant to which the parties agreed to extend the maturity date of these remaining notes to July 10, 2024. As additional consideration for the amendments, the Company agreed to increase the outstanding principal by 20% of the outstanding principal amounts of the remaining notes as an amendment fee. As a result, the Company recognized a loss on extinguishment of debt of $421,875. Â On July 10, 2024, the Company and the remaining note holders entered into amendments to the notes, pursuant to which the parties agreed to extend the maturity date of these notes to October 10, 2024. As additional consideration for the amendments, the Company agreed to increase the outstanding principal by 25% of the outstanding principal amounts of the notes as an amendment fee. As a result, the Company recognized a loss on extinguishment of debt of $632,810. Â During the nine months ended September 30, 2024, the Company made principal payments totaling $1,437,500, recorded $3,095,645 amortization of debt discount and recognized a loss on extinguishment of $1,476,560. As of September 30, 2024, the total outstanding principal balance is $3,164,060. Â Private Placement of 20% OID Promissory Note Â On March 4, 2024, the Company issued a 20% OID subordinated note in the principal amount of $1,250,000 to an accredited investor for net cash proceeds of $999,900. On March 27, 2024, the note was amended and restated to increase the principal amount to $1,562,500 for additional cash proceeds of $250,000. On April 9, 2024, the note was amended and restated to increase the principal amount to $2,500,000 for additional cash proceeds of $750,000. Â The Company may voluntarily prepay the note in full at any time. In addition, if the Company consummates any equity or equity-linked or debt securities issuance, or enters into a loan agreement or other financing, other than certain excluded debt (as defined in the note), then the Company must prepay the note in full. The note is unsecured and has priority over all other unsecured indebtedness, except for certain senior indebtedness (as defined in the note). The note contains customary affirmative and negative covenants and events of default for a loan of this type. Â The Company evaluated whether this promissory note contains embedded features that qualify as derivatives pursuant to ASC 815. The Company determined that the noteâ€™s embedded features, specifically that should the Company default on the note, the note holder will receive a default penalty of 50% constitute a deemed redemption feature as a result of the substantial premium received by the note holder in the event of default. The Company concluded that this redemption feature requires bifurcation from the note and subsequent accounting in the same manner as a freestanding derivative. Â The fair value of the embedded redemption derivative liability within this promissory note was calculated using a Probability Weighted Expected Return valuation methodology, considering the likelihood of occurrence. The model used a discount rate of 25-30% and assumptions of a 75% probability related to likelihood of the Company would default. Subsequent changes in the fair value of the redemption feature are measured at each reporting period and recognized in the statement of operations. The OID and issuance costs for the promissory note, along with the fair value of the embedded redemption derivative liability, were collectively recorded as a debt discount. This discount will be amortized to interest expense over the respective term of the convertible notes using the effective interest method. Â On June 4, 2024, an event of default occurred, resulting in a $1,250,000 increase to the principal balance. As a result, the Company recognized a loss on extinguishment of debt of $1,250,000. Consequently, the corresponding derivative liability was extinguished. Â On August 20, 2024, the parties entered into an amendment, pursuant to which the parties agreed to extend the maturity date of the note to November 30, 2024. As additional consideration for the amendment, the Company agreed to an amendment fee of $500,000. As a result, the Company recognized a loss on extinguishment of debt of $500,000.Â During the nine months ended September 30, 2024, the Company recorded $1,393,100 amortization of debt discount and recognized a loss on extinguishment of $1,750,000. As of September 30, 2024, the total outstanding principal balance is $4,250,000. Â Private Placement of 20% OID Promissory Note and Warrants Â On May 8, 2024, the Company entered into securities purchase agreement with an accredited investor, pursuant to which the Company issued to such investor (i) a 20% OID subordinated note in the principal amount of $625,000 and (ii) five-year warrants for the purchase of 477 common shares at an adjusted exercise price of $524.55 per share (subject to standard adjustments as defined in the warrant) for total cash proceeds of $500,000. Â Additionally, the Company issued a five-year warrant to the placement agent, Spartan Capital Securities, LLC (â€œSpartanâ€), for the purchase of 39 common shares at an adjusted exercise price of $577.05 per share (subject to standard adjustments as defined in the warrant agreement). The warrants are exercisable at any time six months after the date of issuance. Â The Company may voluntarily prepay the note in full at any time. In addition, if the Company consummates any sale of a material amount of assets of the Company or any of its subsidiaries, then the net proceeds thereof shall be applied to the payment or prepayment of the note. The note is unsecured and has priority over all other unsecured indebtedness of the Company, except for certain senior indebtedness (as defined in the note). The note contains customary affirmative and negative covenants and events of default for a loan of this type. Upon an event of default, the outstanding balance of the note will be assessed a 40% penalty. Â The note becomes convertible into common shares at the option of the holder at any time on or following the date that an event of default (as defined in the note agreement) occurs under the note at a conversion price equal to 90% of the lowest volume weighted average price of the Companyâ€™s common shares on any trading day during the five (5) trading days prior to the conversion date; provided that such conversion price shall not be less than $1.95 per share. Â The Company evaluated the embedded features within this note in accordance with ASC 480 and ASC 815. The Company determined that the embedded features, specifically (i) the default penalty of 40% on outstanding principal and accrued interest, and (ii) the conversion option into common shares at 90% of the lowest volume weighted average price in the five days preceding conversion, subject to a $1.95 floor price, constitute derivative liabilities. These features, arising from default provisions not within the Companyâ€™s control, including the contingent interest feature and the contingent conversion (deemed redemption) feature, meet the definition of a derivative and do not qualify for derivative accounting exemptions. Consequently, these embedded features are bifurcated from the debt host and recognized as a single derivative liability. Â The initial fair value of the derivative liabilities was determined using a Monte Carlo Simulation valuation model, considering various potential outcomes and scenarios. The model used the following assumptions: (i) dividend yield of 0%; (ii) expected volatility of 236.98%; (iii) risk-free interest rate of 5.31%; (iv) term of three months; (v) estimated fair value of the common shares of $468 per share; and (vi) various probability assumptions. Subsequent changes in fair value are recognized in the statement of operations each reporting period. The issuance costs for the promissory note, along with the allocated fair values of both the warrants and the bifurcated embedded derivative liability, have been collectively treated as a debt discount. This discount is being amortized to interest expense over the term of the promissory note using the effective interest method. Â On September 26, 2024, the parties entered in an amendment to the note to (i) increase the original issue discount to $218,750, (ii) increase the principal amount to $868,750, (iii) increase the default amount (as defined in the note) to 140% and (iv) extend the maturity date to November 30, 2024. Â During the nine months ended September 30, 2024, the Company recorded $625,000 amortization of debt discount and recognized a loss on extinguishment of $243,750. As of September 30, 2024, the total outstanding principal balance is $868,750.Â Private Placement of 12% Promissory Note for Services Â On May 9, 2024, the Company entered into a securities purchase agreement with an accredited investor, pursuant to which the Company issued to such investor a promissory note in the principal amount of $500,000 in a private placement transaction in consideration for the holder entering into a lock up agreement to not execute any conversions of a secured convertible note issued to the holder on October 8, 2021 into common shares of the Company (subject to certain exceptions). The note accrues interest at a rate of 12% per annum and is due and payable on May 9, 2025; provided that upon an event of default (as defined in the note), such rate shall increase to 16% per annum. The Company may voluntarily prepay the note in full at any time prior to the date that an event of default occurs. Â In addition, if, at any time prior to the full repayment of the note, the Company receives cash proceeds from any source or series of related or unrelated sources, including but not limited to, from payments from customers, the issuance of equity or debt, the issuance of securities pursuant to an equity line of credit (as defined in the note) or the sale of assets, the investor will have the right in its sole discretion to require the Company to immediately apply up to 100% of such proceeds to repay all or any portion of the outstanding principal amount and interest (including any default interest) then due under the note. The note is unsecured and has priority over all other unsecured indebtedness. The note contains customary affirmative and negative covenants and events of default for a loan of this type. Upon an event of default, the outstanding balance of the note will be assessed a 50% penalty. Â The fair value of the 12% promissory note issued for services was recorded at fair value. The fair value of the note was calculated at the present value of the cash flows using the market interest rate of 13.76%, resulting in a fair value of $492,000. The initial fair value of the promissory note issued for services was recognized in the statement of operations. A discount of $8,000 was recorded for difference between the par value and present value of the promissory note and will be amortized to interest expense over the respective term of the promissory note using the effective interest method. Â The Company evaluated whether this promissory note contains embedded features that qualify as derivatives pursuant to ASC 815. The Company determined that the noteâ€™s embedded features, specifically should the Company default on the note, the note holder will receive a default penalty of 50% constitute a deemed redemption feature as a result of the substantial premium received by the note holder in the event of default. The Company concluded that this redemption feature requires bifurcation from the note and subsequent accounting in the same manner as a freestanding derivative. Â The fair value of the embedded redemption derivative liability within this promissory note was calculated using a Probability Weighted Expected Return valuation methodology, considering the likelihood of occurrence. The model used a discount rate of 25% and assumptions of a 75% probability related to likelihood of the Company would default. The initial fair value of the bifurcated embedded redemption derivative liability was recognized in the statement of operations. Subsequent changes in the fair value of the redemption feature are measured at each reporting period and recognized in the statement of operations. Â As of September 30, 2024, the total outstanding principal balance is $495,141, net of debt discount of $4,859. Â Private Placement of OID Promissory Note and Series D Preferred Shares Â On June 28, 2024, the Companyâ€™s subsidiaries 1847 Cabinet Inc. (â€œ1847 Cabinetâ€), High Mountain, Sierra Homes, LLC d/b/a Innovative Cabinets & Design and Kyleâ€™s Custom Wood Shop, Inc. (the â€œBorrowersâ€) issued an OID promissory note in the principal amount of up to $2,472,000, to be advanced in one or more tranches, to Breadcrumbs Capital LLC (â€œBreadcrumbsâ€). Â On June 28, 2024, the parties executed tranche No. 1 in the principal amount of $666,667 for total cash proceeds of $475,000. On July 3, 2024, the parties executed tranche No. 2 in the principal amount of $466,667 for total cash proceeds of $300,000. On July 16, 2024, the parties executed tranche No. 3 in the principal amount of $233,333 for total cash proceeds of $175,000. On August 12, 2024, the parties executed tranche No. 4 in the principal amount of $466,667 for total proceeds of $350,000 (cash proceeds of $250,000 and $100,000 paid directly to third parties to settle accrued liabilities). On August 22, 2024, the parties executed tranche No. 5 in the principal amount of $300,000 for total cash proceeds of $225,000.Â The note bears interest at a rate per annum equal to the greater of (i) 8% plus the U.S. Prime Rate that appears in The Wall Street Journal from time to time or (ii) 14%; provided that, upon an event of default (as defined in the note), such rate shall increase to 36% or the maximum legal rate. Each tranche of the note is due and payable three months after issuance. The note is secured by all assets of the Borrowers pursuant to a security agreement; provided that such security interest is subordinate to the rights of the senior lender, Leonite Capital LLC. The note contains customary affirmative and negative covenants and events of default for a loan of this type. Upon an event of default, the outstanding balance of the note will be assessed a 35% penalty. Â In connection with the issuance of the note, the Company entered into a memorandum of understanding with the Breadcrumbs, pursuant to which the Company agreed to issue to Breadcrumbs upon the closing of each tranche under the note and (ii) series D senior convertible preferred shares with a stated value equal to the principal amount of such each such tranche (see Note 11 for further details). Â The Company evaluated whether this promissory note contains embedded features that qualify as derivatives pursuant to ASC 815. The Company determined that the noteâ€™s embedded features, specifically that should the Company default on the note, the note holder will receive a default penalty of 35% constitute a deemed redemption feature as a result of the substantial premium received by the note holder in the event of default. The Company concluded that this redemption feature requires bifurcation from the note and subsequent accounting in the same manner as a freestanding derivative. Â The fair value of the embedded redemption derivative liability within this promissory note was calculated using a Probability Weighted Expected Return valuation methodology, considering the likelihood of occurrence. The model used a discount rate of 30% and assumptions of a 75% probability related to likelihood of the Company would default. Subsequent changes in the fair value of the redemption feature are measured at each reporting period and recognized in the statement of operations. The OID and issuance costs for the note, along with the allocated fair value of both the series D senior convertible preferred shares and the bifurcated embedded redemption derivative liability, were collectively recorded as a debt discount. This discount will be amortized to interest expense over the respective term of the promissory note using the effective interest method. Â During the nine months ended September 30, 2024, the Company made principal payments totaling $1,055,104 and recorded $1,232,616 amortization of debt discount. As of September 30, 2024, the total outstanding principal balance is $577,412, net of debt discount of $500,818. Â Purchase and Sale of Future Revenues Agreement Â On March 31, 2023, the Company and its subsidiary 1847 Cabinet entered into a non-recourse funding agreement with a third-party for the sale of future revenues totaling $1,965,000 for net cash proceeds of $1,410,000. The Company is required to make weekly ACH payments in the amount of $39,300. The agreement also allows for the third-party to file UCCs securing their interest in the receivables and includes customary events of default. Â On November 30, 2023, this agreement was amended to increase the sale of future revenues outstanding balance by $1,375,500 to $1,965,000 for net cash proceeds of $865,500. All other terms remained the same. Â On July 23, 2024, this agreement was amended to increase the sale of future revenues outstanding balance by $1,624,400 to $2,292,500 for net cash proceeds of $1,029,400. The Company is required to make weekly ACH payments in the amount of $45,850. All other terms remained the same. Â As a result of the amendment, the Company recorded a debt discount of $595,000, which will be amortized under the effective interest method. The Company is utilizing the prospective method to account for subsequent changes in the estimated future payments, whereby if there is a change in the estimated future cash flows, a new effective interest rate is determined based on the revised estimate of remaining cash flows. The effective interest rate is 74.8%. Â During the nine months ended September 30, 2024, the Company made principal payments totaling $1,552,350 and recorded $567,665 amortization of debt discount. As of September 30, 2024, the total outstanding principal balance is $1,413,599, net of debt discount of $466,251.Â Convertible Notes Payable Â Secured Convertible Promissory Notes Â On October 8, 2021, the Company issued two secured convertible promissory notes in the principal amount of $16,900,000 and $7,860,000 to SILAC Insurance Company (â€œSILACâ€) and a secured convertible promissory note in the principal amount of $100,000 to Leonite Capital LLC (â€œLeoniteâ€). Thereafter, (i) on September 1, 2023, SILAC entered into a securities purchase agreement with Altimir Partners LP (â€œAltimirâ€), pursuant to which Altimir agreed to purchase the secured convertible promissory note in the principal amount of $16,900,000, $765,306 of which was then acquired by Leonite, and (ii) on December 1, 2023, SILAC entered into a securities purchase agreement with Beaman Special Opportunities Partners, LP (â€œBeamanâ€), pursuant to which Beaman purchased that the secured convertible promissory note in the principal amount of $7,860,000. In connection with the sale of High Mountain, $5,815,768 of the purchase price was paid to Altimir and $2,819,711 of the purchase price was paid to Beaman. A total of $7,000,000 of these funds are being held by Altimir and Beauman in a reserve account for the Companyâ€™s use in connection with a potential acquisition. If such potential acquisition is not completed by November 15,

2024, then these funds will be used to pay down these notes. Â On September 30, 2024, the parties entered into an amendment to the notes, which (i) provided for the terms of the reserve account described above, (ii) changed the maturity date to October 8, 2025, (iii) changed the interest rate to 15%, (iv) amended the repayment terms to require monthly payments of interest only commencing on the earlier of completion of the potential acquisition and December 1, 2024 and to require monthly payments of $500,000 commencing on April 1, 2025. The amendment also requires that the Company pay $4,000,000 no later than January 31, 2025 and includes an additional exit fee of $250,000 to be paid on the maturity date or upon the earlier repayment of the notes in full. As additional consideration for entering into the amendment, the Company agreed to pay an amendment fee of $250,000. Â As of September 30, 2024, the combined total outstanding principal balance is $22,790,057, net of debt discount of $1,304,637. Â 6% Subordinated Convertible Promissory Notes Â On October 8, 2021, 1847 Cabinet issued 6% subordinated convertible promissory notes in the aggregate principal amount of $5,880,345 to Steven J. Parkey and Jose D. Garcia-Rendon. In connection with sale of High Mountain, $3,207,058 of the purchase price was used to repay the remaining principal and accrued interest of the notes in full. X - ReferencesNo definition available. + Details Name: us-gaap_DebtDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for information about short-term and long-term debt arrangements, which includes amounts of borrowings under each line of credit, note payable, commercial paper issue, bonds indenture, debenture issue, own-share lending arrangements and any other contractual agreement to repay funds, and about the underlying arrangements, rationale for a classification as long-term, including repayment terms, interest rates, collateral provided, restrictions on use of assets and activities, whether or not in compliance with debt covenants, and other matters important to users of the financial statements, such as the effects of refinancing and noncompliance with debt covenants. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 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XBRL DOCUMENT v3.24.3 Shareholdersâ€™ Deficit 9 Months Ended Sep. 30, 2024 Shareholdersâ€™ Deficit [Abstract] Â SHAREHOLDERSâ€™ DEFICIT NOTE 11â€”SHAREHOLDERSâ€™ DEFICIT Â Series A Senior Convertible Preferred Shares Â During the nine months ended September 30, 2024, the Company accrued dividends of $135,485 for the series A senior convertible preferred shares and settled $130,968 of previously accrued dividends through the issuance of 625 common shares. Â On September 30, 2024, the Company settled $12,432 of previously accrued dividends through the issuance of 5,137 series A senior convertible preferred shares with an allocated value of $1,700. As a result, the Company recognized a gain on extinguishment of debt of $10,732. Â During the nine months ended September 30, 2024, an aggregate of 181,212 series A senior convertible preferred shares were converted into an aggregate of 2,437 common shares. Â As of September 30, 2024 and December 31, 2023, the Company had 50,592 and 226,667 series A senior convertible preferred shares issued and outstanding, respectively. Â Series B Senior Convertible Preferred Shares Â During the nine months ended September 30, 2024, the Company accrued dividends of $2,976 for the series B senior convertible preferred shares and settled $13,299 of previously accrued dividends through the issuance of 51 common shares. Â During the nine months ended September 30, 2024, an aggregate of 91,567 series B senior convertible preferred shares were converted into an aggregate of 1,523 common shares. Â As of September 30, 2024 and December 31, 2023, the Company had 0 and 91,567 series B senior convertible preferred shares issued and outstanding, respectively.Â Series C Senior Convertible Preferred Shares Â On August 19, 2024, the Company executed a share designation to designate 83,603 of its shares as series C senior convertible preferred shares. The following is a description of the rights of the series C senior convertible preferred shares. Â Ranking. The series C senior convertible preferred shares rank, with respect to the payment of dividends and the distribution of assets upon liquidation, (i) senior to all common shares, allocation shares, and each other class or series that is not expressly made senior to or on parity with the series C senior convertible preferred shares; (ii) on parity with the series D senior convertible preferred shares and each other class or series that is not expressly subordinated or made senior to the series C senior convertible preferred shares; and (iii) junior to the series A senior convertible preferred shares, all indebtedness and other liabilities with respect to assets available to satisfy claims against the Company and each other class or series that is expressly made senior to the series C senior convertible preferred shares. Â Dividend Rights. Holders of series C senior convertible preferred shares are entitled to dividends at a rate per annum of 6.0% of the stated value ($10 per share). Dividends shall accrue from day to day, whether or not declared, and shall be cumulative. Dividends shall be payable only upon the liquidation of the Company or upon conversion. Â Liquidation Rights. Subject to the rights of creditors and the holders of any senior securities or parity securities (in each case, as defined in the share designation), upon any liquidation of the Company or its subsidiaries, before any payment or distribution of the assets of the Company (whether capital or surplus) shall be made to or set apart for the holders of securities that are junior to the series C senior convertible preferred shares as to the distribution of assets on any liquidation of the Company, including the common shares and allocation shares, each holder of outstanding series C senior convertible preferred shares shall be entitled to receive an amount of cash equal to 100% of the stated value plus an amount of cash equal to all accumulated accrued and unpaid dividends thereon (whether or not declared) to, but not including the date of final distribution to such holders. If, upon any liquidation, the assets, or proceeds thereof, distributable among the holders of the series C senior convertible preferred shares shall be insufficient to pay in full the preferential amount payable to the holders of the series C senior convertible preferred shares and liquidating payments on any other shares of any class or series of parity securities as to the distribution of assets on any liquidation, then such assets, or the proceeds thereof, shall be distributed among the holders of series C senior convertible preferred shares and any such other parity securities ratably in accordance with the respective amounts that would be payable on such series C senior convertible preferred shares and any such other parity securities if all amounts payable thereon were paid in full. Â Voting Rights. The series C senior convertible preferred shares do not have any voting rights; provided that, so long as any series C senior convertible preferred shares are outstanding, the affirmative vote of holders of a majority of series C senior convertible preferred shares, voting as a separate class, shall be necessary for approving, effecting or validating any amendment, alteration or repeal of any of the provisions of the share designation. Â Conversion Rights. Each series C senior convertible preferred share, plus all accrued and unpaid dividends thereon, shall be convertible, at the option of the holder thereof, at any time and from time to time, into such number of fully paid and nonassessable common shares determined by dividing the stated value ($10 per share), plus the value of the accrued, but unpaid, dividends thereon, by the conversion price of $150 per share (subject to standard adjustments in the event of any share splits, share combinations, share reclassifications, dividends paid in common shares, sales of substantially all of the Companyâ€™s assets, mergers, consolidations or similar transactions); provided that in no event shall the holder of any series C senior convertible preferred shares be entitled to convert any number of series C senior convertible preferred shares that upon conversion the sum of (i) the number of common shares beneficially owned by the holder and its affiliates and (ii) the number of common shares issuable upon the conversion of the series C senior convertible preferred shares with respect to which the determination of this proviso is being made, would result in beneficial ownership by the holder and its affiliates of more than 4.99% of the then outstanding common shares. This limitation may be waived (up to a maximum of 9.99%) by the holder and in its sole discretion, upon not less than sixty-one (61) daysâ€™ prior notice to the Company. Â Redemption Rights. Not redeemable. Â On August 22, 2024, the Company issued 83,603 series C senior convertible preferred shares to the Trust as settlement of the outstanding balance of the 6% amortizing promissory note in the amount of $831,027 (see Note 10). As a result, the Company recognized a gain on extinguishment of debt of $616,127.Â During the nine months ended September 30, 2024, the Company accrued dividends of $5,360 for the series C senior convertible preferred shares. Â As of September 30, 2024 and December 31, 2023, the Company had 83,603 and 0 series C senior convertible preferred shares issued and outstanding, respectively. Â Series D Senior Convertible Preferred Shares Â On June 27, 2024, the Company executed a share designation to designate 7,292,036 of its shares as series D senior convertible preferred shares. The following is a description of the rights of the series D senior convertible preferred shares. Â Ranking. The series D senior convertible preferred shares rank, with respect to the payment of dividends and the distribution of assets upon liquidation, (i) senior to all common shares, allocation shares, and each other class or series that is not expressly made senior to or on parity with the series D senior convertible preferred shares; (ii) on parity with each other class or series that is not expressly subordinated or made senior to the series D senior convertible preferred shares; and (iii) junior to the Series A senior convertible preferred shares, all indebtedness and other liabilities with respect to assets available to satisfy claims against the Company and each other class or series that is expressly made senior to the series D senior convertible preferred shares. Â Dividend Rights. Holders of series D senior convertible preferred shares are entitled to dividends at a rate per annum of 10% of the stated value ($0.339 per share, subject to adjustment). Dividends shall accrue from day to day, whether or not declared, and shall be cumulative. Dividends shall be payable only upon the liquidation of the Company or conversion (as defined in the share designation). Â Liquidation Rights. Subject to the rights of creditors and the holders of any senior securities or parity securities (in each case, as defined in the share designation), upon any liquidation of the Company or its subsidiaries, before any payment or distribution of the assets of the Company (whether capital or surplus) shall be made to or set apart for the holders of securities that are junior to the series D senior convertible preferred shares as to the distribution of assets on any liquidation of the Company, including the common shares and allocation shares, each holder of outstanding series D senior convertible preferred shares shall be entitled to receive an amount of cash equal to 100% of the stated value plus an amount of cash equal to all accumulated accrued and unpaid dividends thereon (whether or not declared) to, but not including the date of final distribution to such holders. If, upon any liquidation, the assets, or proceeds thereof, distributable among the holders of the series D senior convertible preferred shares shall be insufficient to pay in full the preferential amount payable to the holders of the series D senior convertible preferred shares and liquidating payments on any other shares of any class or series of parity securities as to the distribution of assets on any liquidation, then such assets, or the proceeds thereof, shall be distributed among the holders of series D senior convertible preferred shares and any such other parity securities ratably in accordance with the respective amounts that would be payable on such series D senior convertible preferred shares and any such other parity securities if all amounts payable thereon were paid in full. Â Voting Rights. The series D senior convertible preferred shares do not have any voting rights; provided that, so long as any series D senior convertible preferred shares are outstanding, the affirmative vote of holders of a majority of series D senior convertible preferred shares, voting as a separate class, shall be necessary for approving, effecting or validating any amendment, alteration or repeal of any of the provisions of the share designation.Â Conversion Rights. Each series D senior convertible preferred share, plus all accrued and unpaid dividends thereon, shall be convertible, at the option of the holder thereof, at any time and from time to time, into such number of fully paid and nonassessable common shares determined by dividing the stated value ($0.339 per share), plus the value of the accrued, but unpaid, dividends thereon, by the conversion price of $66.105 per share (subject to standard adjustments in the event of any share splits, share combinations, share reclassifications, dividends paid in common shares, sales of substantially all of the Companyâ€™s assets, mergers, consolidations or similar transactions); provided that in no event shall the holder of any series D senior convertible preferred shares be entitled to convert any number of series D senior convertible preferred shares that upon conversion the sum of (i) the number of common shares beneficially owned by the holder and its affiliates and (ii) the number of common shares issuable upon the conversion of the series D senior convertible preferred shares with respect to which the determination of this proviso is being made, would result in beneficial ownership by the holder and its affiliates of more than 4.99% of the then outstanding common shares. This limitation may be waived (up to a maximum of 9.99%) by the holder and in its sole discretion, upon not less than sixty-one (61) daysâ€™ prior notice to the Company. Â Redemption Rights. Not redeemable. Â On June 28, 2024, the Company issued 1,966,570 series D senior convertible preferred shares in connection with the closing of the first tranche under the OID promissory note of $666,667 (see Note 10). $214,000 of the net proceeds were allocated on a relative fair value basis to the series D senior preferred shares. Â On July 3, 2024, the Company issued 1,376,599 series D senior convertible preferred shares in connection with the closing of the second tranche under the OID promissory note of $466,667 (see Note 10). $122,800 of the net proceeds were allocated on a relative fair value basis to the series D senior preferred shares. Â On July 16, 2024, the Company issued 688,298 series D senior convertible preferred shares in connection with the closing of the third tranche under the OID promissory note of $233,333 (see Note 10). $67,400 of the net proceeds were allocated on a relative fair value basis to the series D senior preferred shares. Â On August 12, 2024, the Company issued 1,376,599 series D senior convertible preferred shares in connection with the closing of the fourth tranche under the OID promissory note of $466,667 (see Note 10). $113,000 of the net proceeds were allocated on a relative fair value basis to the series D senior preferred shares. Â On August 22, 2024, the Company issued 884,956 series D senior convertible preferred shares in connection with the closing of the fifth tranche under the OID promissory note of $300,000 (see Note 10). $82,900 of the net proceeds were allocated on a relative fair value basis to the series D senior preferred shares. Â During the nine months ended September 30, 2024, the Company accrued dividends of $42,876 for the series D senior convertible preferred shares. Â As of September 30, 2024 and December 31, 2023, the Company had 6,293,022 and 0 series D senior convertible preferred shares issued and outstanding, respectively. Â Common Shares Â On February 9, 2024, the Company entered into a securities purchase agreement with certain purchasers and a placement agency agreement with Spartan, pursuant to which the Company agreed to issue and sell to such purchasers an aggregate of 9,364 common shares and prefunded warrants for the purchase of 16,280 common shares at an offering price of $1.95 per common share and $193.05 per prefunded warrant, pursuant to the Companyâ€™s effective registration

statement on Form S-1 (File No. 333-276670). On February 14, 2024, the closing of this offering was completed. At the closing, the purchasers prepaid the exercise price of the prefunded warrants in full. Therefore, the Company received total gross proceeds of $5,000,000. Pursuant to the placement agency agreement, Spartan receivedÂ a cash transaction fee equal to 8% of the aggregate gross proceeds and reimbursement of certain out-of-pocketÂ expenses. After deducting these and other offering expenses, the Company received net proceeds of approximately $4,335,000.Â During the nine months ended September 30, 2024, the Company issued an aggregate of 16,275 common shares upon the exercise of prefunded warrants.Â During the nine months ended September 30, 2024, the Company issued an aggregate of 5,863 common shares with a fair value of $2,026,499 upon the conversions of convertible promissory notes and accrued interest totaling $1,170,979 and extinguishment of derivative liabilities of $855,520. Â During the nine months ended September 30, 2024, the Company issued an aggregate of 676 common shares to the holders of the series A and B senior convertible preferred shares in settlement of $144,267 of accrued dividends. Pursuant to the series A and B senior convertible preferred shares designations, dividends payable in common shares shall be calculated based on a price equal to eighty percent (80%) of the volume weighted average price for the common shares on the Companyâ€™s principal trading market during the five (5) trading days immediately prior to the applicable dividend payment date. Â During the nine months ended September 30, 2024, the Company issued an aggregate of 2,437 common shares upon the conversion of an aggregate of 181,212 series A senior convertible preferred shares. Â During the nine months ended September 30, 2024, the Company issued an aggregate of 1,523 common shares upon the conversion of an aggregate of 91,567 series B senior convertible preferred shares. Â Potential Common Stock Equivalents Â For the nine months ended September 30, 2024, there were 13,278,444 potential common share equivalents from series A, C and D senior convertible preferred shares, convertible notes, and warrants excluded from the diluted loss per share calculations as their effect is anti-dilutive. Â Managerâ€™s Profit Allocation (Distribution Receivable) Â The Manager owns 100% of the allocation shares of the Company which represent the original equity interest in the Company. As a holder of the allocation shares, the Manager is entitled to receive a 20% profit allocation as a form of preferred distribution, pursuant to a profit allocation formula upon the occurrence of certain events. Generally, the distribution of the profit allocation is paid upon the occurrence of the sale of a material amount of capital stock or assets of one of the Companyâ€™s businesses, including if the Company distributes its equity ownership in a subsidiary to the Companyâ€™s shareholders in a spin-off or similar transaction (a â€œSale Eventâ€), or, at the option of the Manager, at the five-year anniversary date of the acquisition of one of the Companyâ€™s businesses (a â€œHolding Eventâ€). The calculation of the profit allocation and the rights of the Manager, as the holder of the allocation shares, are governed by the operating agreement. The Company records distributions of the profit allocation to the holders upon occurrence of a Sale Event or Holding Event as dividends declared on allocation interests to shareholdersâ€™ equity when they are approved by the Companyâ€™s board of directors. Â Prior to the sale of High Mountain, the last occurrence of profit allocation distribution to the Manager by the Company was during the fourth quarter of 2020, concurrent with the spin-off of a former subsidiary. Following the profit allocation distribution to the Manager, the board of directors identified a need to adjust the distribution to the Manager, which resulted in the recognition of a $2 million distribution receivable from the Manager within shareholdersâ€™ equity, with repayment anticipated upon the occurrence of the next qualified profit allocation distribution event (the â€œDistribution Receivableâ€). Â On April 23, 2024, the Company and the Manager entered into a letter agreement regarding the timing of payment of the Distribution Receivable, pursuant to which the parties agreed to treat the Distribution Receivable as a $2,000,000, plus interest accrued thereon at a non-compounding rate equal to the applicable federal rate, unqualified obligation of the Manager to be repaid as a credit against all future profit allocations resulting from both a Sale Event and a Holding Event payable to the Manager, all until the Distribution Receivable is fully paid, provided that, if the Distribution Receivable is not fully paid by the application of such credit or otherwise by the first to occur of (i) December 31, 2024 and (ii) the date of the sale of all or substantially all the assets (in a transaction of any form) or the liquidation, dissolution or winding up, voluntary or involuntary, of either party, then upon such date the unpaid balance shall be immediately due, payable and paid by the Manager. Â On September 30, 2024, the Company sold substantially all of the assets of Hight Mountain to BFS for an aggregate cash only purchase price of $17,000,000, subject to certain pre-closing and post-closing adjustments. At closing, the purchase price was subject to a working capital adjustment and was also reduced by the amount of outstanding indebtedness repaid at closing or assumed by BFS, as well as certain transaction expenses.Â The sale of High Mountain qualified as a Sale Event that entitles the Manager to receive a 20% profit allocation, or $875,000, in accordance with the profit allocation formula outlined in the operating agreement. Additionally, the Manager is entitled to receive a transaction fee of 2.0%, or $340,000. The Managerâ€™s profit allocation and transaction fee were applied as a credit to the Distribution Receivable, leaving a balance of $785,000 as of September 30, 2024.Â Â Warrants Â Warrants Issued in Public Equity Offering Â On February 14, 2024 (as described above), the Company closed on a securities purchase agreement with certain purchasers and a placement agency agreement with Spartan, pursuant to which the Company agreed to issue and sell to such purchasers prefunded warrants for the purchase of 16,280 common shares at an exercise price of $1.95 per common share. Â The Company evaluated the prefunded warrants as either equity-classified or liability-classified instruments based on an assessment of the specific terms of the prefunded warrants and applicable authoritative guidance from ASC 480 and ASC 815-40. The Company determined the prefunded warrants issued failed the indexation guidance under ASC 815-40, specifically, the prefunded warrants provide for a Black-Scholes value calculation in the event of certain transactions (â€œFundamental Transactionsâ€), which includes a floor on volatility utilized in the value calculation at 100% or greater. The Company has determined that this provision introduces leverage to the holders of the warrants that could result in a value that would be greater than the settlement amount of a fixed-for-fixed option on the Companyâ€™s own equity shares. Accordingly, pursuant to ASC 815-40, the Company recorded the fair value of the warrants as a liability upon issuance and marked to market each reporting period in the Companyâ€™s condensed consolidated statement of operations until their exercise or expiration (see Note 9). Â The fair value of the warrants deemed to be a liability, due to certain contingent put features, was determined using the Black-Scholes option pricing model, which was deemed to be an appropriate model due to the terms of the warrants issued, including a fixed term and exercise price. The assumptions used in the model were as follows: (i) dividend yield of 0%; (ii) expected volatility of 149.05%; (iii) risk-free interest rate of 4.86%; (iv) expected life of one year; (v) estimated fair value of the common shares of $380.25 per share; (vi) exercise price of $1.95. Â Warrants Issued in Private Placement with 20% OID Promissory Note Â On May 8, 2024, the Company issued five-year warrants for the purchase of 477 common shares at an adjusted exercise price of $524.55 per share (subject to standard adjustments as defined in the warrant agreement). Additionally, the Company issued a five-year warrant to the placement agent, Spartan, for the purchase of 39 common shares at an adjusted exercise price of $577.05 per share (subject to standard adjustments as defined in the warrant agreement). The warrants are exercisable at any time six months after the date of issuance. Â The Company evaluated the warrants as either equity-classified or liability-classified instruments based on an assessment of the specific terms of the warrants and applicable authoritative guidance from ASC 480 and ASC 815-40. The Company determined the warrants issued failed the indexation guidance under ASC 815-40, specifically, the warrants provide for a Black-Scholes value calculation in the event of certain transactions (â€œFundamental Transactionsâ€), which includes a floor on volatility utilized in the value calculation at 100% or greater. The Company has determined that this provision introduces leverage to the holders of the warrants that could result in a value that would be greater than the settlement amount of a fixed-for-fixed option on the Companyâ€™s own equity shares. Accordingly, pursuant to ASC 815-40, the Company recorded the fair value of the warrants as a liability upon issuance and marked to market each reporting period in the Companyâ€™s condensed consolidated statement of operations until their exercise or expiration (see Note 9). The warrants issued to the placement agent were classified as equity. Â The fair value of the warrants deemed to be a liability, due to certain contingent put features, was determined using the Black-Scholes option pricing model, which was deemed to be an appropriate model due to the terms of the warrants issued, including a fixed term and exercise price. The assumptions used in the model were as follows: (i) dividend yield of 0%; (ii) expected volatility of 160.8%; (iii) risk-free interest rate of 4.5%; (iv) expected life of 5.5 years; (v) estimated fair value of the common shares of $468 per share; (vi) exercise price of $524.55.Â The remaining proceeds were allocated to the placement agent warrants and note based on their relative fair value using the Black-Scholes option pricing model. The assumptions used in the model were as follows: (i) dividend yield of 0%; (ii) expected volatility of 160.8%; (iii) risk-free interest rate of 4.5%; (iv) expected life of 5.5 years; (v) estimated fair value of the common shares of $468 per share; (vi) exercise price of $577.05. The fair value of the placement agent warrants was $16,800, resulting in the amount allocated to the warrants, based on their relative fair value of $7,573, which was recorded as additional paid-in capital. Â Exercise Price Adjustments to Warrants Â As a result of the issuance of common shares in the offering on February 14, 2024, the exercise price of certain of the Companyâ€™s outstanding warrants was adjusted to $1.95 pursuant to certain antidilution provisions of such warrants (down round feature). As a result, the Company recognized a deemed dividend of $1,000, which was calculated using a Black- Â Below is a table summarizing the changes in warrants outstanding during the nine months ended September 30, 2024: Â Â Â WarrantsÂ Â Weighted- Average Exercise PriceÂ Outstanding at December 31, 2023Â Â 706Â Â $6,597.35Â GrantedÂ Â 16,796Â Â Â 18.13Â Exercised/settledÂ Â (16,275)Â Â (1.95) Outstanding at September 30, 2024Â Â 1,227Â Â $4,012.72Â Exercisable at September 30, 2024Â Â 711Â Â $6,541.33Â Â As of September 30, 2024, the outstanding warrants have a weighted average remaining contractual life of 4.09 years and a total intrinsic value of $127. X - ReferencesNo definition available. + Details Name: us-gaap_EquityAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for equity. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477968/946-235-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477968/946-235-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-6Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480237/815-40-50-6Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(e)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/505/tableOfContentReference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 16 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-16Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18 + Details Name: us-gaap_StockholdersEquityNoteDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 30 R18.htm IDEA: XBRL DOCUMENT v3.24.3 Subsequent Events 9 Months Ended Sep. 30, 2024 Subsequent Events [Abstract] Â SUBSEQUENT EVENTS NOTE 12â€“SUBSEQUENT EVENTS Â Public Offering Â On October 28, 2024, the Company entered into a securities purchase agreement with certain purchasers and a placement agency agreement with Spartan, as placement agent, relating to the Companyâ€™s public offering of units. Pursuant to the securities purchase agreement and the placement agency agreement, the Company agreed to issue and sell to the purchasers an aggregate of 587,301 units, at a purchase price of $18.9 per unit, for total gross proceeds of approximately $11.1 million, pursuant to the Companyâ€™s registration statement on Form S-1 (File No. 333-282201) under the Securities Act of 1933, as amended. The units are comprised of (i) 587,301 common shares, (ii) series A warrants to purchase 587,301 common shares at an exercise price of $28.5 per share and (iii) series B warrants to purchase 587,301 common shares at an exercise price of $37.8 per share. Â On October 30, 2024, the closing of the offering was completed. Pursuant to the placement agency agreement, Spartan receivedÂ a cash transaction fee equal to 8% of the aggregate gross proceeds, a non-accountable expense allowance equal to 1% of the aggregate gross proceeds and reimbursement of certain out-of-pocketÂ expenses. After deducting these expenses, the Company received net proceeds of approximately $9.9 million.Â The series A warrants are exercisable at any time at an exercise price of $28.5 per share and will expire five years from the date of issuance. The series B warrants are exercisable at any time at an exercise price of $37.8 per share and will expire five years from the date of issuance. Under an alternate cashless exercise option contained in the series A warrants, the holders of the series A warrants will have the right to receive an aggregate number of shares equal to the product of (i) the aggregate number of common shares that would be issuable upon a cash exercise of the series A warrants and (ii) 2.0. in addition, the series A warrants and the series B warrants contain a reset of the exercise price to a price equal to the lesser of (i) the then exercise price and (ii) lowest volume weighted average price for the five trading days immediately preceding and immediately following the date the Company effects a reverse share split in the future with a proportionate adjustment to the number of shares underlying the series A warrants and the series B warrants, subject to a floor price of $0.10. Finally, with certain exceptions, the series B warrants provide for an adjustment to the exercise price and number of shares underlying such the series B warrants upon the Companyâ€™s issuance of common shares or common share equivalents at a price per share that is less than the exercise price of the series B warrants, subject to a floor price of $0.10. Â As a result of the 1-for-15 reverse share split completed on August 11, 2024 and the related adjustment described above, the exercise prices of the series A warrants and the series B warrants was adjusted to $1.50 (the floor price following the reverse split), the number of series A warrants was increased to 8,583,969 and the number of series B warrants was increased to 14,799,979. Â Subsequent to completion of the offering, purchases have exercised an aggregate of 7,879,430 series A warrants for an aggregate of 15,758,861 common shares in accordance with the alternate cashless exercise provision described above. Â Debt Conversions Â During October 2024, Mast Hill Fund, LP converted the remaining balance of the promissory note issued to it on February 9, 2023 into an aggregate of 13,353 common shares, which included the conversion of principal of $188,646, interest of $16,211 and conversion fees of $10,500. Â During October 2024, Mast Hill Fund, LP converted a portion of the promissory note issued to it on February 22, 2023 into an aggregate of 8,970 common shares, which included the conversion of principal of $135,044, interest of $46,949 and conversion fees of $7,000. Â During October 2024, the Company entered into cancellation and exchange agreements with the holder of the 20% OID subordinated note originally issued on March 4, 2024 (see Note 10), pursuant to which an aggregate of $221,575 of the note was exchanged for an aggregate of 11,401 common shares. Â Debt Repayments Â The Company used a portion of the net proceeds from the public offering described above to repay the remaining balance of the promissory note issued to Mast Hill Fund, LP on February 22, 2023 in full. Â The Company also used a portion of the net proceeds from the public offering described above to repay the 20% OID subordinated promissory notes originally issued on August 11, 2023 and the 20% OID subordinated promissory note originally issued on May 8, 2024 in full (see Note 10). Â The Company also used a portion of the net proceeds from the public offering described above to repay $2,015,325 of the 20% OID subordinated note originally issued on March 4, 2024 (see Note 10), leaving a balance of $2,234,675. Â Amendment to

20% OID Subordinated Note Â On November 15, 2024, the Company entered into an amendment to the 20% OID subordinated note originally issued on March 4, 2024 (see Note 10) to (i) reflect the repayment described above, (ii) increase the principal amount remaining to $2,681,610 and (iii) extend the maturity date to December 31, 2024.Â Signing of Acquisition Agreement Â On November 4, 2024, 1847 CMD Inc. (â€œ1847 CMDâ€), a newly formed wholly owned subsidiary of the Company, entered into a stock and membership interest purchase agreement (the â€œPurchase Agreementâ€) with the owner (â€œSellerâ€) of CMD Inc. (â€œCMDâ€) and CMD Finish Carpentry LLC (â€œFinishâ€ and together with CMD, the â€œCMD Companiesâ€), pursuant to which 1847 CMD agreed to acquire from the Seller all of the issued and outstanding capital stock of CMD and all of the membership interests in Finish for an aggregate cash purchase price of $18,750,000, subject to adjustment as described below. Upon the execution of the Purchase Agreement, the Company paid to the Seller a deposit of $1,000,000, which shall be applied toward the purchase price. The transaction is expected to be completed on or before December 3, 2024. Â The purchase price is subject to a closing date net working capital adjustment in cash, and a post-closing net working capital adjustment in cash if the adjustment is in favor of 1847 CMD, or in the form of a promissory note if the adjustment is in favor of the Seller. If a working capital promissory note is issued, it will be secured in a subordinate position by the assets of 1847 CMD and the CMD Companies, guaranteed by the Company and the CMD Companies, and by a pledge agreement in the equity of 1847 CMD and the CMD Companies. Â The Purchase Agreement contains customary representations, warranties and covenants, including a covenant that the Seller will not compete with the business of 1847 CMD for a period of three (3) years following closing. The Purchase Agreement also contains mutual indemnification for breaches of representations or warranties and failure to perform covenants or obligations contained in the Purchase Agreement. In the case of the indemnification provided by the Seller with respect to breaches of certain non-fundamental representations and warranties, the Seller will only become liable for indemnified losses if the amount exceeds an aggregate of $60,000, whereupon the Seller will be liable for all losses back to the first dollar, provided that the liability of the Seller for breaches of certain non-fundamental representations and warranties shall not exceed $2,512,500. The closing of the transaction contemplated in the Purchase Agreement is subject to customary closing conditions. X - ReferencesNo definition available. + Details Name: us-gaap_SubsequentEventsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for significant events or transactions that occurred after the balance sheet date through the date the financial statements were issued or the date the financial statements were available to be issued. Examples include: the sale of a capital stock issue, purchase of a business, settlement of litigation, catastrophic loss, significant foreign exchange rate changes, loans to insiders or affiliates, and transactions not in the ordinary course of business. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 855 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/855/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 855 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483399/855-10-50-2 + Details Name: us-gaap_SubsequentEventsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 31 R19.htm IDEA: XBRL DOCUMENT v3.24.3 Pay vs Performance Disclosure - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Pay vs Performance Disclosure Â Â Â Â Net Income (Loss) $ 2,813,784 $ (5,828,305) $ (12,461,958) $ (8,486,502) X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 402 -Subsection v -Paragraph 1 + Details Name: ecd_PvpTable Namespace Prefix: ecd_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration XML 32 R20.htm IDEA: XBRL DOCUMENT v3.24.3 Insider Trading Arrangements 3 Months Ended Sep. 30, 2024 Trading Arrangements, by Individual Â 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 X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_NonRule10b51ArrAdoptedFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_NonRule10b51ArrTrmntdFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_Rule10b51ArrAdoptedFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_Rule10b51ArrTrmntdFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph A + Details Name: ecd_TradingArrByIndTable Namespace Prefix: ecd_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 33 R21.htm IDEA: XBRL DOCUMENT v3.24.3 Accounting Policies, by Policy (Policies) 9 Months Ended Sep. 30, 2024 Accounting Policies [Abstract] Â Discontinued Operations Discontinued Operations On February 26, 2024, Asienâ€™s Appliance, Inc. (â€œAsienâ€™sâ€), a wholly owned subsidiary of the Companyâ€™s subsidiary 1847 Asien Inc. (â€œ1847 Asienâ€), entered into a general assignment for the benefit of its creditors (the â€œAssignment Agreementâ€) with SG Service Co., LLC, pursuant to which Asienâ€™s transferred ownership of all or substantially all of its right, title, and interest in, as well as custody and control of, its assets to SG Service Co., LLC in trust.The Company is a limited guarantor of an Amended and Restated Credit and Security Agreement (the â€œICU Loan Agreementâ€) that was entered into on September 11, 2023, between AB Lending SPV I LLC d/b/a Mountain Ridge Capital (the â€œICU Lenderâ€), and the Companyâ€™s subsidiaries ICU Eyewear, Inc. (â€œICU Eyewearâ€), ICU Eyewear Holdings, Inc., and 1847 ICU Holdings Inc. (the â€œICU Partiesâ€). Pursuant to the ICU Loan Agreement, the ICU Lender had a security interest in all the assets of ICU Eyewear. ICU Eyewear was in default under the ICU Loan Agreement and, with the approval of the other ICU Parties, consented to a foreclosure by the ICU Lender and private sale of substantially all of its assets in an Article 9 sale process, pursuant to Section 9-610 of the Uniform Commercial Code as in effect in the State of New York and Section 9-610 of the Uniform Commercial Code as in effect in the State of California. On August 5, 2024, ICU Eyecare Solutions Inc., an entity that is not affiliated with the Company, was the successful bidder with a cash bid of $4,250,000. Pursuant to an agreement dated, August 5, 2024, and in consideration for such purchase price, the ICU Lender having foreclosed on its security interest in all of the assets of ICU Eyewear then conveyed all of its rights, title, and interest in all of such assets to ICU Eyecare Solutions Inc.On September 30, 2024, the Company entered into an asset purchase agreement (the â€œPurchase Agreementâ€) with BFS Group LLC (â€œBFSâ€), and the Companyâ€™s majority owned subsidiary High Mountain Door & Trim Inc. (â€œHigh Mountainâ€), pursuant to which the Company sold substantially all of the assets of High Mountain to BFS for an aggregate cash only purchase price of $17,000,000, subject to certain pre-closing and post-closing adjustments.The results of operations of Asienâ€™s, ICU Eyewear and High Mountain are reported as discontinued operations for the three and nine months ended September 30, 2024 and 2023. Unless otherwise noted, amounts and disclosures throughout these notes to condensed consolidated financial statements relate solely to continuing operations and exclude all discontinued operations. See Note 3 for additional information.Â The Company evaluates all disposal transactions to determine whether such disposal qualifies for reporting as discontinued operations in accordance with ASC 205-20, â€œDiscontinued Operations.â€ A disposal of a component or a group of components is reported in discontinued operations if the disposal represents a strategic shift that has or will have a major effect on the Companyâ€™s operations and financial results when the following occurs: (1) a component (or group of components) meets the criteria to be classified as held for sale; (2) the component or group of components is disposed of by sale; or (3) the component or group of components is disposed of other than by sale (for example, by abandonment or in a distribution to owners in a spin-off). For any component classified as held for sale or disposed of by sale or other than by sale, qualifying for presentation as a discontinued operation, the Company reports the results of operations of the discontinued operations (including any gain or loss recognized on the disposal or loss recognized on classification as held for sale of a discontinued operation), less applicable income taxes (benefit), as a separate component in the consolidated statement of operations for current and all prior periods presented. The Company also reports assets and liabilities associated with discontinued operations as separate line items on the consolidated balance sheet for prior periods. Reverse Share Splits Reverse Share SplitsOn July 8, 2024, the Company effected a 1-for-13 reverse split of its outstanding common shares. All outstanding common shares and warrants were adjusted to reflect the 1-for-13 reverse split, with the respective exercise prices of the warrants proportionately increased. The outstanding convertible notes and preferred shares conversion prices were adjusted to reflect a proportional decrease in the number of common shares to be issued upon conversion.On November 11, 2024, the Company effected a 1-for-15 reverse split of its outstanding common shares. All outstanding common shares and warrants were adjusted to reflect the 1-for-15 reverse split, with the respective exercise prices of the warrants proportionately increased. The outstanding convertible notes and preferred shares conversion prices were adjusted to reflect a proportional decrease in the number of common shares to be issued upon conversion.All share and per share data throughout these condensed consolidated financial statements have been retroactively adjusted to reflect the reverse share splits. The total number of authorized common shares did not change. As a result of the reverse common share splits, an amount equal to the decreased value of common shares was reclassified from â€œcommon sharesâ€ to â€œadditional paid-in capital.â€ Reclassifications ReclassificationsCertain reclassifications within operating expenses have been made to the prior periodâ€™s financial statements to conform to the current period financial statement presentation. There is no impact in total to the results of operations and cash flows in all periods presented. Recently Issued Accounting Pronouncements Recently Issued Accounting

Pronouncements In November 2023, the Financial Accounting Standards Board (â€œFASBâ€) issued Accounting Standards Update (â€œASUâ€) 2023-07, â€œSegment Reporting (Topic 280): Improvements to Reportable Segment Disclosures,â€ which requires a public entity to disclose significant segment expenses and other segment items on an annual and interim basis and to provide in interim periods all disclosures about reportable segmentâ€™s profit or loss and assets that are currently required annually. ASU 2023-07 is effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024, with early adoption permitted. These amendments are to be applied retrospectively. The Company is currently evaluating the impact this standard will have on its condensed consolidated financial statements.In December 2023, the FASB issued ASU 2023-09, â€œIncome Taxes (Topic 740): Improvements to Income Tax Disclosures,â€ which enhances the transparency and decision usefulness of income tax disclosures by requiring; (1) consistent categories and greater disaggregation of information in the rate reconciliation and (2) income taxes paid disaggregated by jurisdiction. It also includes certain other amendments to improve the effectiveness of income tax disclosures. ASU 2023-09 is effective for fiscal years beginning after December 15, 2025, with early adoption permitted. These amendments are to be applied prospectively, with retrospective application permitted. The Company is currently evaluating the impact this standard will have on its condensed consolidated financial statements.The Company currently believes there are no other issued and not yet effective accounting standards that are materially relevant to our condensed consolidated financial statements. X - ReferencesNo definition available. + Details Name: efsh_ReverseShareSplitsPolicyTextBlock Namespace Prefix: efsh_ Data Type: dtr:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_AccountingPoliciesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for discontinued operations. Includes, but is not limited to, method of interest allocation to a discontinued operation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef - Name Accounting Standards Codification -Topic 205 -SubTopic 20 -Section S99 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480781/205-20-S99-3Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-1 + Details Name: us-gaap_DiscontinuedOperationsPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy pertaining to new accounting pronouncements that may impact the entity's financial reporting. Includes, but is not limited to, quantification of the expected or actual impact. + ReferencesNo definition available. + Details Name: us-gaap_NewAccountingPronouncementsPolicyPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for reclassification affecting comparability of financial statement. Excludes amendment to accounting standards, other change in accounting principle, and correction of error. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 205 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483504/205-10-50-1 + Details Name: us-gaap_PriorPeriodReclassificationAdjustmentDescription Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 34 R22.htm IDEA: XBRL DOCUMENT v3.24.3 Discontinued Operations (Tables) 9 Months Ended Sep. 30, 2024 Discontinued Operations [Abstract] Â Schedule of Consolidated Balance Sheet The following information presents the major classes of line item of assets and liabilities included as part of discontinued operations of Asienâ€™s in the consolidated balance sheet as of December 31, 2023: Â Â December 31, 2023Â Current assets of discontinued operationsÂ Â Â Cash and cash equivalentsÂ $34,470Â InvestmentsÂ Â 278,521Â ReceivablesÂ Â 88,770Â Inventories, netÂ Â 1,398,088Â Prepaid expenses and other current assetsÂ Â 140,102Â Total current assets of discontinued operationsÂ Â 1,939,951Â Â Â Â Â Non-current assets of discontinued operationsÂ Â Â Â Property and equipment, netÂ Â 88,505Â Â Â Â Â Total assets of discontinued operationsÂ $2,028,456Â Â Â Â Â Current liabilities of discontinued operationsÂ Â Â Â Accounts payable and accrued expensesÂ $923,945Â Customer depositsÂ Â 2,143,493Â Current portion of notes payableÂ Â 29,777Â Total current liabilities of discontinued operationsÂ Â 3,097,215Â Â Â Â Â Non-current liabilities of discontinued operationsÂ Â Â Â Notes payable, net of current portionÂ Â 34,965Â Â Â Â Â Total liabilities of discontinued operationsÂ $3,132,180Â Â The following information presents the major classes of line item of assets and liabilities included as part of discontinued operations of ICU Eyewear in the consolidated balance sheet as of December 31, 2023: Â Â December 31, 2023Â Current assets of discontinued operationsÂ Â Â Cash and cash equivalentsÂ $12,594Â Receivables, netÂ Â 1,578,764Â Inventories, netÂ Â 5,123,478Â Prepaid expenses and other current assetsÂ Â 19,990Â Total current assets of discontinued operationsÂ Â 6,734,826Â Â Â Â Â Non-current assets of discontinued operationsÂ Â Â Â Property and equipment, netÂ Â 313,915Â Operating lease right-of-use assetsÂ Â 1,690,937Â Long-term depositsÂ Â 74,800Â Intangible assets, netÂ Â 500,383Â GoodwillÂ Â 757,283Â Â Â Â Â Total assets of discontinued operationsÂ $10,072,144Â Â Â Â Â Â Current liabilities of discontinued operationsÂ Â Â Â Accounts payable and accrued expensesÂ $5,580,313Â Current portion of operating lease liabilities Â Â 274,683Â Total current liabilities of discontinued operationsÂ Â 5,854,996Â Â Â Â Â Non-current liabilities of discontinued operationsÂ Â Â Â Operating lease liabilities, net of current portionÂ Â 1,459,184Â Revolving line of credit, netÂ Â 3,647,511Â Deferred tax liabilityÂ Â 15,000Â Â Â Â Â Total liabilities of discontinued operationsÂ $10,976,691Â Â The following information presents the major classes of line item of assets and liabilities included as part of discontinued operations of High Mountain in the consolidated balance sheet as of December 31, 2023: Â Â December 31, 2023Â Current assets of discontinued operationsÂ Â Â Cash and cash equivalentsÂ $45,905Â Receivables, netÂ Â 4,186,800Â Inventories, netÂ Â 1,082,940Â Prepaid expenses and other current assetsÂ Â 106,342Â Total current assets of discontinued operationsÂ Â 5,421,987Â Â Â Â Â Non-current assets of discontinued operationsÂ Â Â Â Property and equipment, netÂ Â 433,902Â Operating lease right-of-use assetsÂ Â 1,219,813Â Long-term depositsÂ Â 29,400Â Intangible assets, netÂ Â 2,268,642Â GoodwillÂ Â 8,371,877Â Â Â Â Â Total assets of discontinued operationsÂ $17,745,621Â Â Â Â Â Current liabilities of discontinued operationsÂ Â Â Â Accounts payable and accrued expensesÂ $2,642,566Â Contract liabilitiesÂ Â 1,019,230Â Current portion of operating lease liabilitiesÂ Â 329,015Â Finance lease liabilitiesÂ Â 6,754Â Current portion of notes payableÂ Â 64,170Â Current portion of convertible notes payable, net Â Â 1,195,867Â Total current liabilities of discontinued operationsÂ Â 5,257,602Â Â Â Â Â Non-current liabilities of discontinued operationsÂ Â Â Â Operating lease liabilities, net of current portionÂ Â 949,734Â Notes payable, net of current portionÂ Â 214,936Â Deferred tax liabilityÂ Â 334,000Â Â Â Â Â Total liabilities of discontinued operationsÂ $6,756,272Â Â Schedule of Consolidated Statements of Operations The following information presents the major classes of line items constituting the loss from discontinued operations of Asienâ€™s in the unaudited consolidated statements of operations for the three and nine months ended September 30, 2024 and 2023: Â Â Three Months Ended September 30,Â Â Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â RevenuesÂ $Â Â -Â Â $2,421,008Â Â $870,952Â Â $6,887,589Â Â Â Â Â Â

http://www.xbrl.org/2009/role/commonPracticeRef -Name Regulation S-X (SX) -Number 210 -Section 12 -Subsection 04 -Paragraph a -Publisher SECReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3 + Details Name: srt_ScheduleOfCondensedIncomeStatementTableTextBlock Namespace Prefix: srt_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_DiscontinuedOperationsAndDisposalGroupsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 35 R23.htm IDEA: XBRL DOCUMENT v3.24.3 Disaggregation of Revenues and Segment Reporting (Tables) 9 Months Ended Sep. 30, 2024 Disaggregation of Revenues and Segment Reporting [Abstract] Â Schedule of Revenues The Companyâ€™s revenues for the three months ended September 30, 2024 and 2023 are disaggregated as follows: Â Â For the Three Months Ended September 30, 2024Â Â Â ConstructionÂ Â Automotive SuppliesÂ Â TotalÂ RevenuesÂ Â Â Â Â Â Â Â Â Automotive hornsÂ $-Â Â $934,848Â Â $934,848Â Automotive lightingÂ Â -Â Â Â 18,621Â Â Â 18,621Â Custom cabinets and countertopsÂ Â 3,805,621Â Â Â -Â Â Â 3,805,621Â Total RevenuesÂ $3,805,621Â Â $953,469Â Â $4,759,090Â Â Â For the Three Months Ended September 30, 2023Â Â Â ConstructionÂ Â Automotive SuppliesÂ Â TotalÂ RevenuesÂ Â Â Â Â Â Â Â Â Automotive hornsÂ $-Â Â $616,189Â Â $616,189Â Automotive lightingÂ Â -Â Â Â 266,891Â Â Â 266,891Â Custom cabinets and countertopsÂ Â 3,793,285Â Â Â -Â Â Â 3,793,285Â Total RevenuesÂ $3,793,285Â Â $883,080Â Â $4,676,365Â The Companyâ€™s revenues for the nine months ended September 30, 2024 and 2023 are disaggregated as follows: Â Â For the Nine Months Ended September 30, 2024Â Â Â ConstructionÂ Â Automotive SuppliesÂ Â TotalÂ RevenuesÂ Â Â Â Â Â Â Â Â Automotive hornsÂ $-Â Â $3,085,473Â Â $3,085,473Â Automotive lightingÂ Â -Â Â Â 749,444Â Â Â 749,444Â Custom cabinets and countertopsÂ Â 8,555,880Â Â Â -Â Â Â 8,555,880Â Total RevenuesÂ $8,555,880Â Â $3,834,917Â Â $12,390,797Â Â Â For the Nine Months Ended September 30, 2023Â Â Â ConstructionÂ Â Automotive SuppliesÂ Â TotalÂ RevenuesÂ Â Â Â Â Â Â Â Â Automotive hornsÂ $-Â Â $2,408,638Â Â $2,408,638Â Automotive lightingÂ Â -Â Â Â 1,098,745Â Â Â 1,098,745Â Custom cabinets and countertopsÂ Â 8,150,092Â Â Â -Â Â Â 8,150,092Â Total RevenuesÂ $8,150,092Â Â $3,507,383Â Â $11,657,475Â Â Schedule of Segment Information Segment information for the three months ended September 30, 2024 and 2023 are as follows: Â Â For the Three Months Ended September 30, 2024Â Â Â ConstructionÂ Â Automotive SuppliesÂ Â Corporate ServicesÂ Â TotalÂ RevenuesÂ $3,805,621Â Â $953,469Â Â $-Â Â $4,759,090Â Operating expensesÂ Â Â Â Â Â Â Â Â

alternative caption includes accrued expenses. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfAccountsPayableAndAccruedLiabilitiesTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the carrying amount as of the balance sheet date of merchandise, goods, commodities, or supplies held for future sale or to be used in manufacturing, servicing or production process. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)(c)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 210 -SubTopic 10 -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483489/210-10-50-1 + Details Name: us-gaap_ScheduleOfInventoryCurrentTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the carrying amounts of other current assets. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfOtherCurrentAssetsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 39 R27.htm IDEA: XBRL DOCUMENT v3.24.3 Leases (Tables) 9 Months Ended Sep. 30, 2024 Leases [Abstract] Â Schedule of Operating Leases The following was included in the condensed consolidated balance sheets at September 30, 2024 and December 31, 2023: Â Â SeptemberÂ 30, 2024Â Â DecemberÂ 31, 2023Â Operating lease right-of-use assetsÂ $594,738Â Â $907,748Â Â Â Â Â Â Â Â Â Operating lease liabilities, current portionÂ Â 436,253Â Â Â 435,280Â Operating lease liabilities, long-termÂ Â 198,747Â Â Â 523,768Â Total operating lease liabilitiesÂ $635,000Â Â $959,048Â Â Â Â Â Â Â Â Â Â Â Weighted-average remaining lease term (months)Â Â 19Â Â Â Â 28Â Weighted average discount rateÂ Â 4.99%Â Â 4.95% Schedule of Operating Lease Liabilities As of September 30, 2024, maturities of operating lease liabilities were as follows: Year Ending December 31,Â AmountÂ 2024 (remaining)Â $118,576Â 2025Â Â 413,193Â 2026Â Â 107,966Â 2027Â Â 22,525Â TotalÂ Â 662,260Â Less: imputed interestÂ Â (27,260) Total operating lease liabilitiesÂ $635,000Â Schedule of Financing Lease Liabilities As of September 30, 2024, maturities of financing lease liabilities were as follows: Year Ending December 31,Â AmountÂ 2024 (remaining)Â $53,477Â 2025Â Â 211,332Â 2026Â Â 211,332Â 2027Â Â 210,042Â 2028Â Â 28,833Â TotalÂ Â 715,016Â Less: amount representing interestÂ Â (65,282) Total finance lease liabilitiesÂ $649,734Â X - DefinitionTabular disclosure of undiscounted cash flows of finance lease liability. Includes, but is not limited to, reconciliation of undiscounted cash flows to finance lease liability recognized in statement of financial position. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_FinanceLeaseLiabilityMaturityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular 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. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_LeaseCostTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular 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. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityMaturityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 40 R28.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Measurements (Tables) 9 Months Ended Sep. 30, 2024 Fair Value Measurements [Abstract] Â Schedule of Fair Value of Financial Instruments Measured on a Recurring Basis The fair value of financial instruments measured on a recurring basis as of September 30, 2024 consisted of the following: Â Â Fair Value Measurements as of September 30, 2024Â DescriptionÂ Level 1Â Â Level 2Â Â Level 3Â Â TotalÂ Derivative liabilitiesÂ $Â Â -Â Â $Â Â -Â Â $544,000Â Â $544,000Â Warrant liabilitiesÂ Â -Â Â Â -Â Â Â 9,900Â Â Â 9,900Â Total recurring fair value measurementsÂ Â -Â Â Â -Â Â $553,900Â Â $553,900Â Schedule of Roll-Forward of Changes for Financial Instruments Measured at Fair Value on a Recurring Basis The following table provides a roll-forward of changes for financial instruments measured at fair value on a recurring basis for the nine months ended September 30, 2024: Derivative LiabilitiesÂ AmountÂ Balance as of December 31, 2023Â $1,389,203Â Initial fair value of derivative liabilities upon issuanceÂ Â 1,699,727Â Gain on change in fair value of derivative liabilitiesÂ Â (1,689,410) Extinguishment of derivative liabilities upon conversion or settlementÂ Â (855,520) Balance as of September 30, 2024Â $544,000Â Warrant LiabilitiesÂ AmountÂ Balance as of December 31, 2023Â $-Â Fair value of warrant liabilities upon issuanceÂ Â 4,545,700Â Gain on change in fair value of warrant liabilitiesÂ Â (1,841,000) Extinguishment of warrant liabilities upon exercise of prefunded warrantsÂ Â (2,694,800) Balance as of September 30, 2024Â $9,900Â X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of liabilities, including [financial] instruments measured at fair value that are classified in stockholders' equity, if any, by class that are measured at fair value on a recurring basis. The disclosures contemplated herein include the fair value measurements at the reporting date by the level within the fair value hierarchy in which the fair value measurements in their entirety fall, segregating fair value measurements using quoted prices in active markets for identical assets (Level 1), significant other observable inputs (Level 2), and significant unobservable inputs (Level 3). Where the quoted price in an active market for the identical liability is not available, the Level 1 input is the quoted price of an identical liability when traded as an asset. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueLiabilitiesMeasuredOnRecurringBasisTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of derivative liabilities at fair value. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfDerivativeLiabilitiesAtFairValueTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 41 R29.htm IDEA: XBRL DOCUMENT v3.24.3 Shareholdersâ€™ Deficit (Tables) 9 Months Ended Sep. 30, 2024 Shareholdersâ€™ Deficit [Abstract] Â Schedule of Warrants Outstanding Below is a table summarizing the changes in warrants outstanding during the nine months ended September 30, 2024: Â Â WarrantsÂ Â Weighted- Average Exercise PriceÂ Outstanding at December 31, 2023Â Â 706Â Â $6,597.35Â GrantedÂ Â 16,796Â Â Â 18.13Â Exercised/settledÂ Â (16,275)Â Â (1.95) Outstanding at September 30, 2024Â Â 1,227Â Â $4,012.72Â Exercisable at September 30, 2024Â Â 711Â Â $6,541.33Â X - ReferencesNo definition available. + Details Name: us-gaap_EquityAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of warrants or rights issued. Warrants and rights outstanding are derivative securities that give the holder the right to purchase securities (usually equity) from the issuer at a specific price within a certain time frame. Warrants are often included in a new debt issue to entice investors by a higher return potential. The main difference between warrants and call options is that warrants are issued and guaranteed by the company, whereas options are exchange instruments and are not issued by the company. Also, the lifetime of a warrant is often measured in years, while the lifetime of a typical option is measured in months. Disclose the title of issue of securities called for by warrants and rights outstanding, the aggregate amount of securities called for by warrants and rights outstanding, the date from which the warrants or rights are exercisable, and the price at which the warrant or right is exercisable. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-1 + Details Name: us-gaap_ScheduleOfStockholdersEquityNoteWarrantsOrRightsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 42 R30.htm IDEA: XBRL DOCUMENT v3.24.3 Basis of Presentation and Other Information (Details) - USD ($) 9 Months Ended Sep. 30, 2024 Sep. 30, 2024 Aug. 05, 2024 Basis of Presentation and Other Information [Line Items] Â Â Â Assets acquired Â $ 17,000,000 Â High Mountain Door & Trim Inc [Member] Â Â Â Basis of Presentation and Other Information [Line Items] Â Â Â Assets acquired $ 17,000,000 Â Â ICU Eyecare Solutions Inc [Member] Â Â Â Basis of Presentation and Other Information [Line Items] Â Â Â Payment from non affiliated Â Â $ 4,250,000 X - DefinitionPayment from non affiliated company. + ReferencesNo definition available. + Details Name: efsh_PaymentFromNonAffiliatedCompany Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 808 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479402/808-10-50-1 + Details Name: us-gaap_CollaborativeArrangementsAndNoncollaborativeArrangementTransactionsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe cash outflow for purchases of and capital improvements on property, plant and equipment (capital expenditures), software, and other intangible assets. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480060/805-50-25-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 30 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480027/805-50-30-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 30 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480027/805-50-30-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Subparagraph (c) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquireProductiveAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_RelatedPartyTransactionAxis=efsh_HighMountainDoorTrimIncMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionsByRelatedPartyAxis=efsh_ICUEyecareSolutionsIncMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 43 R31.htm IDEA: XBRL DOCUMENT v3.24.3 Liquidity and Going Concern Assessment (Details) - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Dec. 31, 2023 Liquidity and Going Concern Assessment [Abstract] Â Â Â Â Â Â Cash and cash equivalents $ 1,517,191 Â $ 1,517,191 Â $ 673,445 Restricted cash 8,700,000 Â 8,700,000 Â Â Working capital deficit Â Â 5,848,670 Â Â Operating loss $ (3,413,238) $ (1,207,243) (8,560,340) $ (2,979,520) Â Operating activities from continuing operations Â Â $ (11,688,488) $ (7,953,559) Â X - DefinitionThe amount of working capital deficit. + ReferencesNo definition available. + Details Name: efsh_WorkingCapitalDeficit Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_CashAndCashEquivalentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashAndCashEquivalentsAtCarryingValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of cash inflow (outflow) from operating activities, excluding discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25 + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivitiesContinuingOperations Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: na Period Type: duration X - DefinitionThe net result for the period of deducting operating expenses from operating revenues. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap_OperatingIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash equivalents restricted as to withdrawal or usage, classified as current. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 954 -SubTopic 210 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477220/954-210-45-4Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 954 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478600/954-210-50-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8 + Details Name: us-gaap_RestrictedCashEquivalentsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant XML 44 R32.htm IDEA: XBRL DOCUMENT v3.24.3 Discontinued Operations (Details) - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Aug. 05, 2024 Discontinued Operations [Line

Items] Â Â Â Â Â Recognized gain on disposition $ (9,023,526) $ (10,083,621) Â Cash bid Â Â Â Â $ 4,250,000 Additional cash purchase price Â Â 17,000,000 Â Â Additional purchase price Â Â 1,700,000 Â Â Discontinued Operations [Member] Â Â Â Â Â Discontinued Operations [Line Items] Â Â Â Â Â Recognized gain on disposition Â Â 1,060,095 Â Â ICU Eyewear [Member] Â Â Â Â Â Discontinued Operations [Line Items] Â Â Â Â Â Recognized gain on disposition 4,841,735 4,841,735 4,841,735 4,841,735 Â High Mountainâ€™s Assets [Member] Â Â Â Â Â Discontinued Operations [Line Items] Â Â Â Â Â Recognized gain on disposition $ 4,181,791 $ 4,181,791 $ 4,181,791 $ 4,181,791 Â X - DefinitionAmount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Excludes cash and cash equivalents within disposal group and discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 45 -Paragraph 21 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477796/946-210-45-21Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 20 -SubTopic 210 -Topic 946 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477796/946-210-45-20 + Details Name: us-gaap_Cash Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of tax expense (benefit) on gain (loss) not previously recognized resulting from the disposal of a discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 740 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482659/740-20-45-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3B -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3BReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-1 + Details Name: us-gaap_DiscontinuedOperationTaxEffectOfIncomeLossFromDisposalOfDiscontinuedOperation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe cash outflow for purchases of and capital improvements on property, plant and equipment (capital expenditures), software, and other intangible assets. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480060/805-50-25-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 30 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480027/805-50-30-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 30 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480027/805-50-30-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Subparagraph (c) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquireProductiveAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionA device of credit enhancement where a part of the purchase price for the receivable/ payable is retained to serve as a cash collateral. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_SupplementalDeferredPurchasePrice Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_DisposalGroupClassificationAxis=us-gaap_SegmentDiscontinuedOperationsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis=efsh_ICUEyewearMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis=efsh_HighMountainsAssetsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 45 R33.htm IDEA: XBRL DOCUMENT v3.24.3 Discontinued Operations (Details) - Schedule of Consolidated Balance Sheet Dec. 31, 2023 USD ($) Asienâ€™s Assignment for the Benefit of Creditors [Member] Â Current assets of discontinued operations Â Cash and cash equivalents $ 34,470 Investments 278,521 Receivables, net 88,770 Inventories, net 1,398,088 Prepaid expenses and other current assets 140,102 Total current assets of discontinued operations 1,939,951 Non-current assets of discontinued operations Â Property and equipment, net 88,505 Total assets of discontinued operations 2,028,456 Current liabilities of discontinued operations Â Accounts payable and accrued expenses 923,945 Customer deposits 2,143,493 Current portion of notes payable 29,777 Total current liabilities of discontinued operations 3,097,215 Non-current liabilities of discontinued operations Â Notes payable, net of current portion 34,965 Total liabilities of discontinued operations 3,132,180 ICU Eyewear Foreclosure Sale [Member] Â Current assets of discontinued operations Â Cash and cash equivalents 12,594 Receivables, net 1,578,764 Inventories, net 5,123,478 Prepaid expenses and other current assets 19,990 Total current assets of discontinued operations 6,734,826 Non-current assets of discontinued operations Â Property and equipment, net 313,915 Operating lease right-of-use assets 1,690,937 Long-term deposits 74,800 Intangible assets, net 500,383 Goodwill 757,283 Total assets of discontinued operations 10,072,144 Current liabilities of discontinued operations Â Accounts payable and accrued expenses 5,580,313 Current portion of operating lease liabilities 274,683 Total current liabilities of discontinued operations 5,854,996 Non-current liabilities of discontinued operations Â Operating lease liabilities, net of current portion 1,459,184 Revolving line of credit, net 3,647,511 Deferred tax liability 15,000 Total liabilities of discontinued operations 10,976,691 Sale of High Mountain [Member] Â Current assets of discontinued operations Â Cash and cash equivalents 45,905 Receivables, net 4,186,800 Inventories, net 1,082,940 Prepaid expenses and other current assets 106,342 Total current assets of discontinued operations 5,421,987 Non-current assets of discontinued operations Â Property and equipment, net 433,902 Operating lease right-of-use assets 1,219,813 Long-term deposits 29,400 Intangible assets, net 2,268,642 Goodwill 8,371,877 Total assets of discontinued operations 17,745,621 Current liabilities of discontinued operations Â Contract liabilities 1,019,230 Finance lease liabilities 6,754 Current portion of convertible notes payable, net 1,195,867 Accounts payable and accrued expenses 2,642,566 Current portion of operating lease liabilities 329,015 Current portion of notes payable 64,170 Total current liabilities of discontinued operations 5,257,602 Non-current liabilities of discontinued operations Â Notes payable, net of current portion 214,936 Operating lease liabilities, net of current portion 949,734 Deferred tax liability 334,000 Total liabilities of discontinued operations $ 6,756,272 X - DefinitionCurrent portion of convertible notes payable, net. + ReferencesNo definition available. + Details Name: efsh_DisposalGroupIncludingDiscontinuedOperationCurrentPortionOfConvertibleNotesPayableNet Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe amount of disposal group including discontinued operation current portion of notes payable. + ReferencesNo definition available. + Details Name: efsh_DisposalGroupIncludingDiscontinuedOperationCurrentPortionOfNotesPayable Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCurrent portion of operating lease liabilities. + ReferencesNo definition available. + Details Name: efsh_DisposalGroupIncludingDiscontinuedOperationCurrentPortionOfOperatingLeaseLiabilities Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe amount of disposal group including discontinued operation customer deposits. + ReferencesNo definition available. + Details Name: efsh_DisposalGroupIncludingDiscontinuedOperationCustomerDeposits Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionFinance lease liabilities. + ReferencesNo definition available. + Details Name: efsh_DisposalGroupIncludingDiscontinuedOperationFinanceLeaseLiabilities Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe amount of disposal group including discontinued operation investments. + ReferencesNo definition available. + Details Name: efsh_DisposalGroupIncludingDiscontinuedOperationInvestments Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe amount of disposal group including discontinued operation notes payable, net of current portion. + ReferencesNo definition available. + Details Name: efsh_DisposalGroupIncludingDiscontinuedOperationNotesPayableNetOfCurrentPortion Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionOperating lease right-of-use assets. + ReferencesNo definition available. + Details Name: efsh_DisposalGroupIncludingDiscontinuedOperationOperatingLeaseRightofuseAssets Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionRevolving line of credit, net. + ReferencesNo definition available. + Details Name: efsh_DisposalGroupIncludingDiscontinuedOperationRevolvingLineOfCreditNet Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount classified as assets attributable to disposal group held for sale or disposed of. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_AssetsOfDisposalGroupIncludingDiscontinuedOperation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount classified as assets attributable to disposal group held for sale or disposed of, expected to be disposed of within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-9Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_AssetsOfDisposalGroupIncludingDiscontinuedOperationCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_AssetsOfDisposalGroupIncludingDiscontinuedOperationCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_AssetsOfDisposalGroupIncludingDiscontinuedOperationNoncurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount classified as accounts, notes and loans receivable attributable to disposal group held for sale or disposed of. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationAccountsNotesAndLoansReceivableNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount classified as accounts payable and accrued liabilities attributable to disposal group held for sale or disposed of, expected to be disposed of within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-9Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationAccountsPayableAndAccruedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount classified as cash and cash equivalents attributable to disposal group held for sale or disposed of. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI

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DefinitionAmount classified as goodwill attributable to disposal group held for sale or disposed of, expected to be disposed of after one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 11 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-11Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationGoodwillNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount classified as intangible assets, excluding goodwill, attributable to disposal group held for sale or disposed of, expected to be disposed of beyond one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 11 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-11Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationIntangibleAssetsNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount classified as inventory attributable to disposal group, expected to be disposed of within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-9Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationInventoryCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount classified as other liabilities attributable to disposal group held for sale or disposed of, expected to be disposed of within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-9Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationOtherCurrentLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount classified as other assets attributable to disposal group held for sale or disposed of, expected to be disposed of after one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 11 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-11Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationOtherNoncurrentAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount classified as prepaid and other assets attributable to disposal group held for sale or disposed of, expected to be disposed of within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-9Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationPrepaidAndOtherAssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount classified as property, plant and equipment attributable to disposal group held for sale or disposed of, expected to be disposed of after one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 11 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-11Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationPropertyPlantAndEquipmentNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount classified as liabilities attributable to disposal group held for sale or disposed of. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_LiabilitiesOfDisposalGroupIncludingDiscontinuedOperation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount classified as liabilities attributable to disposal group held for sale or disposed of, expected to be disposed of within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-9Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_LiabilitiesOfDisposalGroupIncludingDiscontinuedOperationCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_LiabilitiesOfDisposalGroupIncludingDiscontinuedOperationCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount classified as liabilities attributable to disposal group held for sale or disposed of, expected to be disposed of beyond one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10 -SubTopic 20 -Topic 205 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-10Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 11 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-11Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-11 + Details Name: us-gaap_LiabilitiesOfDisposalGroupIncludingDiscontinuedOperationNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_LiabilitiesOfDisposalGroupIncludingDiscontinuedOperationNoncurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=efsh_AsiensAssignmentForTheBenefitOfCreditorsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=efsh_ICUEyewearForeclosureSaleMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=efsh_SaleOfHighMountainMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 46 R34.htm IDEA: XBRL DOCUMENT v3.24.3 Discontinued Operations (Details) - Schedule of Consolidated Statements of Operations - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Asienâ€™s [Member] Â Â Â Â Schedule of Consolidated Statements of Operations [Line Items] Â Â Â Â Revenues $ 2,421,008 $ 870,952 $ 6,887,589 Operating Expenses Â Â Â Â Cost of revenues 1,976,031 744,706 5,461,866 Personnel 246,567 98,213 784,561 Depreciation and amortization 46,603 7,702 139,809 General and administrative 369,835 203,377 1,118,993 Professional fees 42,204 78,807 150,678 Total Operating Expenses 2,681,240 1,132,805 7,655,907 Income (loss) from operations (260,232) (261,853) (768,318) Other Income (Expense) Â Â Â Â Other income (expense) (6,191) (5,817) Interest expense (33,837) (724) (280,979) Total Other Income (Expense) (40,028) (724) (286,796) Net income (loss) from discontinued operations before income taxes (300,260) (262,577) (1,055,114) Income tax benefit (expense) 1,145 43,145 Net income (loss) from discontinued operations (299,115) (262,577) (1,011,969) Net income (loss) attributable to non-controlling interests from discontinued operations 14,955 (59,304) 50,598 Net income from (loss) discontinued operations attributable to 1847 Holdings (284,160) (321,881) (961,371) ICU Eyewear [Member] Â Â Â Â Schedule of Consolidated Statements of Operations [Line Items] Â Â Â Â Revenues 1,239,327 4,243,254 8,212,395 11,530,027 Operating Expenses Â Â Â Â Impairment of goodwill and intangible assets 1,216,966 Cost of revenues 1,238,021 3,195,105 5,658,551 8,572,656 Personnel 310,888 751,485 1,564,842 2,070,996 Depreciation and amortization 39,454 108,636 248,646 277,839 General and administrative 316,146 270,540 1,526,278 951,627 Professional fees 47,522 (61,381) 672,855 132,967 Total Operating Expenses 1,952,031 4,264,385 10,888,138 12,006,085 Income (loss) from operations (712,704) (21,131) (2,675,743) (476,058) Other Income (Expense) Â Â Â Â Other income (expense) (17,370) (181,200) 2,583 (136,849) Interest expense (531,250) (521,899) (911,437) (785,202) Amortization of debt discounts (13,175) (683,029) (13,175) Gain on bargain purchase 2,639,861 Total Other Income (Expense) (548,620) (716,274) (1,591,883) 1,704,635 Net income (loss) from discontinued operations before income taxes (1,261,324) (737,405) (4,267,626) 1,228,577 Income tax

benefit (expense) (5,831) 11,250 (13,152) Net income (loss) from discontinued operations (1,261,324) (743,236) (4,256,376) 1,215,425 High Mountain [Member] Â Â Â Â Schedule of Consolidated Statements of Operations [Line Items] Â Â Â Â Revenues 7,628,235 7,437,294 23,438,316 23,497,107 Operating Expenses Â Â Â Â Cost of revenues 5,238,049 4,228,778 14,348,494 14,190,699 Personnel 2,057,780 1,345,326 4,757,423 3,410,042 Depreciation and amortization 148,910 139,618 445,328 407,674 General and administrative 1,243,416 980,974 3,402,330 2,868,648 Professional fees 19,845 41,112 108,439 93,201 Total Operating Expenses 8,708,000 6,735,808 23,062,014 20,970,264 Income (loss) from operations (1,079,765) 701,486 376,302 2,526,843 Other Income (Expense) Â Â Â Â Other income (expense) 1,290,000 35 1,290,275 35 Interest expense 17,016 (337,641) (227,439) (827,777) Amortization of debt discounts (12,064) (19,912) (64,306) (58,114) Gain (loss) on disposal of property and equipment 18,026 (13,815) 18,026 Total Other Income (Expense) 1,294,952 (339,492) 984,715 (867,830) Net income (loss) from discontinued operations before income taxes 215,187 361,994 1,361,017 1,659,013 Income tax benefit (expense) 104,000 42,000 364,000 557,000 Net income (loss) from discontinued operations 111,187 319,994 997,017 1,102,013 Net income (loss) attributable to non-controlling interests from discontinued operations (8,340) (24,000) (74,777) (82,651) Net income from (loss) discontinued operations attributable to 1847 Holdings $ 102,847 $ 295,994 $ 922,240 $ 1,019,362 X - DefinitionAmount of aggregate other expense, attributable to disposal group, including, but not limited to, discontinued operation. + ReferencesNo definition available. + Details Name: efsh_DisposalGroupIncludingDiscontinuedOperationAggregateOtherExpense Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe amount of amortization of debt discounts. + ReferencesNo definition available. + Details Name: efsh_DisposalGroupIncludingDiscontinuedOperationAmortizationOfDebtDiscounts Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe amount of gain on bargain purchase. + ReferencesNo definition available. + Details Name: efsh_DisposalGroupIncludingDiscontinuedOperationGainOnBargainPurchase Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe amount of impairment of goodwill and intangible assets. + ReferencesNo definition available. + Details Name: efsh_DisposalGroupIncludingDiscontinuedOperationImpairmentOfGoodwillAndIntangibleAssets Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of interest income (expense) related to nonoperating activities, classified as other. + ReferencesNo definition available. + Details Name: efsh_DisposalGroupIncludingDiscontinuedOperationInterestIncomeExpense Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of other income (expense) attributable to disposal group, including, but not limited to, discontinued operation. + ReferencesNo definition available. + Details Name: efsh_DisposalGroupIncludingDiscontinuedOperationOtherIncomeexpense Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe amount of disposal group including discontinued operation personnel. + ReferencesNo definition available. + Details Name: efsh_DisposalGroupIncludingDiscontinuedOperationPersonnel Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of professional fees attributable to disposal group, including, but not limited to, discontinued operation. + ReferencesNo definition available. + Details Name: efsh_DisposalGroupIncludingDiscontinuedOperationProfessionalFees Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Name Regulation S-X (SX) -Number 210 -Section 12 -Subsection 04 -Paragraph a -Publisher SECReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 3: http://www.xbrl.org/2003/role/recommendedDisclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-11 + Details Name: srt_CondensedIncomeStatementsCaptionsLineItems Namespace Prefix: srt_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount before tax of an increase (decrease) to a gain (loss) previously reported in discontinued operations in a prior period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3A -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-3AReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-4Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 205 -SubTopic 20 -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-5 + Details Name: us-gaap_DiscontinuedOperationAmountOfAdjustmentToPriorPeriodGainLossOnDisposalBeforeIncomeTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount after tax of an increase (decrease) to a gain (loss) previously reported in discontinued operations in a prior period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3A -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-3AReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-4Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 205 -SubTopic 20 -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-5 + Details Name: us-gaap_DiscontinuedOperationAmountOfAdjustmentToPriorPeriodGainLossOnDisposalNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of tax expense (benefit) for an increase (decrease) to a gain (loss) previously reported in discontinued operations in a prior period. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 740 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482659/740-20-45-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3A -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-3AReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-4Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 205 -SubTopic 20 -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-5 + Details Name: us-gaap_DiscontinuedOperationTaxEffectOfAdjustmentToPriorPeriodGainLossOnDisposal Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of costs of goods sold attributable to disposal group, including, but not limited to, discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5B + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationCostsOfGoodsSold Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of depreciation and amortization expense attributable to disposal group, including, but not limited to, discontinued operation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5B + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationDepreciationAndAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of general and administrative expense attributable to disposal group, including, but not limited to, discontinued operation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5B + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationGeneralAndAdministrativeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of operating expense attributable to disposal group, including, but not limited to, discontinued operation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5B + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationOperatingExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of operating income (loss) attributable to disposal group, including, but not limited to, discontinued operation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5B + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationOperatingIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of revenue attributable to disposal group, including, but not limited to, discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5B + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationRevenue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of gain (loss) on sale or disposal of property, plant and equipment assets, including oil and gas property and timber property. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_GainLossOnSaleOfPropertyPlantEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount after tax of income (loss) from a discontinued operation attributable to the noncontrolling interest. Includes, but is not limited to, the income (loss) from operations during the phase-out period, gain (loss) on disposal, gain (loss) for reversal of write-down (write-down) to fair value, less cost to sell, and adjustments to a prior period gain (loss) on disposal. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3A -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3AReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3B -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3BReference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-4Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3Reference 9: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-15 + Details Name: us-gaap_IncomeLossFromDiscontinuedOperationsNetOfTaxAttributableToNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount after tax of income (loss) from a discontinued operation attributable to the parent. Includes, but is not limited to, the income (loss) from operations during the phase-out period, gain (loss) on disposal, gain (loss) for reversal of write-down (write-down) to fair value, less cost to sell, and adjustments to a prior period gain (loss) on disposal. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3A -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3AReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5BReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3B -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3BReference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-4Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3 + Details Name: us-gaap_IncomeLossFromDiscontinuedOperationsNetOfTaxAttributableToReportingEntity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NonoperatingIncomeExpenseAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OperatingExpensesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=efsh_AsiensMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=efsh_ICUEyewearMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=efsh_HighMountainMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 47 R35.htm IDEA: XBRL DOCUMENT v3.24.3 Discontinued Operations (Details) - Schedule of Consolidated Statements of Cash Flows - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Asienâ€™s [Member] Â Â Â Â Cash flows from operating activities Â Â Â Â Net income (loss) Â Â $ (262,577) $ (1,011,969) Adjustments to reconcile net loss to net cash used in operating activities: Â Â Â Â Deferred taxes Â Â (43,000) Depreciation and amortization $ 46,603 7,702 139,809 Changes in operating assets and liabilities: Â Â Â Â Receivables Â Â 73,769 137,546 Inventories Â Â 213,399 42,460 Prepaid expenses and other current assets Â Â 108,686 (86,813) Accounts payable and accrued expenses Â Â 320,362 1,178,940 Customer deposits Â Â (474,803) (473,522) Net cash provided by operating activities from discontinued operations Â Â (13,462) (116,549) Cash flows from investing activities Â Â Â Â Investments in certificates of deposit Â Â (506) Net cash used in investing activities from discontinued operations Â Â (506) Cash flows from financing activities Â Â Â Â Repayments of notes payable Â Â (4,836) (21,237) Net cash provided by (used in) financing activities from discontinued operations Â Â (4,836) (21,237) Net change in cash and cash equivalents from discontinued operations Â Â (18,298) (138,292) ICU Eyewear [Member] Â Â Â Â Cash flows from operating activities Â Â Â Â Net income (loss) Â Â (4,256,376) 1,215,425 Adjustments to reconcile net loss to net cash used in operating activities: Â Â Â Â Deferred taxes Â Â (15,000) 9,000 Inventory reserve Â Â 45,000 120,000 Gain on bargain purchase (2,639,861) Impairment of goodwill and intangible assets Â Â 1,216,966 Â Depreciation and amortization 39,454 108,636 248,646 277,839 Amortization of debt discounts Â Â 683,029 13,175 Amortization of right-of-use assets Â Â 192,796 87,715 Changes in

operating assets and liabilities: Â Â Â Â Receivables Â Â 481,202 252,051 Inventories Â Â 1,202,730 772,700 Prepaid expenses and other current assets Â Â (14,895) (10,093) Accounts payable and accrued expenses Â Â 857,085 2,283,528 Operating lease liabilities Â Â (176,336) (66,249) Net cash provided by operating activities from discontinued operations Â Â 464,847 2,315,230 Cash flows from investing activities Â Â Â Â Investments in certificates of deposit Â Â (3,670,887) Purchases of property and equipment Â Â (211,492) Net cash used in investing activities from discontinued operations Â Â (3,882,379) Cash flows from financing activities Â Â Â Â Net proceeds (repayments) of revolving line of credit Â Â (80,540) 3,086,227 Net cash provided by (used in) financing activities from discontinued operations Â Â (80,540) 3,086,227 Net change in cash and cash equivalents from discontinued operations Â Â 384,307 1,519,078 High Mountain [Member] Â Â Â Â Cash flows from operating activities Â Â Â Â Net income (loss) Â Â 997,017 1,102,013 Adjustments to reconcile net loss to net cash used in operating activities: Â Â Â Â Deferred taxes Â Â (334,000) 68,000 Loss (gain) on disposal of property and equipment (18,026) 13,815 (18,026) Depreciation and amortization $ 148,910 $ 139,618 445,328 407,674 Amortization of debt discounts Â Â 64,306 58,114 Amortization of right-of-use assets Â Â 246,765 237,439 Changes in operating assets and liabilities: Â Â Â Â Receivables Â Â 158,434 (1,170,263) Inventories Â Â 164,662 (492,091) Prepaid expenses and other current assets Â Â 103,645 (31,023) Accounts payable and accrued expenses Â Â 292,164 24,077 Contract liabilities Â Â (150,298) 95,279 Operating lease liabilities Â Â (243,685) (223,634) Net cash provided by operating activities from discontinued operations Â Â 1,758,153 57,559 Cash flows from investing activities Â Â Â Â Purchases of property and equipment Â Â (1,500) Net cash used in investing activities from discontinued operations Â Â (1,500) Cash flows from financing activities Â Â Â Â Repayments of notes payable and finance lease liabilities Â Â (355,951) (50,515) Repayments of convertible notes payable Â Â (1,260,173) Net cash provided by (used in) financing activities from discontinued operations Â Â (1,616,124) (50,515) Net change in cash and cash equivalents from discontinued operations Â Â $ 142,029 $ 5,544 X - DefinitionThe amount of gain on bargain purchase. + ReferencesNo definition available. + Details Name: efsh_DisposalGroupIncludingDiscontinuedOperationGainOnBargainPurchase Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe amount of inventory reserve. + ReferencesNo definition available. + Details Name: efsh_DisposalGroupIncludingDiscontinuedOperationInventoryReserve Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionRepresent the amount of customer deposits. + ReferencesNo definition available. + Details Name: efsh_IncreaseDecreaseInCustomerDeposit Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_AdjustmentsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of amortization expense attributable to debt discount (premium) and debt issuance costs. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-3 + Details Name: us-gaap_AmortizationOfFinancingCostsAndDiscounts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) in cash, cash equivalents, and cash and cash equivalents restricted to withdrawal or usage, excluding effect from change in exchange rate, attributable to disposal group, including, but not limited to, discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposit with financial institution, and account with general characteristic of demand deposit. Cash equivalents include, but are not limited to, short-term, highly liquid investment that is both readily convertible to known amount of cash and so near maturity that it presents insignificant risk of change in value because of change in interest rate. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 830 -SubTopic 230 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477401/830-230-45-1 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseExcludingExchangeRateEffectDisposalGroupIncludingDiscontinuedOperations Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash inflow (outflow) of financing activities of discontinued operations. Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_CashProvidedByUsedInFinancingActivitiesDiscontinuedOperations Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash inflow (outflow) of investing activities of discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5B + Details Name: us-gaap_CashProvidedByUsedInInvestingActivitiesDiscontinuedOperations Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash inflow (outflow) of operating activities of discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5B + Details Name: us-gaap_CashProvidedByUsedInOperatingActivitiesDiscontinuedOperations Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of deferred income tax expense (benefit) pertaining to income (loss) from continuing operations. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)(1)(Note 1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (b) -SubTopic 10 -Topic 740 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-9 + Details Name: us-gaap_DeferredIncomeTaxExpenseBenefit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of depreciation and amortization expense attributable to disposal group, including, but not limited to, discontinued operation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5B + Details Name: us-gaap_DisposalGroupIncludingDiscontinuedOperationDepreciationAndAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash outflow for principal payment on finance lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-5 + Details Name: us-gaap_FinanceLeasePrincipalPayments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of gain (loss) on sale or disposal of property, plant and equipment assets, including oil and gas property and timber property. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_GainLossOnSaleOfPropertyPlantEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe amount of impairment loss recognized in the period resulting from the write-down of the carrying amount of a finite-lived intangible asset to fair value. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-3Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_ImpairmentOfIntangibleAssetsFinitelived Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount after tax of income (loss) from a discontinued operation including the portion attributable to the noncontrolling interest. Includes, but is not limited to, the income (loss) from operations during the phase-out period, gain (loss) on disposal, gain (loss) for reversal of write-down (write-down) to fair value, less cost to sell, and adjustments to a prior period gain (loss) on disposal. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 270 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477349/740-270-45-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3A -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3AReference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-5CReference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3B -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3BReference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-4Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-1Reference 9: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483475/205-20-45-3 + Details Name: us-gaap_IncomeLossFromDiscontinuedOperationsNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the amounts payable to vendors for goods and services received and the amount of obligations and expenses incurred but not paid. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccountsPayableAndAccruedLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) in obligation to transfer good or service to customer for which consideration has been received or is receivable. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 912 -SubTopic 310 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478345/912-310-45-11Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInContractWithCustomerLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the aggregate value of all inventory held by the reporting entity, associated with underlying transactions that are classified as operating activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInInventories Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IncreaseDecreaseInOperatingCapitalAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of increase (decrease) in obligation for operating lease. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(1) -SubTopic 20 -Topic 842 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_IncreaseDecreaseInOperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the amount of outstanding money paid in advance for goods or services that bring economic benefits for future periods. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInPrepaidExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the total amount due within one year (or one operating cycle) from all parties, associated with underlying transactions that are classified as operating activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInReceivables Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of periodic reduction over lease term of carrying amount of right-of-use asset from operating lease. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_OperatingLeaseRightOfUseAssetAmortizationExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash outflow associated with the purchase of all investments (debt, security, other) during the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquireInvestments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow associated with

the acquisition of long-lived, physical assets that are used in the normal conduct of business to produce goods and services and not intended for resale; includes cash outflows to pay for construction of self-constructed assets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquirePropertyPlantAndEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe net cash inflow or cash outflow from a contractual arrangement with the lender, including letter of credit, standby letter of credit and revolving credit arrangements, under which borrowings can be made up to a specific amount at any point in time with either short term or long term maturity that is collateralized (backed by pledge, mortgage or other lien in the entity's assets). + ReferencesNo definition available. + Details Name: us-gaap_ProceedsFromRepaymentsOfLinesOfCredit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash outflow from the repayment of a long-term debt instrument which can be exchanged for a specified amount of another security, typically the entity's common stock, at the option of the issuer or the holder. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_RepaymentsOfConvertibleDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow for a borrowing supported by a written promise to pay an obligation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_RepaymentsOfNotesPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=efsh_AsiensMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=efsh_ICUEyewearMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=efsh_HighMountainMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 48 R36.htm IDEA: XBRL DOCUMENT v3.24.3 Disaggregation of Revenues and Segment Reporting (Details) 9 Months Ended Sep. 30, 2024 Corporate Segment [Member] Â Disaggregation of Revenues and Segment Reporting [Line Items] Â Reportable segments 2 X - DefinitionNumber of segments reported by the entity. A reportable segment is a component of an entity for which there is an accounting requirement to report separate financial information on that component in the entity's financial statements. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-18 + Details Name: us-gaap_NumberOfReportableSegments Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingInformationLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_StatementBusinessSegmentsAxis=us-gaap_CorporateMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 49 R37.htm IDEA: XBRL DOCUMENT v3.24.3 Disaggregation of Revenues and Segment Reporting (Details) - Schedule of Revenues - Corporate Segment [Member] - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Revenues Â Â Â Â Total Revenues $ 4,759,090 $ 4,676,365 $ 12,390,797 $ 11,657,475 Automotive Supplies [Member] Â Â Â Â Revenues Â Â Â Â Total Revenues 953,469 883,080 3,834,917 3,507,383 Retail and Eyewear [Member] Â Â Â Â Revenues Â Â Â Â Total Revenues 3,805,621 Â Â Â Â Construction [Member] Â Â Â Â Revenues Â Â Â Â Total Revenues 3,805,621 3,793,285 8,555,880 8,150,092 Automotive Horns [Member] Â Â Â Â Revenues Â Â Â Â Revenues 934,848 616,189 3,085,473 2,408,638 Automotive Horns [Member] | Automotive Supplies [Member] Â Â Â Â Revenues Â Â Â Â Revenues 934,848 616,189 3,085,473 2,408,638 Automotive Lighting [Member] Â Â Â Â Revenues Â Â Â Â Revenues 18,621 266,891 749,444 1,098,745 Automotive Lighting [Member] | Automotive Supplies [Member] Â Â Â Â Revenues Â Â Â Â Revenues 18,621 266,891 749,444 1,098,745 Custom Cabinets And Countertops [Member] Â Â Â Â Revenues Â Â Â Â Revenues 3,805,621 3,793,285 8,555,880 8,150,092 Custom Cabinets And Countertops [Member] | Retail and Eyewear [Member] Â Â Â Â Revenues Â Â Â Â Revenues $ 3,805,621 Â Â Â Custom Cabinets And Countertops [Member] | Construction [Member] Â Â Â Â Revenues Â Â Â Â Revenues Â $ 3,793,285 $ 8,555,880 $ 8,150,092 X - DefinitionAmount, including tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value-added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerIncludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of revenue recognized from goods sold, services rendered, insurance premiums, or other activities that constitute an earning process. Includes, but is not limited to, investment and interest income before deduction of interest expense when recognized as a component of revenue, and sales and trading gain (loss). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 235 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-05(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477314/942-235-S99-1Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_Revenues Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RevenuesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_StatementBusinessSegmentsAxis=us-gaap_CorporateMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ContractWithCustomerBasisOfPricingAxis=efsh_AutomotiveSuppliesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ContractWithCustomerBasisOfPricingAxis=efsh_ConstructionsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ContractWithCustomerBasisOfPricingAxis=us-gaap_ConstructionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=efsh_AutomotiveHornsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=efsh_AutomotiveLightingMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=efsh_CustomCabinetsAndCountertopsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 50 R38.htm IDEA: XBRL DOCUMENT v3.24.3 Disaggregation of Revenues and Segment Reporting (Details) - Schedule of Segment Information - Corporate Segment [Member] - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Schedule of Segment Information [Line Items] Â Â Â Â Revenues $ 4,759,090 $ 4,676,365 $ 12,390,797 $ 11,657,475 Operating expenses Â Â Â Â Cost of revenues 2,002,772 1,869,779 6,554,871 6,018,904 Personnel 2,406,855 1,663,261 4,975,516 3,695,264 Depreciation and amortization 167,004 331,110 507,324 993,051 General and administrative 832,165 1,268,922 2,108,524 2,372,779 Professional fees 711,024 592,202 4,435,727 1,081,997 Impairment of goodwill and intangible assets 679,175 Â 679,175 Â Total operating expenses 8,172,328 5,883,608 20,951,137 14,636,995 Income (loss) from operations (3,413,238) (1,207,243) (8,560,340) (2,979,520) Assets Â Â Â Â Current assets 13,491,113 Â 13,491,113 Â Long-lived assets 3,404,599 Â 3,404,599 Â Goodwill Â Â Total assets 16,895,712 Â 16,895,712 Â General and Administrative Management Fees [Member] Â Â Â Â Operating expenses Â Â Â Â General and administrative 1,373,333 158,334 1,690,000 475,000 Construction [Member] Â Â Â Â Schedule of Segment Information [Line Items] Â Â Â Â Revenues 3,805,621 3,793,285 8,555,880 8,150,092 Operating expenses Â Â Â Â Cost of revenues 1,425,247 1,243,938 4,084,493 3,857,695 Personnel 1,115,418 972,355 3,177,552 2,688,790 Depreciation and amortization 166,935 279,171 507,117 837,234 General and administrative 415,239 597,105 1,298,328 1,323,757 Professional fees 24,403 42,815 75,830 109,551 Impairment of goodwill and intangible assets 679,175 Â 679,175 Â Total operating expenses 3,760,202 2,941,247 9,512,538 8,208,684 Income (loss) from operations 45,419 852,038 (956,658) (58,592) Assets Â Â Â Â Current assets 1,795,127 Â 1,795,127 Â Long-lived assets 3,313,266 Â 3,313,266 Â Goodwill Â Â Total assets 5,108,393 Â 5,108,393 Â Construction [Member] | Personnel â€“ corporate allocation [Member] Â Â Â Â Operating expenses Â Â Â Â Personnel (84,930) (142,800) (255,515) (452,200) Construction [Member] | General and Administrative Management Fees [Member] Â Â Â Â Operating expenses Â Â Â Â General and administrative 83,333 83,334 250,000 250,000 Construction [Member] | General and Administrative Corporate Allocation [Member] Â Â Â Â Operating expenses Â Â Â Â General and administrative (64,618) (134,671) (304,442) (406,143) Automotive Supplies [Member] Â Â Â Â Schedule of Segment Information [Line Items] Â Â Â Â Revenues 953,469 883,080 3,834,917 3,507,383 Operating expenses Â Â Â Â Cost of revenues 577,525 625,841 2,470,378 2,161,209 Personnel 233,982 280,416 803,013 927,245 Depreciation and amortization 69 51,939 207 155,817 General and administrative 177,348 187,425 579,673 618,926 Professional fees 22,474 44,160 204,608 152,158 Total operating expenses 991,164 1,174,026 4,011,914 3,873,458 Income (loss) from operations (37,695) (290,946) (176,997) (366,075) Assets Â Â Â Â Current assets 1,611,528 Â 1,611,528 Â Long-lived assets 91,333 Â 91,333 Â Goodwill Â Â Total assets 1,702,861 Â 1,702,861 Â Automotive Supplies [Member] | Personnel â€“ corporate allocation [Member] Â Â Â

Â Operating expenses Â Â Â Â Personnel (40,092) (71,400) (127,010) (226,100) Automotive Supplies [Member] | General and Administrative Management Fees [Member] Â Â Â Â Operating expenses Â Â Â Â General and administrative 75,000 75,000 225,000 225,000 Automotive Supplies [Member] | General and Administrative Corporate Allocation [Member] Â Â Â Â Operating expenses Â Â Â Â General and administrative (55,142) (19,355) (143,955) (140,797) Corporate Services [Member] Â Â Â Â Operating expenses Â Â Â Â Personnel 1,057,455 410,490 994,951 79,229 General and administrative 239,578 484,392 230,523 430,096 Professional fees 664,147 505,227 4,155,289 820,288 Total operating expenses 3,420,962 1,768,335 7,426,685 2,554,853 Income (loss) from operations (3,420,962) (1,768,335) (7,426,685) (2,554,853) Assets Â Â Â Â Current assets 10,084,458 Â 10,084,458 Â Goodwill Â Â Total assets 10,084,458 Â 10,084,458 Â Corporate Services [Member] | Personnel â€“ corporate allocation [Member] Â Â Â Â Operating expenses Â Â Â Â Personnel 125,022 214,200 382,525 678,300 Corporate Services [Member] | General and Administrative Management Fees [Member] Â Â Â Â Operating expenses Â Â Â Â General and administrative 1,215,000 Â 1,215,000 Â Corporate Services [Member] | General and Administrative Corporate Allocation [Member] Â Â Â Â Operating expenses Â Â Â Â General and administrative $ 119,760 $ 154,026 $ 448,397 $ 546,940 X - DefinitionAmount of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 12: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 13: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 30: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Assets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_AssetsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of asset recognized for present right to economic benefit, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 10: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_AssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe aggregate costs related to goods produced and sold and services rendered by an entity during the reporting period. This excludes costs incurred during the reporting period related to financial services rendered and other revenue generating activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1 + Details Name: us-gaap_CostOfGoodsAndServicesSold Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe current period expense charged against earnings on long-lived, physical assets not used in production, and which are not intended for resale, to allocate or recognize the cost of such assets over their useful lives; or to record the reduction in book value of an intangible asset over the benefit period of such asset; or to reflect consumption during the period of an asset that is not used in production. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 360 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1 + Details Name: us-gaap_DepreciationAndAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe aggregate total of expenses of managing and administering the affairs of an entity, including affiliates of the reporting entity, which are not directly or indirectly associated with the manufacture, sale or creation of a product or product line. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1 + Details Name: us-gaap_GeneralAndAdministrativeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Goodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionTotal loss recognized during the period from the impairment of goodwill plus the loss recognized in the period resulting from the impairment of the carrying amount of intangible assets, other than goodwill. + ReferencesNo definition available. + Details Name: us-gaap_GoodwillAndIntangibleAssetImpairment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of expense for salary, wage, profit sharing; incentive and equity-based compensation; and other employee benefit. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_LaborAndRelatedExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLong-lived assets other than financial instruments, long-term customer relationships of a financial institution, mortgage and other servicing

rights, deferred policy acquisition costs, and deferred tax assets. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41 + Details Name: us-gaap_NoncurrentAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionGenerally 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. + ReferencesNo definition available. + Details Name: us-gaap_OperatingExpenses Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OperatingExpensesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe net result for the period of deducting operating expenses from operating revenues. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap_OperatingIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionA fee charged for services from professionals such as doctors, lawyers and accountants. The term is often expanded to include other professions, for example, pharmacists charging to maintain a medicinal profile of a client or customer. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Subparagraph (k) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-3Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1 + Details Name: us-gaap_ProfessionalFees Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of revenue recognized from goods sold, services rendered, insurance premiums, or other activities that constitute an earning process. Includes, but is not limited to, investment and interest income before deduction of interest expense when recognized as a component of revenue, and sales and trading gain (loss). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 235 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-05(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477314/942-235-S99-1Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_Revenues Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingInformationLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_StatementBusinessSegmentsAxis=us-gaap_CorporateMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=efsh_GeneralAndAdministrativeManagementFeesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ContractWithCustomerBasisOfPricingAxis=us-gaap_ConstructionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=efsh_PersonnelCorporateAllocationMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=efsh_GeneralAndAdministrativeCorporateAllocationMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ContractWithCustomerBasisOfPricingAxis=efsh_AutomotiveSuppliesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ContractWithCustomerBasisOfPricingAxis=efsh_CorporateServiceMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 51 R39.htm IDEA: XBRL DOCUMENT v3.24.3 Property and Equipment (Details) - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Property and Equipment [Abstract] Â Â Â Â Depreciation expense $ 104,260 $ 108,982 $ 319,092 $ 326,667 X - DefinitionThe amount of expense recognized in the current period that reflects the allocation of the cost of tangible assets over the assets' useful lives. Includes production and non-production related depreciation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 360 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1 + Details Name: us-gaap_Depreciation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_PropertyPlantAndEquipmentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 52 R40.htm IDEA: XBRL DOCUMENT v3.24.3 Property and Equipment (Details) - Schedule of Property and Equipment - Property, Plant and Equipment [Member] - USD ($) Sep. 30, 2024 Dec. 31, 2023 Schedule of Property and Equipment [Line Items] Â Â Total property and equipment $ 1,964,418 $ 1,964,418 Less: accumulated depreciation (1,221,183) (902,091) Total property and equipment, net 743,235 1,062,327 Machinery and equipment [Member] Â Â Schedule of Property and Equipment [Line Items] Â Â Total property and equipment 1,295,499 1,295,499 Office furniture and equipment [Member] Â Â Schedule of Property and Equipment [Line Items] Â Â Total property and equipment 115,409 115,409 Transportation equipment [Member] Â Â Schedule of Property and Equipment [Line Items] Â Â Total property and equipment 400,602 400,602 Leasehold improvements [Member] Â Â Schedule of Property and Equipment [Line Items] Â Â Total property and equipment $ 152,908 $ 152,908 X - DefinitionAmount of accumulated depreciation, depletion and amortization for physical assets used in the normal conduct of business to produce goods and services. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(14)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 360 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1 + Details Name: us-gaap_AccumulatedDepreciationDepletionAndAmortizationPropertyPlantAndEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount before accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(13)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentGross Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7A + Details Name: us-gaap_PropertyPlantAndEquipmentLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount after accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business to produce goods and services and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7AReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 360 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478451/942-360-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: us-gaap_FairValueByAssetClassAxis=us-gaap_PropertyPlantAndEquipmentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PropertyPlantAndEquipmentByTypeAxis=us-gaap_EquipmentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PropertyPlantAndEquipmentByTypeAxis=us-gaap_OfficeEquipmentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PropertyPlantAndEquipmentByTypeAxis=us-gaap_TransportationEquipmentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PropertyPlantAndEquipmentByTypeAxis=us-gaap_LeaseholdImprovementsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 53 R41.htm IDEA: XBRL DOCUMENT v3.24.3 Intangible Assets (Details) - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Intangible Assets[Abstract] Â Â Â Â Amortization expense $ 62,744 $ 222,128 $ 188,232 $ 666,384 Goodwill impairment $ 679,175 Â $ 679,175 Â X - DefinitionThe aggregate expense charged against earnings to allocate the cost of intangible assets (nonphysical assets not used in production) in a systematic and rational manner to the periods expected to benefit from such assets. As a noncash expense, this element is added back to net income when calculating cash provided by or used in operations using the indirect method. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-

28Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-2 + Details Name: us-gaap_AmortizationOfIntangibleAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of impairment loss from asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-2Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-2 + Details Name: us-gaap_GoodwillImpairmentLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IntangibleAssetsNetExcludingGoodwillAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 54 R42.htm IDEA: XBRL DOCUMENT v3.24.3 Intangible Assets (Details) - Schedule of Intangible Assets - USD ($) Sep. 30, 2024 Dec. 31, 2023 Schedule of Intangible Assets [Line Items] Â Â Total intangible assets $ 3,021,000 $ 3,021,000 Less: accumulated amortization (1,003,909) (815,677) Total intangible assets, net 2,017,091 2,205,323 Customer-related [Member] Â Â Schedule of Intangible Assets [Line Items] Â Â Total intangible assets 2,727,000 2,727,000 Marketing-related [Member] Â Â Schedule of Intangible Assets [Line Items] Â Â Total intangible assets $ 294,000 $ 294,000 X - DefinitionAccumulated amount of amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 10 -Name Accounting Standards Codification -Section S45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480265/350-10-S45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAccumulatedAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount before amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 10 -Name Accounting Standards Codification -Section S45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480265/350-10-S45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 928 -SubTopic 340 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478859/928-340-50-1 + Details Name: us-gaap_FiniteLivedIntangibleAssetsGross Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 926 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483154/926-20-50-5 + Details Name: us-gaap_FiniteLivedIntangibleAssetsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionSum of the carrying amounts of all intangible assets, excluding goodwill, as of the balance sheet date, net of accumulated amortization and impairment charges. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-1 + Details Name: us-gaap_IntangibleAssetsNetExcludingGoodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_CustomerRelatedIntangibleAssetsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_MarketingRelatedIntangibleAssetsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 55 R43.htm IDEA: XBRL DOCUMENT v3.24.3 Intangible Assets (Details) - Schedule of Amortization Expense for Intangible Assets Sep. 30, 2024 USD ($) Schedule of Amortization Expense for Intangible Assets [Abstract] Â 2024 (remaining) $ 62,745 2025 181,800 2026 181,800 2027 181,800 2028 181,800 Thereafter 1,227,146 Total estimated amortization expense $ 2,017,091 X - DefinitionAmount of amortization for asset, excluding financial asset and goodwill, lacking physical substance with finite life expected to be recognized 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). + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseAfterYearFive Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseNextTwelveMonths Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in remainder of current fiscal year. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseRemainderOfFiscalYear Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in fourth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearFour Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearThree Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in 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). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearTwo Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_FiniteLivedIntangibleAssetsFutureAmortizationExpenseAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount after amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 926 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483154/926-20-50-5 + Details Name: us-gaap_FiniteLivedIntangibleAssetsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant XML 56 R44.htm IDEA: XBRL DOCUMENT v3.24.3 Intangible Assets (Details) - Schedule of Summarizing the Changes in the Carrying Amount of Goodwill - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2024 Schedule of Summarizing the Changes in the Carrying Amount of Goodwill [Abstract] Â Â Balance as of December 31, 2023 Â $ 679,175 Impairment $ (679,175) (679,175) Balance as of September 30, 2024 X - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Goodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_GoodwillImpairedAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of impairment loss from asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-2Reference

4: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-2 + Details Name: us-gaap_GoodwillImpairmentLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration XML 57 R45.htm IDEA: XBRL DOCUMENT v3.24.3 Selected Account Information (Details) - USD ($) 9 Months Ended Sep. 30, 2024 Feb. 08, 2024 Feb. 07, 2024 Selected Account Information [Line Items] Â Â Â Prepaid expense $ 111,000 Â Â Proceeds from the public offering $ 2,498,000 Â Â TraDigital Marketing Group [Member] Â Â Â Selected Account Information [Line Items] Â Â Â Prepaid expense Â Â $ 1,400,000 Alchemy Advisory LLC [Member] Â Â Â Selected Account Information [Line Items] Â Â Â Prepaid expense Â $ 400,000 Â Reef Digital LLC [Member] Â Â Â Selected Account Information [Line Items] Â Â Â Prepaid expense Â 333,000 Â SeaPath Advisory, LLC [Member] Â Â Â Selected Account Information [Line Items] Â Â Â Prepaid expense Â $ 365,000 Â X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Name Regulation S-X (SX) -Number 210 -Section 12 -Subsection 04 -Paragraph a -Publisher SECReference 2: http://www.xbrl.org/2003/role/disclosureRef -Name Regulation S-X (SX) -Number 210 -Section 5 -Subsection 04 -Paragraph c -Subparagraph Schedule I -Publisher SECReference 3: http://www.xbrl.org/2003/role/disclosureRef -Name Regulation S-X (SX) -Number 210 -Section 7 -Subsection 05 -Paragraph c -Subparagraph Schedule II -Publisher SECReference 4: http://www.xbrl.org/2003/role/disclosureRef -Name Regulation S-X (SX) -Number 210 -Section 9 -Subsection 06 -Publisher SECReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 6: http://www.xbrl.org/2003/role/recommendedDisclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-11 + Details Name: srt_CondensedFinancialStatementsCaptionsLineItems Namespace Prefix: srt_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of asset related to consideration paid in advance for costs that provide economic benefits within a future period of one year or the normal operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 340 -SubTopic 10 -Name Accounting Standards Codification -Section 05 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482955/340-10-05-5Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 340 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483032/340-10-45-1 + Details Name: us-gaap_PrepaidExpenseCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe cash inflow associated with the amount received from entity's first offering of stock to the public. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromIssuanceInitialPublicOffering Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: dei_LegalEntityAxis=efsh_TraDigitalMarketingGroupMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: dei_LegalEntityAxis=efsh_AlchemyAdvisoryLLCMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: dei_LegalEntityAxis=efsh_ReefDigitalLLCMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: dei_LegalEntityAxis=efsh_SeaPathAdvisoryLLCMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 58 R46.htm IDEA: XBRL DOCUMENT v3.24.3 Selected Account Information (Details) - Schedule of Receivables - USD ($) Sep. 30, 2024 Dec. 31, 2023 Schedule of Receivables [Line Items] Â Â Total receivables $ 1,875,316 $ 1,744,835 Allowance for expected credit losses (47,200) (47,200) Total receivables, net 1,828,116 1,697,635 Trade accounts receivable [Member] Â Â Schedule of Receivables [Line Items] Â Â Total receivables 1,572,615 1,628,293 Factoring reserve holdback [Member] Â Â Schedule of Receivables [Line Items] Â Â Total receivables 76,771 Retainage [Member] Â Â Schedule of Receivables [Line Items] Â Â Total receivables $ 225,930 $ 116,542 X - DefinitionAmount, before allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481990/310-10-45-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(3)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1 + Details Name: us-gaap_AccountsReceivableGrossCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, 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. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481990/310-10-45-2 + Details Name: us-gaap_AccountsReceivableNetCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of allowance for credit loss on accounts receivable. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479344/326-20-45-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-4Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-13Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479319/326-20-50-13 + Details Name: us-gaap_AllowanceForDoubtfulAccountsReceivable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1 + Details Name: us-gaap_ReceivablesWithImputedInterestLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AccountsNotesLoansAndFinancingReceivableByReceivableTypeAxis=us-gaap_TradeAccountsReceivableMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AccountsNotesLoansAndFinancingReceivableByReceivableTypeAxis=efsh_FactoringReserveHoldbackMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AccountsNotesLoansAndFinancingReceivableByReceivableTypeAxis=efsh_RetainageMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 59 R47.htm IDEA: XBRL DOCUMENT v3.24.3 Selected Account Information (Details) - Schedule of Inventories - USD ($) Sep. 30, 2024 Dec. 31, 2023 Inventory [Line Items] Â Â Total inventories $ 1,054,095 $ 1,764,226 Less reserve for obsolescence (369,200) (369,200) Total inventories, net 684,895 1,395,026 Automotive [Member] Â Â Inventory [Line Items] Â Â Total inventories 938,221 1,190,899 Construction [Member] Â Â Inventory [Line Items] Â Â Total inventories $ 115,874 $ 573,327 X - DefinitionGross amount, as of the balance sheet date, of merchandise, goods, commodities, or supplies held for future sale or to be used in manufacturing, servicing or production process. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryGross Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_InventoryLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount after valuation and LIFO reserves of inventory expected to be sold, or consumed within one year or operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of valuation reserve for inventory. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 330 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.BB) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480581/330-10-S99-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryValuationReserves Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: srt_ProductOrServiceAxis=efsh_AutomotiveMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=us-gaap_ConstructionMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 60 R48.htm IDEA: XBRL DOCUMENT v3.24.3 Selected Account Information (Details) - Schedule of Prepaid Expenses and Other Current Assets - Prepaid Expenses and Other Current Assets [Member] - USD ($) Sep. 30, 2024 Dec. 31, 2023 Selected Account Information (Details) - Schedule of Prepaid Expenses and Other Current Assets [Line Items] Â Â Prepaid expenses $ 276,271 $ 84,166 Prepaid inventory 282,410 Prepaid taxes 226,788 204,788 Other current assets 200,000 200,000 Total prepaid expenses and other current assets $ 703,059 $ 771,364 X - DefinitionRepresents the amount of prepaid inventory. + ReferencesNo definition available. + Details Name: efsh_PrepaidInventory Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: efsh_SelectedAccountInformationDetailsScheduleofPrepaidExpensesandOtherCurrentAssetsLineItems Namespace Prefix: efsh_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of current assets classified as other. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherAssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of asset related to consideration paid in advance for costs that provide economic benefits in future periods, and amount of other assets that are expected to be realized or consumed within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_PrepaidExpenseAndOtherAssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of asset related to consideration paid in advance for costs that provide economic benefits within a future period of one year or the normal operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 340 -SubTopic 10 -Name Accounting Standards Codification -Section 05 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482955/340-10-05-5Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 340 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483032/340-10-45-1 + Details Name: us-gaap_PrepaidExpenseCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of asset related to consideration paid in advance for income and other taxes that provide economic benefits within a future period of one year or the normal operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (g)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 340 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483032/340-10-45-1Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 340 -SubTopic 10 -Name Accounting Standards Codification -Section 05 -Paragraph 5 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482955/340-10-05-5 + Details Name: us-gaap_PrepaidTaxes Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: us-gaap_BalanceSheetLocationAxis=us-gaap_PrepaidExpensesAndOtherCurrentAssetsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 61 R49.htm IDEA: XBRL DOCUMENT v3.24.3 Selected Account Information (Details) - Schedule of Accounts Payable and Accrued Expenses - USD ($) Sep. 30, 2024 Dec. 31, 2023 Schedule of Accounts Payable and Accrued Expenses [Abstract] Â Â Trade accounts payable $ 1,728,475 $ 985,559 Credit cards payable 323,223 317,406 Accrued payroll liabilities 1,043,731 628,710 Accrued interest 1,042,206 1,386,536 Accrued dividends 56,203 32,997 Accrued taxes 66 15,903 Other accrued liabilities 763,109 604,686 Total accounts payable and accrued expenses $ 4,957,013 $ 3,971,797 X - DefinitionCredit cards payable. + ReferencesNo definition available. + Details Name: efsh_CreditCardsPayable Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionSum of the carrying values as of the balance sheet date of obligations incurred through that date and due within one year (or the operating cycle, if longer), including liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received, taxes, interest, rent and utilities, accrued salaries and bonuses, payroll taxes and fringe benefits. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AccountsPayableAndAccruedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_AccountsPayableAndAccruedLiabilitiesCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionCarrying value as of the balance sheet date of obligations incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1:

http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 210 -SubTopic 10 -Section 45 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-8 + Details Name: us-gaap_AccountsPayableTradeCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying 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. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(15)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_AccruedIncomeTaxesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of obligations incurred and payable for statutory payroll taxes incurred through that date and withheld from employees pertaining to services received from them, including entity's matching share of the employees FICA taxes and contributions to the state and federal unemployment insurance programs. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AccruedPayrollTaxesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of dividends declared but unpaid on equity securities issued by the entity and outstanding. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_DividendsPayableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of [accrued] interest payable on all forms of debt, including trade payables, that has been incurred and is unpaid. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InterestPayableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of expenses incurred but not yet paid classified as other, due within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherAccruedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 62 R50.htm IDEA: XBRL DOCUMENT v3.24.3 Leases (Details) - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Leases [Abstract] Â Â Â Â Rent expense $ 135,588 $ 126,772 $ 408,004 $ 414,155 Weighted-average remaining lease term 40 months Â 40 months Â Weighted average discount rate 5.15% Â 5.15% Â X - DefinitionWeighted average discount rate for finance lease calculated at point in time. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_FinanceLeaseWeightedAverageDiscountRatePercent Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionWeighted average remaining lease term for finance lease, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_FinanceLeaseWeightedAverageRemainingLeaseTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionCash payments to lessor's for use of assets under operating leases. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (g) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25 + Details Name: us-gaap_PaymentsForRent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration XML 63 R51.htm IDEA: XBRL DOCUMENT v3.24.3 Leases (Details) - Schedule of Operating Leases - USD ($) Sep. 30, 2024 Dec. 31, 2023 Leases [Abstract] Â Â Operating lease right-of-use assets $ 594,738 $ 907,748 Operating lease liabilities, current portion 436,253 435,280 Operating lease liabilities, long-term 198,747 523,768 Total operating lease liabilities $ 635,000 $ 959,048 Weighted-average remaining lease term (months) 19 months 28 months Weighted average discount rate 4.99% 4.95% X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's right to use underlying asset under operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseRightOfUseAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionWeighted average discount rate for operating lease calculated at point in time. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseWeightedAverageDiscountRatePercent Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionWeighted average remaining lease term for operating lease, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseWeightedAverageRemainingLeaseTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant XML 64 R52.htm IDEA: XBRL DOCUMENT v3.24.3 Leases (Details) - Schedule of Operating Lease Liabilities - USD ($) Sep. 30, 2024 Dec. 31, 2023 Schedule of Operating Lease Liabilities [Abstract] Â Â 2024 (remaining) $ 118,576 Â 2025 413,193 Â 2026 107,966 Â 2027 22,525 Â Total 662,260 Â Less: imputed interest (27,260) Â Total operating lease liabilities $ 635,000 $ 959,048 X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount 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). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount 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). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearThree Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount 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). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearTwo Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease having initial or remaining lease term in excess of one year to be paid in remainder of current fiscal year. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payments in excess of discounted obligation for lease payments for operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityUndiscountedExcessAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_OperatingLeaseLiabilitiesPaymentsDueAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 65 R53.htm IDEA: XBRL DOCUMENT v3.24.3 Leases (Details) - Schedule of Financing Lease Liabilities Sep. 30, 2024 USD ($) Schedule of Financing Lease Liabilities [Abstract] Â 2024 (remaining) $ 53,477 2025 211,332 2026 211,332 2027 210,042 2028 28,833 Total 715,016 Less: amount representing interest (65,282) Total finance lease liabilities $ 649,734 X - ReferencesNo definition available. + Details Name: us-gaap_FinanceLeaseLiabilitiesPaymentsDueAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPresent value of lessee's discounted obligation for lease payments from finance lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_FinanceLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for finance 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). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_FinanceLeaseLiabilityPaymentsDueNextTwelveMonths Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for finance lease to be paid in 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). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_FinanceLeaseLiabilityPaymentsDueYearFive Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for finance 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). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_FinanceLeaseLiabilityPaymentsDueYearFour Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for finance 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). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_FinanceLeaseLiabilityPaymentsDueYearThree Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for finance 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). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_FinanceLeaseLiabilityPaymentsDueYearTwo Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for finance lease to be paid in remainder of current fiscal year. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_FinanceLeaseLiabilityPaymentsRemainderOfFiscalYear Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payments in excess of discounted obligation for lease

payments for finance lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_FinanceLeaseLiabilityUndiscountedExcessAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 66 R54.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Measurements (Details) - Schedule of Fair Value of Financial Instruments Measured on a Recurring Basis - Fair Value, Recurring [Member] Sep. 30, 2024 USD ($) Schedule of Fair Value of Financial Instruments Measured on a Recurring Basis [Line Items] Â Derivative liabilities $ 544,000 Warrant liabilities 9,900 Total recurring fair value measurements 553,900 Level 1 [Member] Â Schedule of Fair Value of Financial Instruments Measured on a Recurring Basis [Line Items] Â Derivative liabilities Warrant liabilities Total recurring fair value measurements Level 2 [Member] Â Schedule of Fair Value of Financial Instruments Measured on a Recurring Basis [Line Items] Â Derivative liabilities Warrant liabilities Total recurring fair value measurements Level 3 [Member] Â Schedule of Fair Value of Financial Instruments Measured on a Recurring Basis [Line Items] Â Derivative liabilities 544,000 Warrant liabilities 9,900 Total recurring fair value measurements $ 553,900 X - DefinitionFair value, after the effects of master netting arrangements, of a financial liability or contract with one or more underlyings, notional amount or payment provision or both, and the contract can be net settled by means outside the contract or delivery of an asset, expected to be settled within one year or normal operating cycle, if longer. Includes assets not subject to a master netting arrangement and not elected to be offset. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483466/210-20-50-3 + Details Name: us-gaap_DerivativeLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3 + Details Name: us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionFair value of financial and nonfinancial obligations. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_LiabilitiesFairValueDisclosure Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionValue of outstanding derivative securities that permit the holder the right to purchase securities (usually equity) from the issuer at a specified price. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_WarrantsAndRightsOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_FairValueByMeasurementFrequencyAxis=us-gaap_FairValueMeasurementsRecurringMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel1Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel2Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel3Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 67 R55.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Measurements (Details) - Schedule of Roll-Forward of Changes for Financial Instruments Measured at Fair Value on a Recurring Basis 9 Months Ended Sep. 30, 2024 USD ($) Derivative Liabilities [Member] Â Schedule of Roll-Forward of Changes for Financial Instruments Fair Value on Recurring Basis [Line Items] Â Balance as of December 31, 2023 $ 1,389,203 Fair value of warrant liabilities upon issuance 1,699,727 Gain on change in fair value of derivative liabilities (1,689,410) Extinguishment of derivative liabilities upon conversion or settlement (855,520) Balance as of September 30, 2024 544,000 Warrant Liability [Member] Â Schedule of Roll-Forward of Changes for Financial Instruments Fair Value on Recurring Basis [Line Items] Â Balance as of December 31, 2023 Fair value of warrant liabilities upon issuance 4,545,700 Gain on change in fair value of derivative liabilities (1,841,000) Extinguishment of derivative liabilities upon conversion or settlement (2,694,800) Balance as of September 30, 2024 $ 9,900 X - DefinitionExtinguishment of derivative liabilities upon conversion of convertible notes. + ReferencesNo definition available. + Details Name: efsh_ExtinguishmentOfDerivativeLiabilitiesUponConversionOfConvertibleNotes Namespace Prefix: efsh_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) in the fair value of derivatives recognized in the income statement. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4A -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4A + Details Name: us-gaap_DerivativeGainLossOnDerivativeNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionFair value, after the effects of master netting arrangements, of a financial liability or contract with one or more underlyings, notional amount or payment provision or both, and the contract can be net settled by means outside the contract or delivery of an asset, expected to be settled within one year or normal operating cycle, if longer. Includes assets not subject to a master netting arrangement and not elected to be offset. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483466/210-20-50-3 + Details Name: us-gaap_DerivativeLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of expense (income) related to adjustment to fair value of warrant liability. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 25 -Paragraph 13 -SubTopic 10 -Topic 480 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481766/480-10-25-13 + Details Name: us-gaap_FairValueAdjustmentOfWarrants Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueLiabilitiesMeasuredOnRecurringBasisUnobservableInputReconciliationLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of issuances of financial instrument classified as a liability measured using unobservable inputs that reflect the entity's own assumption about the assumptions market participants would use in pricing. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityIssues Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionValue of outstanding derivative securities that permit the holder the right to purchase securities (usually equity) from the issuer at a specified price. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_WarrantsAndRightsOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_FinancialInstrumentAxis=efsh_DerivativeLiabilitiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=efsh_WarrantLiabilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 68 R56.htm IDEA: XBRL DOCUMENT v3.24.3 Debt (Details) 1 Months Ended 3 Months Ended 9 Months Ended Apr. 01, 2025 USD ($) Sep. 30, 2024 USD ($) $ / shares shares Sep. 26, 2024 USD ($) Aug. 12, 2024 USD ($) Jul. 23, 2024 USD ($) Jul. 10, 2024 USD ($) Jul. 03, 2024 USD ($) Jun. 28, 2024 USD ($) Jun. 04, 2024 USD ($) May 09, 2024 USD ($) May 08, 2024 USD ($) $ / shares shares Apr. 11, 2024 USD ($) Apr. 09, 2024 USD ($) Mar. 27, 2024 USD ($) Mar. 04, 2024 USD ($) Feb. 11, 2024 USD ($) Nov. 30, 2023 USD ($) Sep. 01, 2023 USD ($) Aug. 11, 2023 USD ($) Oct. 08, 2021 USD ($) Aug. 22, 2024 USD ($) shares Aug. 20, 2024 USD ($) Jul. 23, 2024 USD ($) Jul. 16, 2024 USD ($) Jul. 29, 2020 USD ($) Sep. 30, 2024 USD ($) $ / shares shares Sep. 30, 2023 USD ($) Mar. 31, 2023 USD ($) Sep. 30, 2024 USD ($) $ / shares shares Sep. 30, 2023 USD ($) Nov. 15, 2024 USD ($) Oct. 31, 2024 USD ($) Dec. 31, 2023 shares Dec. 01, 2023 USD ($) Debt [Line Items] Â Â Â

Â Â Â Â Debt [Line Items] Â Â Â Â

obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Examples include taxes, interest, rent and utilities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(15)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_AccruedLiabilitiesCurrentAndNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of noncash expense included in interest expense to amortize debt discount and premium associated with the related debt instruments. Excludes amortization of financing costs. Alternate captions include noncash interest expense. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-3 + Details Name: us-gaap_AmortizationOfDebtDiscountPremium Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount 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. Excludes expenses associated with special or contractual termination benefits, a discontinued operation or an asset retirement obligation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_BusinessExitCosts1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionExercise price per share or per unit of warrants or rights outstanding. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1 Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionNumber of securities into which the class of warrant or right may be converted. For example, but not limited to, 500,000 warrants may be converted into 1,000,000 shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap_ContractWithCustomerLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of revenue recognized that was previously included in balance of obligation to transfer good or service to customer for which consideration from customer has been received or is due. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8 + Details Name: us-gaap_ContractWithCustomerLiabilityRevenueRecognized Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionIncluding the current and noncurrent portions, carrying value as of the balance sheet date of a written promise to pay a note, initially due after one year or beyond the operating cycle if longer, which can be exchanged for a specified amount of one or more securities (typically common stock), at the option of the issuer or the holder. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(16)(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_ConvertibleNotesPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionDividend or interest rate associated with the financial instrument issued in exchange for the original debt being converted in a noncash or part noncash transaction. Noncash are transactions that affect recognized assets or liabilities but that do not result in cash receipts or cash payments. Part noncash refers to that portion of the transaction not resulting in cash receipts or cash payments. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_DebtConversionConvertedInstrumentRate Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionAmount of annual principal payment for debt instrument. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_DebtInstrumentAnnualPrincipalPayment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe price per share of the conversion feature embedded in the debt instrument. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-5 + Details Name: us-gaap_DebtInstrumentConvertibleConversionPrice1 Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThreshold number of specified trading days that common stock price to conversion price of convertible debt instruments must exceed threshold percentage within a specified consecutive trading period to trigger conversion feature. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentConvertibleThresholdTradingDays Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionFace (par) amount of debt instrument at time of issuance. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2 + Details Name: us-gaap_DebtInstrumentFaceAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe average effective interest rate during the reporting period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2 + Details Name: us-gaap_DebtInstrumentInterestRateDuringPeriod Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionEffective interest rate for the funds borrowed under the debt agreement considering interest compounding and original issue discount or premium. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-6 + Details Name: us-gaap_DebtInstrumentInterestRateEffectivePercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionIncremental percentage increase (decrease) in the stated rate on a debt instrument. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentInterestRateIncreaseDecrease Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionContractual interest rate for funds borrowed, under the debt agreement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B + Details Name: us-gaap_DebtInstrumentInterestRateStatedPercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionAmount of principal of debt issued. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3 + Details Name: us-gaap_DebtInstrumentIssuedPrincipal Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 11: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 26: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -

SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 27: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1 + Details Name: us-gaap_DebtInstrumentLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of the required periodic payments including both interest and principal payments. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 942 -SubTopic 470 -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477734/942-470-50-3 + Details Name: us-gaap_DebtInstrumentPeriodicPayment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, after accumulated amortization, of debt discount. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-1AReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1D + Details Name: us-gaap_DebtInstrumentUnamortizedDiscount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after accumulated amortization, of debt discount (premium). + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-1AReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1D + Details Name: us-gaap_DebtInstrumentUnamortizedDiscountPremiumNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionValue of input used to measure derivative liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_DerivativeLiabilityMeasurementInput Namespace Prefix: us-gaap_ Data Type: xbrli:decimalItemType Balance Type: na Period Type: instant X - DefinitionThe amount outstanding of funds lent to other depository institutions, securities brokers, or securities dealers in the form of Federal Funds sold; for example, immediately available funds lent under agreements or contracts that mature in one business day or roll over under a continuing contract, regardless of the nature of the transaction or the collateral involved, excluding overnight lending for commercial and industrial purposes. Also include Federal Funds sold under agreements to resell on a gross basis, excluding (1) sales of term Federal Funds, (2) due bills representing purchases of securities or other assets by the reporting bank that have not yet been delivered and similar instruments, (3) resale agreements that mature in more than one business day involving assets other than securities, and (4) yield maintenance dollar repurchase agreements. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_FederalFundsSold Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionDifference between the fair value of payments made and the carrying amount of debt which is extinguished prior to maturity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-4 + Details Name: us-gaap_GainsLossesOnExtinguishmentOfDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of the cost of borrowed funds accounted for as interest expense for debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-6 + Details Name: us-gaap_InterestExpenseDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of principal of investment owned. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 55 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477439/946-210-55-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.12-12(Column B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-12B(Column B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 6 -Subparagraph (SX 210.12-14(Column B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-6 + Details Name: us-gaap_InvestmentOwnedBalancePrincipalAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe amount of expense provided in the period for legal costs incurred on or before the balance sheet date pertaining to resolved, pending or threatened litigation, including arbitration and mediation proceedings. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(6)) -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_LegalFees Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe effective interest rate at the end of the reporting period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LineOfCreditFacilityInterestRateAtPeriodEnd Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionThe fair value amount of long-term debt whether such amount is presented as a separate caption or as a parenthetical disclosure. Additionally, this element may be used in connection with the fair value disclosures required in the footnote disclosures to the financial statements. The element may be used in both the balance sheet and disclosure in the same submission. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_LongTermDebtFairValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionIncluding the current and noncurrent portions, aggregate carrying amount of all types of notes payable, as of the balance sheet date, with initial maturities beyond one year or beyond the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(16)(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_NotesPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount paid to managing member or general partner for management of the day-to-day business functions of the limited liability company (LLC) or limited partnership (LP). + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 850 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483326/850-10-50-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-17 + Details Name: us-gaap_PaymentForManagementFee Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash outflow for fees classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (g) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25 + Details Name: us-gaap_PaymentsForFees Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNumber of shares issued for nonredeemable preferred shares and preferred shares redeemable solely at option of issuer. Includes, but is not limited to, preferred shares issued, repurchased, and held as treasury shares. Excludes preferred shares classified as debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe cash inflow from issuance of rights to purchase common shares at predetermined price (usually issued together with corporate debt). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromIssuanceOfWarrants Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow from a borrowing supported by a written promise to pay an obligation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromNotesPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash outflow from the repayment of a long-term debt instrument which can be exchanged for a specified amount of another security, typically the entity's common stock, at the option of the issuer or the holder. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_RepaymentsOfConvertibleDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionCarrying value as of the balance sheet date, including the current and noncurrent portions, of collateralized debt obligations (with maturities initially due after one year or beyond the operating cycle, if longer). Such obligations include mortgage loans, chattel loans, and any other borrowings secured by assets of the borrower. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(16)(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_SecuredDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPeriod between issuance and expiration of outstanding warrant and right embodying unconditional obligation requiring redemption by transferring asset at specified or determinable date or upon event certain to occur, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_WarrantsAndRightsOutstandingTerm Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - Details Name: us-gaap_DebtInstrumentAxis=efsh_SixPercentAmortizingPromissoryNoteMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=efsh_PrivatePlacementOf20OIDPromissoryNotesAndWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=efsh_PromissoryNotesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=efsh_PrivatePlacementOf20OIDPromissoryNoteMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-

gaap_SubsidiarySaleOfStockAxis=us-gaap_PrivatePlacementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=efsh_PrivatePlacementOfTwentyPercentOIDPromissoryNoteAndWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementEquityComponentsAxis=us-gaap_CommonStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_MeasurementInputTypeAxis=efsh_DividendYieldMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_MeasurementInputTypeAxis=efsh_ExpectedVolatilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_MeasurementInputTypeAxis=efsh_RiskfreeInterestRateMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_MeasurementInputTypeAxis=efsh_YearOfTermMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_MeasurementInputTypeAxis=efsh_EstimatedFairValuePriceMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=efsh_PrivatePlacementOf12PromissoryNoteForServicesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=efsh_PrivatePlacementOfOIDPromissoryNoteAndSeriesDPreferredSharesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=efsh_OIDPromissoryNoteMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=efsh_PurchaseAndSaleOfFutureRevenuesAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=efsh_FutureRevenuesAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=efsh_PromissoryNoteAndSeriesDPreferredSharesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=efsh_SecuredConvertiblePromissoryNotesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementScenarioAxis=srt_ScenarioForecastMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=efsh_SixPercentSubordinatedConvertiblePromissoryNotesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VestingAxis=us-gaap_ShareBasedCompensationAwardTrancheOneMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VestingAxis=us-gaap_ShareBasedCompensationAwardTrancheTwoMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VestingAxis=us-gaap_ShareBasedCompensationAwardTrancheThreeMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VestingAxis=efsh_ShareBasedPaymentArrangementTrancheFourMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VestingAxis=efsh_ShareBasedPaymentArrangementTrancheFiveMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionAxis=us-gaap_InvestorMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionsByRelatedPartyAxis=efsh_SpartanCapitalSecuritiesLLCMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_CreditFacilityAxis=us-gaap_SecuredDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_CreditFacilityAxis=efsh_AltimirMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_CreditFacilityAxis=efsh_BeamanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_CreditFacilityAxis=efsh_AltimirAndBeaumanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ShortTermDebtTypeAxis=us-gaap_ConvertibleNotesPayableMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=efsh_SeriesCSeniorConvertiblePreferredSharesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_SecuritiesFinancingTransactionAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 69 R57.htm IDEA: XBRL DOCUMENT v3.24.3

Shareholdersâ€™ Deficit (Details) - USD ($) 3 Months Ended 9 Months Ended Aug. 22, 2024 Aug. 12, 2024 Jul. 16, 2024 Jul. 03, 2024 Jun. 28, 2024 May 08, 2024 Feb. 14, 2024 Feb. 09, 2024 Sep. 30, 2024 Jun. 30, 2024 Mar. 31, 2024 Sep. 30, 2023 Jun. 30, 2023 Mar. 31, 2023 Sep. 30, 2024 Sep. 30, 2023 Aug. 19, 2024 Jun. 27, 2024 Apr. 23, 2024 Dec. 31, 2023 Feb. 14, 2023

Shareholdersâ€™ Deficit [Line Items] Â Â Â

Redeemable Preferred Stock (in Dollars) $ 300,000 $ 466,667 $ 233,333 $ 466,667 Â Â Â

-Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478790/946-405-45-2Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(15)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_DividendsPayableCurrentAndNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe percentage of ownership of common stock or equity participation in the investee accounted for under the equity method of accounting. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3 + Details Name: us-gaap_EquityMethodInvestmentOwnershipPercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionGross amount of debt extinguished. + ReferencesNo definition available. + Details Name: us-gaap_ExtinguishmentOfDebtAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of expense (income) related to adjustment to fair value of warrant liability. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 25 -Paragraph 13 -SubTopic 10 -Topic 480 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481766/480-10-25-13 + Details Name: us-gaap_FairValueAdjustmentOfWarrants Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionDifference between the fair value of payments made and the carrying amount of debt which is extinguished prior to maturity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-4 + Details Name: us-gaap_GainsLossesOnExtinguishmentOfDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionIncluding the current and noncurrent portions, aggregate carrying amount of all types of notes payable, as of the balance sheet date, with initial maturities beyond one year or beyond the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(16)(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_NotesPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCash outflow in the form of capital distributions and dividends to common shareholders, preferred shareholders and noncontrolling interests. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_PaymentsOfDividends Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow for purchases of and capital improvements on property, plant and equipment (capital expenditures), software, and other intangible assets. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480060/805-50-25-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 30 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480027/805-50-30-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 30 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480027/805-50-30-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Subparagraph (c) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquireProductiveAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAggregate amount of cumulative preferred dividends in arrears. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 10 -Section 50 -Paragraph 5 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-5 + Details Name: us-gaap_PreferredStockAmountOfPreferredDividendsInArrears Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionPer share conversion price of preferred stock. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockConvertibleConversionPrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe percentage rate used to calculate dividend payments on preferred stock. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.12-12A(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.12-12(Column A)(Footnote 4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-12B(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 6 -Subparagraph (SX 210.12-14(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-6 + Details Name: us-gaap_PreferredStockDividendRatePercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe price per share at which the preferred stock of an entity that has priority over common stock in the distribution of dividends and in the event of liquidation of the entity is redeemed or may be called at. The redemption features of this preferred stock are solely within the control of the issuer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 10 -Section 50 -Paragraph 5 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-5Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 10 -Section 50 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-11 + Details Name: us-gaap_PreferredStockRedemptionPricePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of nonredeemable preferred shares (or preferred stock redeemable solely at the option of the issuer) permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_PreferredStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares issued for nonredeemable preferred shares and preferred shares redeemable solely at option of issuer. Includes, but is not limited to, preferred shares issued, repurchased, and held as treasury shares. Excludes preferred shares classified as debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionAggregate share number for all nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer) held by stockholders. Does not include preferred shares that have been repurchased. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_PreferredStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe cash inflow from the additional capital contribution to the entity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromIssuanceOfCommonStock Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow from issuance of preferred stocks identified as being convertible into another form of financial instrument, typically the entity's common stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromIssuanceOfConvertiblePreferredStock Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow from issuance of preferred stock that is classified as callable. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromIssuanceOfRedeemablePreferredStock Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionPer share amount received by subsidiary or equity investee for each share of common stock issued or sold in the stock transaction. + ReferencesNo definition available. + Details Name: us-gaap_SaleOfStockPricePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionAgreed-upon price for the exchange of the underlying asset relating to the share-based payment award. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe estimated dividend rate (a percentage of the share price) to be paid (expected dividends) to holders of the underlying shares over the option's term. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe estimated measure of the percentage by which a share price is expected to fluctuate during a period. Volatility also may be defined as a probability-weighted measure of the dispersion of returns about the mean. The volatility of a share price is the standard deviation of the continuously compounded rates of return on the share over a specified period. That is the same as the standard deviation of the differences in the natural logarithms of the stock prices plus dividends, if any, over the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRate Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe estimated measure of the minimum percentage by which a share price is expected to fluctuate during a period. Volatility also may be defined as a probability-weighted measure of the dispersion of returns about the mean. The volatility of a share price is the standard deviation of the continuously compounded rates of return on the share over a specified period. That is the same as the standard deviation of the differences in the natural logarithms of the stock prices plus dividends, if any, over the period. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRateMinimum Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe risk-free interest rate assumption that is used in valuing an option on its own shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRate Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionIntrinsic value of outstanding award under share-based payment arrangement. Excludes share and unit options. + ReferencesNo definition available. + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardEquityInstrumentsOtherThanOptionsAggregateIntrinsicValueOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionExpected term of award under share-based payment arrangement, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardFairValueAssumptionsExpectedTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionWeighted average remaining contractual term for option awards outstanding, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Subparagraph (e)(1) -Name Accounting Standards Codification -Paragraph 2 -Section 50 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsOutstandingWeightedAverageRemainingContractualTerm2 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionPer share or per unit amount of equity securities issued. + ReferencesNo definition available. + Details Name: us-gaap_SharesIssuedPricePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe number of shares issued during

the period upon the conversion of units. An example of a convertible unit is an umbrella partnership real estate investment trust unit (UPREIT unit). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_StockIssuedDuringPeriodSharesConversionOfUnits Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of new stock issued during the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesNewIssues Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of shares of stock issued during the period as part of a transaction to acquire assets that do not qualify as a business combination. + ReferencesNo definition available. + Details Name: us-gaap_StockIssuedDuringPeriodSharesPurchaseOfAssets Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of share options (or share units) exercised during the current period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesStockOptionsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionEquity impact of the value of new stock issued during the period. Includes shares issued in an initial public offering or a secondary public offering. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-11Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-4Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodValueNewIssues Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionPer share decrease in exercise price of warrant. Excludes change due to standard antidilution provision. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_WarrantExercisePriceDecrease Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionPeriod between issuance and expiration of outstanding warrant and right embodying unconditional obligation requiring redemption by transferring asset at specified or determinable date or upon event certain to occur, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_WarrantsAndRightsOutstandingTerm Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=efsh_PreFundedWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=us-gaap_WarrantMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=efsh_ConvertiblePromissoryNotesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementEquityComponentsAxis=us-gaap_CommonStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=efsh_BlackScholesOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=efsh_AmendedOperatingAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_SubsidiarySaleOfStockAxis=us-gaap_PrivatePlacementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionsByRelatedPartyAxis=efsh_OLDPromissoryNoteMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionAxis=efsh_ManagersProfitAllocationMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionAxis=efsh_HighMountainMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=efsh_SeriesASeniorConvertiblePreferredSharesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementEquityComponentsAxis=us-gaap_PreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=efsh_SeriesBSeniorConvertiblePreferredSharesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=efsh_SeriesCSeniorConvertiblePreferredSharesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ScheduleOfEquityMethodInvestmentEquityMethodInvesteeNameAxis=efsh_ConversionRightsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=efsh_SeriesDSeniorConvertiblePreferredSharesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=efsh_PromissoryNoteMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=efsh_SeriesDConvertiblePreferredSharesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 70 R58.htm IDEA: XBRL DOCUMENT v3.24.3 Shareholdersâ€™ Deficit (Details) - Schedule of Warrants Outstanding - Warrants [Member] 9 Months Ended Sep. 30, 2024 $ / shares shares Schedule of Warrants Outstanding [Line Items] Â Warrants, Outstanding Beginning | shares 706 Weighted- Average Exercise Price, Outstanding Beginning | $ / shares $ 6,597.35 Warrants, Granted | shares 16,796 Weighted- Average Exercise Price, Granted | $ / shares $ 18.13 Warrants, Exercised/settled | shares (16,275) Weighted- Average Exercise Price, Exercised/settled | $ / shares $ (1.95) Warrants, Outstanding Ending | shares 1,227 Weighted- Average Exercise Price, Outstanding Ending | $ / shares $ 4,012.72 Warrants, Exercisable | shares 711 Weighted- Average Exercise Price, Exercisable | $ / shares $ 6,541.33 X - DefinitionThe weighted average grant-date fair value exercisable of Other than options granted during the reporting period. + ReferencesNo definition available. + Details Name: efsh_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateExercisable Namespace Prefix: efsh_ Data Type: dtr:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe number of shares into which fully or partially vested other than options outstanding as of the balance sheet date can be currently converted under the warrant. + ReferencesNo definition available. + Details Name: efsh_ShareBasedCompensationArrangementByShareBasedPaymentAwardOtherThanOptionsExercisableNumber Namespace Prefix: efsh_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_ClassOfWarrantOrRightLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe number of equity-based payment instruments, excluding stock (or unit) options, that were forfeited during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionWeighted average fair value as of the grant date of equity-based award plans other than stock (unit) option plans that were not exercised or put into effect as a result of the occurrence of a terminating event. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeituresWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe number of grants made during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe weighted average fair value at grant date for nonvested equity-based awards issued during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe number of non-vested equity-based payment instruments, excluding stock (or unit) options, that validly exist and are outstanding as of the balance sheet date. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionPer share or unit weighted-average fair value of nonvested award under share-based payment arrangement. Excludes share and unit options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=us-gaap_WarrantMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 71 R59.htm IDEA: XBRL DOCUMENT v3.24.3 Subsequent Events (Details) - USD ($) 1 Months Ended 3 Months Ended 9 Months Ended Nov. 15, 2024 Nov. 04, 2024 Oct. 30, 2024 Oct. 28, 2024 Mar. 04, 2024 Oct. 31, 2024 Jun. 30, 2024 Mar. 31, 2024 Jun. 30, 2023 Sep. 30, 2024 Aug. 11, 2024 May 08, 2024 Aug. 11, 2023 Subsequent Events [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Gross proceeds Â Â Â Â Â Â Â Â Â Â $ 2,498,000 Â Â Â Exercise price per share (in Dollars per share) Â Â Â Â Â Â Â Â Â Â $ 28.5 Â Â Â Expire Â Â Â Â Â Â Â Â Â Â 5 years Â Â Â Weighted average price trading days Â Â Â Â Â Â Â Â Â Â 5 years Â Â Â Conversion of principal Â Â Â Â Â Â Â Â Â Â Â Leaving a balance Â Â Â Â Â $ 2,234,675 $ 221,575 Â Â Â Â Â Â Â Â Net proceeds repay Â Â Â Â $ 2,015,325 Â Â Â Â Â Â Â Â Principal amount $ 2,681,610 Â Â Â Â Â Â Â Â Â Â Â Seller purchase price Â Â Â Â Â Â Â Â Â Â $ 60,000 Â Â Â OID Promissory Note [Member] Â Â Â Â Â Â Â Â Â Â Â Â Subsequent Events [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Percentage of repay promissory notes Â Â Â Â 20.00% Â Â Â Â 75.00% Â Â 20.00% Maturity date Dec. 31, 2024 Â Â Â Â Â Â Â Â Â Â Â Â Private Placements of 25% OID Promissory Note and Series D Preferred Shares [Member] Â Â Â Â Â Â Â Â Â Â Â Â Subsequent Events [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Percentage of repay promissory notes Â Â

Â Â Â Â Â Â Â Â Â Â 20.00% Â Warranties Â Â Â Â Â Â Â Â Â Â $ 2,512,500 Â Â Â Series A Warrants [Member] Â Â Â Â Â Â Â Â Â Â Â Â Subsequent Events [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Exercise price per share (in Dollars per share) Â Â Â Â Â Â Â Â Â $ 0.1 $ 1.5 Â Â Number of shares issued (in Shares) Â Â Â Â Â Â Â Â Â 8,583,969 Â Â Series B Warrants [Member] Â Â Â Â Â Â Â Â Â Â Â Â Subsequent Events [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Exercise price per share (in Dollars per share) Â Â Â Â Â Â Â Â Â $ 37.8 Â Â Â Expire Â Â Â Â Â Â Â Â Â Â 5 years Â Â Â Number of shares issued (in Shares) Â Â Â Â Â Â Â Â Â 14,799,979 Â Â Minimum [Member] | Series A Warrants [Member] Â Â Â Â Â Â Â Â Â Â Â Â Subsequent Events [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Purchase of warrants (in Shares) Â Â Â Â Â Â Â Â 7,879,430 Â Â Â Maximum [Member] | Series A Warrants [Member] Â Â Â Â Â Â Â Â Â Â Â Â Subsequent Events [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Purchase of warrants (in Shares) Â Â Â Â Â Â Â Â Â 15,758,861 Â Â Â Subsequent Event [Member] Â Â Â Â Â Â Â Â Â Â Â Â Subsequent Events [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Purchase price per share (in Dollars per share) Â Â Â $ 18.9 Â Â Â Â Â Â Â Â Â Â Percentage of aggregate gross proceeds Â Â 8.00% Â Â Â Â Â Â Â Â Â Net proceeds Â Â $ 9,900,000 Â Â Â Â Â Â Â Â Â Aggregate of common shares (in Shares) Â Â Â Â 11,401 Â Â Â Â Â Â Â Conversion of principal Â Â Â Â $ 10,500 Â Â Â Â Â Â Â Interest payable Â Â Â Â $ 16,211 Â Â Â Â Â Â Â Aggregate cash purchase price Â $ 18,750,000 Â Â Â Â Â Â Â Â Â Â Subsequent Event [Member] | Mast Hill Fund LP [Member] Â Â Â Â Â Â Â Â Â Â Â Â Subsequent Events [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Aggregate of units (in Shares) Â Â Â Â Â 8,970 Â Â Â Â Â Â Â Â Aggregate of common shares (in Shares) Â Â Â Â 13,353 Â Â Â Â Â Â Â Â Conversion of principal Â Â Â Â Â $ 7,000 Â Â Â Â Â Â Â Interest payable Â Â Â Â 46,949 Â Â Â Â Â Â Â Â Subsequent Event [Member] | Promissory Note [Member] Â Â Â Â Â Â Â Â Â Â Â Â Subsequent Events [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Conversion of principal Â Â Â Â 188,646 Â Â Â Â Â Â Â Â Subsequent Event [Member] | Series A Warrants [Member] Â Â Â Â Â Â Â Â Â Â Â Â Subsequent Events [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Purchase of warrants (in Shares) Â Â Â 587,301 Â Â Â Â Â Â Â Â Â Â Exercise price per share (in Dollars per share) Â Â Â $ 28.5 Â Â Â Â Â Â Â Â Â Â Subsequent Event [Member] | Series B Warrants [Member] Â Â Â Â Â Â Â Â Â Â Â Â Subsequent Events [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Purchase of warrants (in Shares) Â Â Â 587,301 Â Â Â Â Â Â Â Â Â Exercise price per share (in Dollars per share) Â Â Â $ 37.8 Â Â Â Â Â Â Â Â Â Convertible Common Stock [Member] | Subsequent Event [Member] Â Â Â Â Â Â Â Â Â Â Â Â Subsequent Events [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Conversion of principal Â Â Â Â Â $ 135,044 Â Â Â Â Â Â Â Â Â Forecast [Member] Â Â Â Â Â Â Â Â Â Â Â Â Subsequent Events [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Seller a deposit Â $ 1,000,000 Â Â Â Â Â Â Â Â Â IPO [Member] | Series B Warrants [Member] Â Â Â Â Â Â Â Â Â Â Â Â Subsequent Events [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Exercise price per share (in Dollars per share) Â Â Â Â Â Â Â Â $ 0.1 Â Â Â IPO [Member] | Subsequent Event [Member] Â Â Â Â Â Â Â Â Â Â Â Â Subsequent Events [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Sale of stock units (in Shares) Â Â Â 587,301 Â Â Â Â Â Â Â Â Â Gross proceeds Â Â Â $ 11,100,000 Â Â Â Â Â Â Â Â Â Â Aggregate of units (in Shares) Â Â Â 587,301 Â Â Â Â Â Â Â Â Â Percentage of aggregate gross proceeds Â Â 1.00% Â Â Â Â Â Â Â Â Â Â X - DefinitionPercentage of aggregate gross proceeds. + ReferencesNo definition available. + Details Name: efsh_PercentageOfAggregateGrossProceeds Namespace Prefix: efsh_ Data Type: dtr:percentItemType Balance Type: na Period Type: duration X - DefinitionRepresent the term of trading days. + ReferencesNo definition available. + Details Name: efsh_WeightedAveragePriceTradingDays Namespace Prefix: efsh_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionExercise price per share or per unit of warrants or rights outstanding. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1 Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionNumber of securities into which each warrant or right may be converted. For example, but not limited to, each warrant may be converted into two shares. + ReferencesNo definition available. + Details Name: us-gaap_ClassOfWarrantOrRightNumberOfSecuritiesCalledByEachWarrantOrRight Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of securities into which the class of warrant or right may be converted. For example, but not limited to, 500,000 warrants may be converted into 1,000,000 shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe value of the stock converted in a noncash (or part noncash) transaction. Noncash is defined as transactions during a period that do not result in cash receipts or cash payments in the period. "Part noncash" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_ConversionOfStockAmountConverted1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe number of shares converted in a noncash (or part noncash) transaction. Noncash is defined as transactions during a period that do not result in cash receipts or cash payments in the period. "Part noncash" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_ConversionOfStockSharesConverted1 Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionFace (par) amount of debt instrument at time of issuance. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2 + Details Name: us-gaap_DebtInstrumentFaceAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionEffective interest rate for the funds borrowed under the debt agreement considering interest compounding and original issue discount or premium. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-6 + Details Name: us-gaap_DebtInstrumentInterestRateEffectivePercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionDate when the debt instrument is scheduled to be fully repaid, in YYYY-MM-DD format. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B + Details Name: us-gaap_DebtInstrumentMaturityDate Namespace Prefix: us-gaap_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionAmount of the required periodic payments applied to interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_DebtInstrumentPeriodicPaymentInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) in deposit liabilities classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-8 + Details Name: us-gaap_IncreaseDecreaseInOtherDeposits Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of principal of investment owned. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 55 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477439/946-210-55-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.12-12(Column B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-12B(Column B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 6 -Subparagraph (SX 210.12-14(Column B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-6 + Details Name: us-gaap_InvestmentOwnedBalancePrincipalAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionPeriod between issuance and maturity of long-term debt, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_LongTermDebtTerm Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionThe cash outflow associated with the acquisition of a business, net of the cash acquired from the purchase. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquireBusinessesNetOfCashAcquired Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash inflow from additional borrowings, net of cash paid to third parties in connection with debt origination. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromDebtNetOfIssuanceCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow associated with the amount received from entity's first offering of stock to the public. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromIssuanceInitialPublicOffering Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash outflow for short-term and long-term debt. Excludes payment of lease obligation. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_RepaymentsOfDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionCash received on stock transaction after deduction of issuance costs. + ReferencesNo definition available. + Details Name: us-gaap_SaleOfStockConsiderationReceivedOnTransaction Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe number of shares issued or sold by the subsidiary or equity method investee per stock transaction. + ReferencesNo definition available. + Details Name: us-gaap_SaleOfStockNumberOfSharesIssuedInTransaction Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionPer share or per unit amount of equity securities issued. + ReferencesNo definition available. + Details Name: us-gaap_SharesIssuedPricePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionNumber of new stock issued during the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesNewIssues Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionDetail information of

subsequent event by type. User is expected to use existing line items from elsewhere in the taxonomy as the primary line items for this disclosure, which is further associated with dimension and member elements pertaining to a subsequent event. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481674/830-30-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 855 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483399/855-10-50-2 + Details Name: us-gaap_SubsequentEventLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionValue of outstanding derivative securities that permit the holder the right to purchase securities (usually equity) from the issuer at a specified price. + ReferencesReference 1: http://www.xbrl.org/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_WarrantsAndRightsOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_DebtInstrumentAxis=efsh_OIDPromissoryNoteMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=efsh_PrivatePlacementsOf25OIDPromissoryNoteAndSeriesDPreferredSharesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=efsh_SeriesAWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=efsh_SeriesBWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_SubsequentEventTypeAxis=us-gaap_SubsequentEventMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=efsh_MastHillFundLPMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=efsh_PromissoryNoteMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_ConvertibleCommonStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementScenarioAxis=srt_ScenarioForecastMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_SubsidiarySaleOfStockAxis=us-gaap_IPOMember Namespace Prefix: Data Type: na Balance Type: Period Type: EXCEL 72 Financial_Report.xlsx IDEA: XBRL DOCUMENT begin 644 Financial_Report.xlsx M4$L#!!0 (*R 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 " "L@'-95BM"+.X K @ $0 &1O8U!R;W!S+V-O&ULS9+! M2L0P$(9?17)O)^FJL*';B^))07!!\1:2V=U@DX9DI-VW-XV[740?P&-F_GSS M#4RK@]1#Q.X2&\UMP2,HH4C #][06=<:+75$14,\X8U>\.$S]@5F-&"/#CTE$+4 ULT3 MPW'J6[@ 9AAA=.F[@&8AENJ?V-(!=DI.R2ZI<1SK<55R>0?)KZN[^^T#ZQK>7%="5&*];83D-Y*OWV?7'WX783<8N[/ _MV/@LV+7PZRZZ+U!+ P04 " "L@'-9F5R<(Q & "<)P $P 'AL+W1H M96UE+W1H96UE,2YX;6SM6EMSVC@4?N^OT'AG]FT+QC:!MK03621A'^_1S80RY8-[9)-NIL\!"SI^\Y%1^?H.'GS[BYBZ(:(E/)X M8-DOV]:[MR_>X%#BVR]*+ M41B1%G\@M MNN01.+5)#3(3/PB=AIAJ4!P"I DQEJ&&^+3&K!'@$WVWO@C(WXV(]ZMOFCU7 MH5A)VH3X$$8:XIQSYG/1;/L'I4;1]E6\W*.76!4!EQC?-*HU+,76>)7 \:V< M/!T3$LV4"P9!AI@S M&L%&KQMUAVC2/'K^!?F<-0HACA*FNVB<5@$_9Y>PTG!Z(++9OVX?H;5,VPLCO='U!=*Y \FIS_I,C0' MHYI9";V$5F]?JH,@H%\;D>/N5Z> HWEL:\4*Z"<P'_T=HWPJOX@L Y M?RY]SZ7ON?0]H=*W-R-]9\'3BUO>1FY;Q/NN,=K7-"XH8U=RSTS0LS0[=R2^]VE+ZU)CA* M]+', <$X>RPP[9SR2';9WH!TU^_9==N0CI3!3ET.X&D*^ VVZG=PZ.)Z8D;D* MTU*0;\YZ<5X&N(YV02Y?9A7;>?8T='[Y\%1L*/O/)8=QXCRHB'NH8:8S\-# MAWE[7YAGE<90-!1M;*PD+$:W8+C7\2P4X&1@+: '@Z]1 O)256 Q6\8#*Y"B M?$R,1>APYY=<7^/1DN/;IF6U;]\I=QEM(E(YPFF8$V>KRMYEL<%5'<]56 *P MOFH]M!5.S_Y9KF4Q9Z;RWRT,"2Q;B%D2XDU=[=7GFYRN>B)V^I=W MP6#R_7#)1P_E.^=?]%U#KG[VW>/Z;I,[2$R<><41 71% B.5' 86%S+D4.Z2 MD 83 >LX=SFWJXPD6L_UC6'ODRWSEPVSK> U[F M$KRQ#I'[!?8J*@!&K8KZZKT_Y)9P[M'OQ@2";_-;;I/;=X Q\U*M:I60K$3]+ M!WP?D@9CC%OT-%^/%&*MIK&MQMHQ#'F 6/,,H68XWX=%FAHSU8NL.8T*;T'5 M0.4_V]0-:/8--!R1!5XQF;8VH^1."CS<_N\-L,+$CN'MB[\!4$L#!!0 (M *R &PO=V]R:W-H965T&UL MM9KO;^(V&,?_%8M)TYU42NQ @1M%:FFY]];CN-)MZJ:]\?(6'GF ,64B(7,4T:"ZG\;-F)A:)1T.7YD MHHW\-TW@_O%.? 9R8UV:>]60C'OX5^&IYV>@UD, F=!VJ'I[[]PC)#':/G\5 F M?]$V?;;=;B!O+16/LF!=@BB(T__T-:N(O0!"2@)(%D!^"L!EO^!F 6YB-"U9 M8NN&*CH<'+Y%PCRMU5G\=1I/2N+[Z"N/U5*BV]AG_OOXEBY+7B"R*] U 05G;'6.7.<,$8>T M+>49P>$3OCE'N&,+?U<<-Z\?-]%S2_1NN+?66:O079SV&9-[_]SKI]"=8I\ MUU9EJ63;+FDZYB>YHAZ[;.B>)YQ8L,;PUU_PA?.;S>^)Q-ZY;^?NVY!ZX?[Q M;<5L3N%P[#2_VRR!44=:ZN26.M4L?5]3H9@(W] #6W&A/9@*276MDH9@5%' MVKO([5U4;#%!]5B;I&NY/UAK3D-I-0B&'6FPFQOL@H6ZC56@WG1WU&V7S@'(M#'QHM!9!^[:YA 6?K,/>" PZTF,O]]@#BW2E6]!/6G$#=$3HP*- M]47[_ J+E5F$PX[UN(<-^']YS!JUW"4L]]VU>@2#CO5("H\$G/OSH:;ZS)\I MGFCJ/Y7:> _\%^F"0+7;^']@BD$I/)PI-:&3MKP>$<* =15^^W=_<33[/T/W] MR&JV#M#!!>E@F%4RLR.=TT+G\YW&V5?T.WNSVH6E',?!G7Z_[72M/NN@\'US@ M#X:A)?,Y#D*&)NOHF0FK0UA$&VRVL7O1LQJL@W]P 4 8II;,X"-]17>^;LU@ M'GAIYP7LPI)NK^GV">F[]@:M X=PP4.X(A!Y7&C.2ZR>H9G24ROB HWX6F>T M3FSNV[LNK'YS:[5..]9> 4L$IIN],5=4W2)VD"R[L_F"="8^;U/.8EM$B?BIH]5L'.)$"G @(M)GES1E0WY_5:ZMO2FJP'=,H6V'#8L?8*+B*5N.@V8F)A.N-GK:"68-[("@N5Y M6P<3D8*)2+L* (]XK/12VS"^Y'',PH,83$[$.%DMU$%,I" F4HF8KGQ?]\NS MW0%*ZN!;;)UQ#DAV^@[Z2OU 5R>ZVK"X),WK "E2@!2I!%)VWX];;O4-2Q(L MS3L-SNVC5AT@10J0(I5 *O<[,F>:H![Y-K9ZA>4F;(N>N'BQ.JV#GTC!3P0& MGI^=IX X%7P3Q)X]I6'-R9/5:!W\1I^(I7X*3*$Z%1]K&B#M!R"]!R84!*NNR5 M8+2T>0\(?""8?+0:JX.HW(*H7)B$[GGRDBUIW?)E[&1-NXV^SW'L?JK ZG< MO:]L\&>V+'WO VF6-Q6R]K2?V.K ++? +!=^7 08J% /OW.$R8?GCVC&O+70 MM6'U#2MI!(TT4LS*/N:.X/ACG18HY<+<\R@T])CEZUOTS$.KP0,L-IY]L2?]J M Y7< I5L]$WI :')T\SZP@4..]9?@49N)33:I9?BWLM9 MEF7HVUKI234V[6HU?"+4R>HA5>LD:F:+RF:(+]JDT^GV!JW-OL?6WIX(LU+ MMHI(Y)G78>GVD/QJOAWE*MF$T2H>3 _>R?*5FG2=1R.8ZU#GOZI\7Z?:0]$3Q M5;+#XIDKQ:/D<,FHSX1Y0-^?U9P0D +8S 8 >&PO=V]R:W-H965T&ULM5MK4^,X M%OTKJLS4U&X5Z>AIV=V0JD#HZ52Q0!%FY[-Q!'&-8V=L!YKY]2L[)HJM1PAX M^T-C)U?7]UQ=Z1Q)SNE+EO]5+(4HP<]5DA9G@V59KK^.1D6T%*NP^)*M12J_ M>S@9HV;!7?RT+*L/1N/3=?@DYJ+\8WV;R[O1SLLB7HFTB+,4Y.+Q M;#!!7R^\ND%M\=]8O!1[UZ""\I!E?U4WL\79 %81B41$9>4BE'^>Q85(DLJ3 MC./OQNE@]\RJX?[UF_?O-7@)YBLQ66_!DORN79P!^ A7@,-TEYE[W\$ T@ M5OF+LJ2H_PO,.+:W_$AG>3YR(MP:0H)# 3 MG&U[:FY?C:JOQ3J,Q-E #IM"Y,]B,/[M%^3!;R9P/3EK024[J,3E??P1%DL0 MI@L051?B[TW\'"82NQ'UUI57NZJ&_O,8,<11@$Y'S_N =#N/$TK9SJP5*MV% M2IVAWHFBS..HJKPJ6%. 6P=LL\$^A]6_3H#.!WTPXVP'@QV $0F9Y(=$%"<@ M%:4)!-P(!_["'D=' 8[+^>L63:VX7HN8LB2\MA[XSP M-A?K,%X \7-=39M%/<"R2! MN^=;X8'L$2SB(I+E$*<;.>ZD,,C#BEF-D3M=FT<5,,V'@=XK% 8>MX%#4/$8 M=,*[S\HP 8>G]\9-NS!H@! BG6XP6?H<48]@2[![I(L.5%&5[O*UKIYJ9EY+ M951:2[[QUJH(2C#IUKS!M#D$/$\PM 2O61$ZF&M]LJR-] HF0H@GDE3H:9H_# MC;RQ%WSCM367!03OQNX;A= SJEE.D&* I&; Z^RJ&E8BGPEI=TZ*V)+F$1[M/V8GMY#9NT@%?DA-_O-TC),GV))&TT]I86@LR"&B$.-IDV&&#*"B25817'(MS7&_9]GB)4X28WC.ID=,$TAG/X\'B-M2K=@/N>GO.DN'T67]W(C!P(V>9%".NB1OL"0!\?P4V0)4/(K\M=PGQJSA\B).XE)1OC-5)Q\?*\;Z\M3$K!D9N"IY$4;:1 ARLP]>P'NYR^@^C M** J[DU1&+.@\Z:<>3C4.4LW) %'W-9?6/$K=O/K3C@F[@[#.FM2S/V =B(U MV&'L^[YGF?.Q(E?L)M>WREIG>;U3(=XUJ&O0QAT'J7&PZR;;;,=PSZT0-A; MI+KIU@#A,L&%?G[.A*FM JN0N),=1LPB<+#B77Q@[:D#2+-2["K?RG!8 MYUB$9%T$L$MQ!DM,?<1]"5AQ&X"4]/$O!5G/T.X'H#,PQE2N]+@P# M4U.Y)+1Q'59,C=U,/16Y7(Q6NV0'RT6G6T:IOK8VV"'B!QC:4JYX&;MY^<\P MS\/T\.2BDV80Z&%^GJ/;,!3S8C?SOE7.'HPC]87[4?H"VP@>8IAX"-;9RGJ MQNXU<'NI=8#L;Z:10&1I.1KLZEN*8<+";!-M&)%O-A-O-WERU[_U .X'N+M M46_$8EB^!CZGO(M$MV.8@#'_NJNC52F5$9UKB&;9>#784!OMV[7@5 M(1,W(>^OVCX^M;H?S2N'PC M.@M3(A=PC'27;P9+%E!8J6Q+I(JPB>=?';+SY&_!N0915' ML;F$/D#)P]F5<7][:V!7+$S?+3Y(DB^HZ T65!CG[HA-9YLT="#?E,LOC?\3B M6_N+N"BJ,JVWC#=E4%41,VGQD.P)KT&LC>, MSP-6[70H.4#-Q MG4$\X(#*U4)W#6JP9-SC'-KV+*@2&M0M-"91M%EMDOI$>V&?G*@N&(92U[ZLYDBGR./4G9%B1*7U"WOKB^N1Y>W%S?W]U<74D8 M8'9]?WEW.3?O1E)=-Z=/[L5QC;WQV9;UP%#[&&. M?:R=2IM,(:30\VW95]*!'BD:P.1Z>C06TWFS<4_88.G>$Z9*5%#W+L"=V([5 MVS OC7.UN_VQ,J(O;VVT2D90WL<../W CH #VIB55]!NK3#=="%!FDNVV M'2U%@A6V<=^ >UHY'K1KAZKHF;KI^6XOQM=ZP?>VWC.&:UCR;6.DVA7WRXT'N50GUY:R=#22'FED+'%GJO MDJ@O;VWL2A(QMR3Z9*$;#DT0U<_$W$$A5E?7EK8U>BS'/OQGRNT!OGK3?/(41:H;N#.*+01WL_ MJJA^T?*?,'^*TP(DXE%ZAE^X"/Y]D_LWC(RC);U9=+$K@SD M]X^97$,T-]5/-W8_U1G_#U!+ P04 " "L@'-9X*QOHVX$ R&@ & M 'AL+W=OU#I=&BML^>Q /6)G%J&]CMKZ^=, G!^0"&LO,PQ,F]Q^=<=SFNDKKUD1.FA6+DR%Y3$15*:N!C" MT$T)RYSYM#CW+.93OE$)R^BS '*3D1\>Z0)W1OZ' 6HC78EZ(I N>_,UBM9XY M8P?$])5L$O69[WZC>T&!P8MX(HO_8%?&CJ #HHU4/-TG:P8IR(I\/G5?B(,$ MY'6J'^X%FLOQ0: WTD><)BHO3@D20DBRA8&F)/CP303.UIHI%))$?P<_@1^ " MN=:GY=15FHB![[\G-@[896%0.X_SNB?$ID@ :HHCVZ@';W0AY91/P@G. CNG;4 M) C\=J;CBNGX J8#BWE\$ET[JIONI*([Z:6[I()I?@]@23/&A6GI6RH4>TDH M>-;;(Q5"] 9E9]?N13>&XE[F)*(S1SL&2<66.O.??D A_*6MAU)K%$(!.MM M#0Z4HJA =%"!O*K >V[W_GG;=8'6/>[]0,W:'&SYZ/VUV:_UF$JVRHPG:"T& MLM>Z'T _/XE)P0VQ=1[-^K?O,\1T]UBD+U;!S"P;MJ6,($#,!QUJ*CW==2_ ML9^C8J#] ('M+;Y5BA_5*J3= U+ _[[YO0XZ5-J!_^W"YT+;1F,6I[@?K]Q?_7 MAGKG/:<-O1^H69O:O*!^]W+%-M1B5<:>Y_G':WXPKBFE-C2HW]%R'TCA\&#(4UA1P\N;B%^\&VK6D5 M88=UV#=<&Q]\,^.#;4?3JL(.ZU)1>QY\DN=YNK3Q],.?VWBNA=8L1NUY\'?R M//WSGM-XKNQY<.UY*T\#[:]S A/,/3"X_4^'-@44[L>? O7@VU+$^*)! 'Q M+Y:6P*X;M_8]^&:^'!]NFID-'GT$J=;@'# _3-VY0_B%BQ3(*$ONH<>#?2R:\) M05$.%,^+9_PO7"F>%H=K2F(J3'^_LJY>AN8UP;5:Z+Y?U!+ P04 " "L M@'-98?A!/^,* S-0 & 'AL+W=O!M<=]\[.'Y"Z=IM75P\\"WO5V MODOJ'T MD=Y4=1<) />4#M+%HNX)KN,_VTY/=F/6#?=?O_3^=1T\!'.=E.D@7_R>S:O[M+R?A23!/;Y/'137)G[^GVX!DW=]-OBC7_P;/6RTY'6X>RRI?;AO#%2RSU>;_ MY-?6B+T&T _>@&T;,+N!:&GMPWX6T<0VP;BK2/(;8-UZ+U-[&OCHJ1*SL^* M_#DH:C7T5K]8N[]N#7YEJSI1IE4!?\V@774^R%=SN.WI/(!79;[(YDD%;Z85 M_ 7Y4)5!?AN,'](BJ>]K&9Q>K9+'>0::3T$GN)I&P>E?/YWU*KB4N\>S7;8 MB\VPK&58'OS(5J5]&<0P .!QI' G;&T.['EBP\X&]^'#!O!U.TX=NP,G? T:8 M0*YG\/;F' OGSXT>?WCT S/X+BGXNC_>TM]P=9,OTR8)@G_UK\NJ@$G];^Q6 M;SH3>&=UI?MQ:N]\?Y,BS)?K=(%%]MV8Q5$A=*:/@-71Y7B3%DQ1*Y. M&'TE55:LKHXK(YEJB37),N\]++_K3_ X@^1N#39 MLWP3OBOCG%)J%:/(E4FB.;-ZBUV9,9Q(BL=N=K$;;^S?TA54F,4F[#E055:O M;C6Q8H$;]\8S(H4)K,T.4 9^VX#Q$08\M)0UEC*OI;.\@AQZVX*][6H_FI!JQID]D1"A M#$.N2&CGE"MDQ$A*N9-4KI(*8!]C6EB%-JQ,O>!W?CF>3H.OD_&/8)PSGO1G MP_%HBH;/G4OH<$$YXT[\B)(RHIG@M@&(,I2*<$%L Q E,QH6$M)B0(.F5/AQ MK;I/BV"[9SC=9@"^)_1"[GN9[:B]14?M+3Y6;X>WI %HZL7"[2W)MK5:*(G#-8B2.FL;WIW60MA8@R@U-VUK6T.LU(^LPU65@J-5L T:C=G%QPZE M@@!4V3$C2@:;'"L31.FY)1+KD=.*8TFNN0MP3?X"OU\VM_#^']6Z>7E?! M/"MO\L=5RY+FTB4$2#1UNY5*D69LM$.4\+F46D9VE8@2AZ2D*FV/&CHEOKQ M]C(ORP!<2' 5Z])C5MZ_K/NU*:@5+FMVX$XS3:AMA7?H]ZSOR)# >%Q(>\-S MA"$/C6Q0F;["RDFV"DX78.>GVL^;>^"D%$I+<LL%3PEB\>T=O4Y*8H$#%YD MR76VR*JLA0%&K8L#3SL_3:'H\O M\[3(GM9;B]>L82[WB\6O=WAH3@/SUF+N9VF"14VM-@@"D%{)Z$?>(084I*-8%]N%V%,"F48R6U:C&@ MP6/FQ^-1/L:AR,1[/AZ&HX^K:'BL%%_ '4\B8/A:##^$0>S_C]C%!^92[= M::C0H;%-PI0R5)K:BQ:FA)V;8L8IU9B4$@ZL:=I<:@B:^0EZBXY5\BNXAIWY M;8;69^82+&P?G:D^0'1"$D<7(3HMD=*!Z&!}(JVEH^%FYC_3?4 RH#X([/0*.MC20"IJ0<2P1$2>N-%)((F)204+MFQ,DM\N6&8%:PCC^F MR#*?/8M"S<'XDT(ML7>$ TRI&8.4LKU!A%PR:KB-M(B2^*Q^ORVR>)47;DN*BIB$0HL.Y_N'?033(B'5R<,5LHCG"D(=F M-I3,)16)^QOL8$4-D2MM'KZ@2R,80^^@54U+#C#'.\3PF!94QM&T:[GU1PX_.M[UO+/N"<"[\AT^"=_807$<(F"K,V=N5"A"KD(:'VD3TBI+ D"-J"F;P!;^'M[Y^3^&L\F8 UT^]]V'I%P]^&43R*< =0W#9.X<9T%':QS'[&C01#I9RO5V!" M(3EE+4\ >MK$$]R[S3CJ8(61-2+:2>,*85,/A9P+VQU$29D2 M1MD']3$JA2Z58FU+5V.W, .Z](,]>3"5^M[@07 >EP$)S"!B;*%XND* /8 MP07E?5+@3R2V5>1LJ[QEG:$^&7I&L?\$284!'95?83=W1H0<)NVS WWM U M]]-UW)^,ZB+[DEFXAVUU^P,N;B[''')R,RJZS0T%T'7$0\.9#5\RD M:Y])#15/HMQ(3*+,:%_%C?H+_SH_WL\_/8=7.CT?X,4^Q8?>#4 QE>SZ:P_ MJLG^H.Q:X]*W'3DY%Q(:B\9B(P*8VS01V2<4?LI58S(0M/V!3^Q]WUI/^._ MRYW]?/+YXP(Y8!7$).QM)*,$+')E]$6N#+&HM_87.ILW5?ZP_@C*=5Y5^7+]\CY-YFE1"^#OMWE>O;RI!]C]3NK\_U!+ P04 M " "L@'-9P1?IQ50? "I@$ & 'AL+W=OC*>"%]!XAY,-],O;=7[=?;G?/V[9Y.![TM+KECA/< M/C7+],L/[X__[=?MA_>;E_UJN6Y_W2YV+T]/S?9?[+>KG;>?WK%WY__P]<67 MQ_WA/]Q^>/_{P^,IOO7U_:N7:T.J*XC M_WNBOGL>CCP\L]G>G8\^^YL/C6[]FZS^1_EP_[QIW?1N\5#^[EY6>W_OOE6 MM*3@=W/7A:KK__N_GM="4N#O#\@0/X MZ0 ^]0#W=( ]0#_=("O','"B@0."TP&!>H W<$!X.B!4#N!#!T2G M R+U@'#@@/AT0*P>,/C#.>=?SID:@[W^V.JOS=RA0\X_SO^WK??;ZSC79DT M^^,#^^WFVV)[:_Q#G\XWMK'X[N;<,D^R/#C?MO]WV5WW/[#W6;]T(F]?5AT M?]IM5LN'9M_]Y>.^^U>GMOUNL?F\^/C8;O'S>JAW>[^^(>(L_OBZ3]O+Q? M[A<__&/=O+PMA+A9 .CLOCA/_[T_G;?]>T0X?;^U(^?O_>#4_3C8[M> M;K.'3GQMM_OEIU6[^+738[O='GISB+],?&RWR^Y??R7H=S#ZSP0]@=']O"'H* MHR<$/3/3_[I:,>Z;XP/Q.XM Y&:,$W>;IR71X83X\6>[VV^6GEV,?_M[>N\NO M37>2!*@<.96'[C;L(,UJ\6NS?+@IUXN[YGFY,U8$]QIAW=^_/+VLCEHXW>D$ MI#9#_K99WQQ^M_UVL^K^WY=%N=ZWW37:4U=)F%G_M=']X[.3^JO>^:O>^9'C M#*7!^;E,-^KY=-/ONO.Y_7+CL/Q?JD]MHAUG'HN8W"SQNSPOO'GW7-SW_[TKGNAV+7;K^V[#W_\ PNXZ5Z''-U5Z@T]-PZ"%(:5@318S&+>1C*+6N])8\B+X[E M9H)L%D>N]]I.NJWG:)L9.V=Q@2EB%AN7XU?"=6U%8@(Y9(6(6$U4B8 ,$D"7FO$O*,$BIWNY>C MAKH?KOOO0^KN^^C^\GSX<[O?KXZO9(<&S?W]]J4;FW:G5Z+%\^LKP?&@QGB#6((\;[+.DN?%5=^/NJ;FSD.','=N1$PA(D+$"',B0L#[4,B,O* MT(F,5R)A%1)6(V$"!)$'+V*.+KF)?B^V3VNVMUNT?[6;N^7NV.[L[0IC1JC M68R2($XR@S.L3"0L YUA#N(4($X)XE0@3@WBB.LYDD#C5X'&:,R,0L0'5& EV M0$7"$B0L1<(R)"R/]?EM93Q%ABN1L H)JY$P 8))%LL+%,^J<[^1%'W*M)-)= &(BV$5!4KF@(85"J5EJ)/,4: "!2I/M(&GRBD5:IK$BVMU0#6M4SP0) ONPLK"[_7WL/FV7FPW+]W?G[>;K\NC?ZP;_M#4WOKN8X-BH#@9(Y((/*D+0,=9(Y"E2@0.4)),V8;TOV%34G)C>!2F^'CH*4&_B5S0 -I07T[J)/,_M4:"!2I1H.H$DJ7(',?S526"(HH)$66E]:X.9K;5$$K[>;,29I@;:*6!0,D< MD$%I4++\.ZB1S%*A @4H4J&*Z#^G&YQ'7ACQ00#$>4 99;[UA9N_W]]TT[8 M?8.UBQ]6FQT]26)FV @(Y9N9S((",J<09UDG@(5*%") E6,\+.7PBZ"74VGD M_P)?,=7DBZ" (C!>Z%U8<66%]!899O,(7/B&?VFVGA.EQ3*=]2X<9AJ2#J' MS9VSOM$+]2X<9AJ2#J' MS9VSOM$+]2X<9AJ2#J' MS9VSOM$+

MJYMHCF,C+1 H08%2%"A#@7(4]$"!RFA*/92*:'6C-ZM1O1(`D*RKWC(3F2TS-MR%J)YE VTD)M*X,"I2A0A@+E*%"! I4H4!41EBC&8D\K-X&**"9$E/75^UTB-ML]\%62/1',I&7RB'"PJ4HD 9"I2C0 4*5*) 54357HG#0%47R@4S&D_65N^! MB

FEU5Y:5%01IH+H6T3)P>.SXCCHG3C$CO[L+7'4_ MJIIJRGC(([6C@NQHU#7E_D)DZAW5D1F9\5 =:WQVXS8U<+W?%^]S?1FK!./ M6ES+W$F;VPP$RN: AN>.B4/HSYG'YES]G/+'T9Z!IG? 5I"L^Q06@*EI5!.!J7E4%H!I950 M6@6EU5":B(C-+QB/?>=R6UU)C'&?:H_J?:!VO[D5\8))7VEQ!VLF2..#&9 M0\3CS-/JUZ=$N\!QF-HNB_4$*O$N1-\9?JN($@W8:0,&DNB8A7S'4RYP335EDRQG&? 8ZG[0IA*/JWT?$%@=,`MK[[OWV9FCVJQ%>KS(#=2Y@I1HUOU2LK\Y3A'ZA7HX &+:&T"DJK MH32!HLD:Z3/`\;2-+:,,X9O0IU-%5# BJM#<,8LO!!0HBXG2 \335V\];,J0 M(U\B1(M!Z8**>; 5""5E)XJ)#MJG"J,^^1G/&V7!]NIPEA/&%%3A40S.JK0 MW$F,VPR5I)P#,CR>]3S) A2RBM@M)J*$V@:+)"^]QS M?.7V&5=4CS(`MAD,0: $!4I1H P%RD\@:?I*%2@H5AGKB?0P\+NA4!T(00%K M%$@,]7S _Q?WV>?XJKTJ0+6CS)VP'N>0M 1*2Z&T#$K+8SW1[$:A6HL&&K.$ MTBHHK8;2!(HF"[G/],?35^>/%++9+K\V^W;QT'[:&ZM$F2/:C(.H]?DH4(H" M92A0C@(5*% 9ZZ:&T%=G%RM4N!H%$F/]E@76VP#B-URD3\H+M) 9Q4H$ I M"I2A0+E(FL[TRA#7RHG2EB(O^MI4]1NU*&0 (DI3%G#ZI?-CSFVEK[.5S)+CM MVR<6EV!Q*1:787'Y&2<0Y1QM1@8;M<3B*BRNQN($#*>(F5V(V6RT>_J&"/! M+49-&"F!D5(8*8.1*^OB%^J;O>W'* M2R1Z7N*Z#\.1/EB)$+6\'T9*SR3%QZ>Y-3)8R!Q&*F"D$D:J8*0:1A)GDC_\ M(RL2="\D.'U?"X0$QU]PD2:'.RPNP>+2,TZN@!\$?JC+$VJMP>(*+*[$XBHL MKL;B! RG2-R[D+C9B8,LE3,2RVHT!9$2&"F%D3(8*8>1*ABIA)&J,TEV^\>^ MZ@N%113C$16A^1=",_MP"$E\X6&VO8*1DI@!1!&RF"D'$8J8*021JK.)+G. M<>!K.D-HD3$:4)%9<*$SLYEFTAK'$8B5?E#.&!@IA9$R&"F'D0H83$12JC-) M+E8?A3[GL:8AHJG+_$@9U 3-C)T@8@/UVY@37LAD-M9%OF.IZGKJ-09%/7\7EWD0:J-C GNKC19M5MF'#3Z0%ZTP_[*V@T*+>"Q5587(W%"1A.D51\(:RK_!N[=K]?M>>,57-_MOWTY?$R:J<'2*C.G& Y^YVKN8N?? 64]]07(K%95A< MCL456%R)Q5587(W%"1A.D?F%!X29/2!$"NQ.3X$1DC\L*S"MS1D),#,'@2(E M9])HX1=8R Q&RF&D D8J8:0*1JIA)'$F^<.WBZ*[" _<'LW9_V.MN?#"=D84W MY)NAN.2,&RN@PV;87$Y%E=@<2465V%Q-18G8#A%U1>&;z/=4)9>C 2T&H4 M1=T? 2.E,%(&(^5GTN4[@_J_+Z&BE6>2-#NIEGN A:MA)($@*3*[,'4PLZGC M,5U= MN$G8]-(L" ,T+4&8&05%2F"D]$R2S0.!7B,8%C*!D0H8J821*ABIA!*$F>0/ M_\B*!"^<*FQZ71>$!,=?,Z$E7K"X!(M+SSCI!=+E@,:O5X8-G&-Q!1978C@$5 M%E=C<0*&4R1^X1%B9H\0B[QP\4NS,KZTV\.>UY^7^T6S6FWNFZ..:Y.[_7,Y MZ>7XE^,6V;MF=7P>%,LOCXM?-B_K?,-975$1Q7A$66C\PB[$S78A0FAWLX5FCF4C-!0I@9%2&"F# MD7(8J"12ABI.I/D)(L,:$)#113C$16A71AVN_FP UUG9XE)3281P=%2F&D M#$;*8:0 "1BIAI.I,DM?T<%]=E%'#0HH)(16I77ATN-FC,VVMG1EBI2%8B144 M*861,A@IAY$*&*F$D:HS23*=1%[X MM/V"IFS1=F:.[?0W$M.*"GI$VO))."0W^Z,;4BOIB&;:=G]4(WJ_/[\[)(9_ M)'1@QS^R+;WE'JG4O.>#F[V=,S=]>_,'=OV;R2^U2VE1R1]BT0[>N>_M67TS3#X3@:F] [!A2RRNPN)J+$[<-\%<[M[;- M]TNR;#^^?FR_M+\WVRW*] M6ZS:SQW>^3'L?LOM\LOCZU_VF^=.7^\6GS;[_>,I^,;?'MGEHMX<&W?__O-GL MSW^Y[?C?-MM_'F\^#]02P,$% @ K(!S661?'0U6#@ % !@ !X M,"]W;W)K M462[T4PB^ZPX_4Q+D,6K1*HD92?]],>@:$$D7O1BY4,,25Z"N\B]$"Y/N7 MO/BSG$E9!=\7\ZS\<#:KJN6[BXMR/). +I/PM7\H, C+ BT52P=?BZ:) <%C*9 MU!7[?%7-TTS>%4&Y6BR2XL=' <]?/IQ%9Z\_ MW*=/LTK]<''Y?ID\R9&L'I9W!7R[V+0R21\ Q/]64P^7 6*HWD7(XKU40"_SS+OIS/54N@QU]-HV>;>ZH+ MMS^_MGY3&P_&/":E[.?S/)) -?MP)LZ"B9PFJWEUG[\DHU!5+4WSN=E_? _@ MI9$-SX+QJJSR17,Q.+!(L_6_R?>F([8N@';L%Z#F M2]@#@NP,T%%#9TK5EM MUE52)9?OB_PE*)0TM*8^U'U37PW6I)D:QE%5P%]3N*ZZ[.?9! 9%3@+X5.,$ M=))4\&54P3\P6E49Y..@GY2SX 9&O Q^>. !3C\ M=X!"1"SZ]/>_"O4P9NMQ75[V-6MO=&GX.,S[1^CX.,^]DMP>W=]W_LZ&/X> M]/I?!]\&7P??(UNOK5LE]E;5E'Y7+I.Q_'-& <[:4Q;,\N_S7/R(6_L=F\HD: M:W4 V70 \;5^.80(-,_+TF;D^DI67ZG"S//E>81B&B(.7?^\;8%%4G 1,<0W M@BWMZ$8[NI=VP;3(%\$D+9P.,N?&,7\]Z7WN1_$.O6 :?*(3_ @(S3N0RRUY&"7]7GL0I% M*Q6O5$>LQRI[6F<#Z Y9OK/9ST\YK4[46*N?Q*:?A'?\(T%X\"7)(,,6P,+(MIVD5)/-Y/JY=5KE%5:2/J_I+[=O53 9E AT)7O()4AK$W556@1?9NDD8;A*A MB(9AW'$2KXZ'.TF\,3[V&O]9^0$8)K^K,5^EY4PYC+)L(A\KFT&Q81 2!!/: MJ7KO?0\W* IU@V\)@6TRR0M7LUXRO/)2SJ?!TFF_+M*LJ?T$<8N*4M962=V MT_RVA8S'$:<= _UJ'&'A%E]$>T6L\0RLD6K63L'BX#F9KVJG?$F*(@'SYVGR MF,[K*6PU-+*$,$$BTSDMDHC'6V)M0Y V!.WE?2Y#)K)(GQ,%I3MM019,F(C! MF]XM%DF":,P=^2_2?!)YL__EE9S*HH P6B7?'5IBR[UC2W_OE&NKJ DB\B/$ ME01?'#>KR*9F1++(BRK]N-[!]C$Q-*8QXH'VQJ,PM*8+B+GV3C9!@<>+<<2JZ.EO(0X0"N8 BTD01^0&BJW2A%C[G^?2 0VR(5,A,RAMR:&R(_7H>EAT.J/6MO65K$EJ9(#HI%)RJM79G M:"R(_%QP+\<2H@\D"_M@F9E=\2@1W41H$00 8-05;W3JCORY&U:750&4YO,H M2[9&@,Q=%4TQ2C'#=@V13L5H1RK.GB$- YRZ$1F:FY5$8X6X/6N3.421${(@N M2&=2Y,^D=X4$6)@__BS5BGWMY3D 7A&,5Q#+,U_G(C,K,@$QKZN])9%.ELB?+/#?.NR.Q(TLJC 0+8]Y-039)2E LB$-7G361/VOVZYH1^,1$UBM$ MNZ+>- O;"P<8.,Y6>HQ (Q6&&3J7(GTIO-R%]+I-R)U(ARX(;$C]$N&['VP1# M+B+J?TU?CG4>3/H\-]5J?K15E3;5! \I<;D&WA#]@HB# ,LXCRF&+J' N=:9$W M>6G+8,'YG$[NLPV/57=+ M3HT)%S'M(I!- DK(80IAK:'1:1?%!=<;!\.OU:(\Z(SIBQ>N&GU.UUBZUZLR- M_9G[KLC'4D[*(RH>V,S60H00L[L.Z%?A\ 4TUFD?^]/^=3FNK]D0WC%FFFE= M\# T%W -^78XP4_;!]O/!W:J E;7"&C (@W,PNI'#0GRKU6Z5"42JV7>5@_(M9 BV*.?@H_8IBK=V OSP8(V>OS31YE?X[UF6;\L2V(2)B%.K%]L Q6.DI@Z\ MN]S?BJ)NLPY(#_Z,'C*X%DS!D$6Q<*1JK$$%[]Y*.'!XK:::7.(:0QO!Q&%$ MB#? &M+5.RW*59..Z08SSQ2+/@G*6%,VZL2F[MUN43F(Y9LZO^DE:S((&65"E3K@M8^70J"_!@J^5OWPIH>L9D)*KJ8)%P](Q& M).RO)RX9U:\W3L[Q.S0$$PMFRC6 01IH@)AS<0343D$"2WV4Q3L0WM!MST]]9;/SIA#;+R">4B-FIY?A\9CFCT M(7[TZ37E'6A4I?^/,]?MQWJ"0=&GS(GK6,74-H-<"LO*.0"6&.DRD('L@9&_ZDW_/TZ& R#FN-ZPZOUA^O_/@R^]3Y? #[\V6 >_'7X=#!\4US7G MDFZ'5JXC]JXHK.%&3=XB>$Y"$6-7S-=<0\1N)#V%*4> BAM13]5:NU,TTI = MFRC*5=W!)$BJNCSP*)_2+*O_JU_ (DTMX=9$T48QX1T]P6QRQAJXD<4(ECGQMW4:)$D%"%7%9Y5]*$AQ

TM\F+L5Z0^Q]FL**A26@"S47:',#;UHW\^JA9E8^NFFKOG7MOI ILJZD[L M9D$>0D&O=%Y7GW*H8M.J+OUQE]W;YI$>C&&@8P>^P]7Y"-KS&L["[H\A>D0-MG?
BMFJH>/8X*VULWAE$U'&'VKT4^>RV']"3X9* M4#B::894HR;*JEE/&_+0)K?&K:Q! %&1^6@50*]LF?QE-&&2K;,B&"T/NOY@-M4[&\6=:7>XG((Z ?U+Z,W-K&WIP1B@5":SMF#U-,(O(?
*5+@30BFU1AU0R36 M]I/,.3A']SL5 39Z=D5=]^9N3"J'$7 N0I%V9#NO)DR^]F.%KZ2 M(ZDVB;B/B\AG%2NA91L:0,^7]P5^0BQ\$$:UK;P KV&)\GR $]>.F2@:Y"P
MVR>@F=86.MM&;ZG1P^)Y8V=WD_W;]\2"^E# UZU74M1@2QJ ^Y% +KUG>#6 M"UUGCZ? 7.$F6. +FM@+V@KZ!KT$K(Y]HP-\<](%:8J7:W6,>A+G((U9#P_M8\&
[G^"-1W/0H=E]"68FPS32_L!PM0Z\12M*>;\V#>JU#%5LL%)AHDT8F>B? M<9^MNQ_S..2I6:VVN"_B.$P-[W_W'$!B9"A2[0/0K3<%H_ VC*6I#*,T\@&(MDSB4L=ZOXM"-?GG!79+,?
R+@Y*,.52+7UUN"GB@3*J7ZWV\&/0VUUF&*& Y7 MZZ^#OMKF*Q!E;WB"-1>A !$RDOSS81"AB@ EF:ZOMT$/6$C#1.G5:H]0=F^]Y#?/]'KOB@V]GWP7DT% M&XCA:>2WMI?ADQ;S8[T!
(T.T:FKB60..A$CH4*F$Z24(M"-0BC"(1-M)HD(KFSMJK*T!?9QCGKF*1-2AB85E# *H]8^R6@=6J_NJY#F+]F*>D']U:B_M\4&*NI01.V0'JDW1(2I4AY% 3H.W%C,GT9U_GR,NG=%(_G=[@&Z-
+&:D9_$7Y MQ EL5<%Y2_3M[C%>H'(:W7U4%$N0;<1 M:7!18MBP[*"HG#MD]S5FY$Y6Y9N%HH*BLCV021@;#6=IO9347W+0"+K)X4]Q MYA)4P2Y0;.*LX3IM[0DJH0
2V!RCJE/%?:=+8R0R,6L@,10H-E .P[:IB M;9*01^C:.4(-A"D@6AIJ"B).0R/$CL/!3ERI'E<(F4[IQCZB-J.)2\H;IZ@ M1!1IP$DK@"/>"'<*(HM(G]P.22(AC#++9D(S_H_P(=? FW(5,N- M^Z(-*AS3P*
E^~66&J%NE.;)TP>H<;1ZSB"'CYF*8!.I"_ RFG:OW%M)@$ M=7AA3&FB3#%.*^@4;5?6DF&BB26!1&]%%&8&,?K9$>*4=(A:"6ENS2H,"V!M.%/H(=",>;-[9M?
S[LZ.ZWD2%7S#@J0LV;OP):)YZN_!:7-<4Y,[,9S0M !G@ M$,^. 4TM: [$.FY3?L+A)!&=*X1L7(R+!*!SW&<=#\Q;.UG',L(5>:>@/.@]= M5!L4,))ISE;JM>>0Z21K2EX8TQC_I5Z^I,2NC
7;-.'CZ.U3UK^3\CTX6WP=/VD]AJ>_MA\7U63W*40&'<0<31ZGN@!]]N/=>U%4\W]!*[MJD'P_7)JL[&M:0.>WU=5TU^0@N47TY/_ U1+ 9M-9*3R;8%(# M !U!P &0 \AL+W=OO M$+QBV
"CEF7'C;,D0+OF< .N;:[-[G XW(-B,[$QV_(DN6G__5%R[&1%%F O MED23'S^2(C7=*?E-Y0":.0%1EK69NKG4S\7V5YE!Q=2D:J/'!LB*:SS*K:\: M"3RS1E7I,TICO^)%[L-E&(WX3.4I0%"&M_WF.
[@TA@>[WOTWVSL&,N:*_@LRK^+ M3.KZ4 M6%^I7PFO,[+XWA8-9EQ/?8W81L/]$&W'0[["4Y"[D2M*RWQ;OQW*N8.,CH-:?IE MHAJ>PLS%AE @G\&=OW\7Q/33&<++10#@ZASY?;CXL%X^K?
\CU_2U9_/GUR_)N M<;\ZQ?(\OW#:N&,R/&M W8Q:P3Z=129]=QV0'ANQP1<2&8"DT5&N00SUL$F\A MW4L#*PU)*K!9E8.0;D.VDA:=K4Y>+\@@<>2
MD1>=ALBA3!6UD7NI7PQBP(4(TF_>JL)*]5(Z3F=@X<%"-*O9BR?G7^ M &SO7)09*.I&BF2./*B8'S8(.Y2$YP_M:5NU)3?IR0 O3%ITA#Y@9"SP@G%(/I(/"64>30+RL?/CG/;CD1I,@JZBT&/A
MR*.'QLP+V17F]@#NP N.,V4J(6U%=*ZA2UB-*2=5U[1@FO94G7=X RX"&GDL MIM;J(@P2Y,<\G,BJ 3M3R]?+'YR2-TZ=7W(:]D['7C)F>Z&PO=V]R.W-H965TD M]*"H7\!CSSPS\W@\D^%.JD>=
QCR5!9"C_ST7TMBR0>IY"(7RESH_"4 MHYT9WPK#Q)HO"B 3K<'H86@0UAZ&60TQK2+H&Q!]\E4*DVLR$TM8OK8/,9PF M)KJ/:4K/ LYATR))%! :T?89O*3),7%XR7MS_&>RT$9A02
Q[*ML*K'T:S#Z2 M@=ZP#$8^O@(_Z@?XXX\?XF[T^4RH[2;4]CGT\>W=P^3NU]OIEQF9S.>SA_FI M ,]#W/W^,/.ZY..'E,,T\Q$@>6'#8XX PC21*X*L&R@7H!KJ"1-+ <-@.9O1N[MW81D$I^D-
K"T5B8'LI(%OFTNU@.O ?$LR*&M=^V*&=0G!06SUA>$!CW:"Z(H M.EQ[7YEZ!(-PC2;MMYU6_>\]2,,*PE^NM4XD"2(:.\UFY7T!K0?X^+-MN:W0 M6"F5X3^9ZPJ75BL)^E&?
7)'+..X$W5Z/7%4NO",7 1'8*&VT48S1]F.WIE$G M2)"9R0&R!T_8+.5E1SF63*X "4*;XR4U9L!^V9.<;_#6[GH(BOMZAXNXC0-M:$(#;(5Z ZZ9%<^M5S(]29_>.WTFE4]*:1#3M'+.
[:7:#)&W_W^E,&UY:,(WV MEOOCV]D'>)=#)D!4BD6=@2N_K21^5TYN%.?#^1DL/^XW5>E6A2,=6&,]1>*G MCB74N<)K3,F4%$QG4M!X_;.2HUP_B7L>[+3>,*YR]AES6>_@F7MN?J-D+
M\HG<,^4^GW=5O+>W#IS-M437XAGK+9/**C8l\Y>8T'L=5>M4SPT/QB$VG+4; M^K,.D(1J,C:[S7?%!JG+^K51PGVHC47FA2P0M.HU>OX1%6#OA*,W+CANI &
MNYM,YOAM!,HJX/E*2K,7K(/F:VO\'U!+ P04 " "L@'-97CP X?l% #}M+P &0 'AL+W=O$5.)/H9F[$9-#OE$%]^B_+DI2R*>CFG!MT2P)BMZ1]67^D,@[UBWDK.25I+Q"@1=!HVF[L%QH.6-
P&^.;N5@#K)M@O-[_7&>'XT<[1-M:*.T!8)_#W1&BT(;0C?^:FV.^BVUXG#<63\$V!'+@D@Z MX\7O+%?KHU$R@IPNR:90MWS[*VWQA-I>Q@MI?F';R ;."+*-5+QE=&+#DE7-M/WEL>1@H)-
]2\%H%S_C=;&2\/"&*3 X%WX+0TFA #PQ4HXW.L4H'Y4X)7&6H MIR0WAA^:PS3+^*92<%XUD4;*#L<*=]!RXZRU=MQ8\[YA+85+7JFUA_JI_E+
M_3%ZUKOG=>X=>Z\;O^/U0B.#9[C!:_8\WNXOK'G_PNX\,=T(97 //ES%_+ & M<+#;L#X[!([F&3T:X>&05#S0T>3].S=R/K_B=M"[;QF?7)W>G$ZFY^>P'0V MN_YR-8?SJ[/KV\OI_/SZ:I>OKUK;
[>O5]?S4BN']N\1SO<^O;0BW-*/L@2P*.M*H=CBTC@2\"0*5HNJ.CC!J3*X00%FUG7S/J0<3S:4@<#M=2:PI(76"-8M3JP M>B.6-C+4M>:"Y!1/LXF?Q,+0.0[X-IA[-F1&YIQY"6VE_K6&8:4"[0++5I8
M\R)?D.P>XLB.8Q<^6;=4807#,@2>%]JI[X#K1G88>-:<*U(,MI%H.8E#VW#'Z4=A_VP)7%@N2,Q2C \:9,.?AK:CA?!C: U8;EUBD&J=%@T M1==(@H#91@@T
5,,^%^96)TF'OMD(9JTD:21-#OVM/]#[LF<>$6@K 7ZR @4C>* M>IF.C"?X!%[BV8'K]&N*^*(RDFW'28(>!?K?NMX%Y*P\>2X_6^9KK]VY)O$ M$'L^:%E5[B#$(4P'5EG=&%V. E .*&}]NP,-
E3:HG0'V*!P8A)1#2:&JVQY]!! M0]<^S!$6@BF[0#\#8%+[:$GV"*5IFOLOB$G^$S'30M_>GF#:>@<7%[,W4 *+ M#6+$ VAID#T_>)G#"U^V'F)\,T+X,0AO*5U"%_PWHML1<.M\CA?
2NN9"O26R MON]_#[7VP_5^ .([2FZ(CFWOUQMAX[)"*],+/GX.T"A\8WC5&B=ZN"AN=G?^FN.PQ9*_Y[INPU)[MG936#7DR=Q'-,$Z*#8.@;S2]5#V0{JW4Z4<9X[PABW333)+3# M$-
MZ&PO=V]R:W-H965TJD8BSRVH^H?,]Y-AQ8O:G4WLV;6<3<16ET6-UQ+4MJJ^&)I=A_MW

<[UPR9F8\;&'^[PT07 MAX:];&8"D>VRFOO5B"2AKH!2P?L]A'C2Z_J5C@OO5U760BWIMV,0#4&<,#^P M4G|;_SS-I?E5EF:X^6V;#UPM85E KPN8&O4FHQ-S$\2]*8L-_4;+O"C+8DTO M5X(#LL4!\'Q10&ZQ;W"!^D=[7OXO4$L#!!0 (*R &PO=V]R:W-H965TKU[MR,:61!#X\ $$(+_8JNJK7@MAV-,F+_3+P=J8\L?K:YVNQ8;KH2I% 7>6JMIP M U^KU;4N*\$S6K3)K^/1Z.9ZPV4QN'U!USY5MR|4;7)9B$\5T_5FPZO=O#_:| MY^F!7Z78ZM9GAI8D2GW%+^^REX,1*B1RD1J4P.& 1 %*Y#D* C5^=S('S9:X ML/W92W]+MH,M"=? BE;VH4T+T6A6%O'N&O?G%M0"S>0$Z=B'LK(CXA M8L$*J,*L-7M39((I7\-ZC0ZQ5ZG^_BLP=1#MEX%+)XO%$,.R!LW-HY)WOC/ MVLC^=9=H4P$C_GW,7"MM#F ,-"B>A2#VQ^^BVY&S\_H.FET MG9R3?OOPY?[AS3^^O/GY,WOS*_Q].*;@>1$_?_S\)HAB]L-W\SB*G_1U1.L M-HB1UZBL9$I//8OFPP4KP4'X7,@@&8-LPW.VJI0&&RJ5@@8Z@&=Y"=^>)"0L MD>]@932,("D,>3 $$4?X-!%$!23&!F4,,4!&60^?,$QZ/H$O3*0#L4^=! &]RE!K6/%N,Q.92#,$@10_89GB.+&:\$2T&) M2FI $!Z^D)<-*!€@WJLX2D YT+/"4 1O7;'MKRJ. 8SF-(@=G1E@*@63#R) M*!4'L,,SX91@1O?);[#)?I?[;]B%G=QE/!O.<9> 'ARVX\UG.AX'6\ .0S(NA6"0'SGQ=?Z] MW![A:7!(,G E*U1QO=-4U87A"=!!/$&5@#&4PRG/B[0E,.H+|-'*6<*^$W"1@ MF"/55J=*O4*.XC?0PN%M"4H(#.*M3FQ/6D(R;^X<)K+&^ !'- MMOU@64"4N5BQ).VS#7GB? $R6D]=W@8%*Y30#CO!L"]N@MA*^+T$WMA,<\L.R M4AM2/7,) C,* GJ@S_U)?2S7=^R\/IZ1_Y4^7RCD,:'EX(D"[R.U .\!:AZU5GF&;=(SIPT]JKCGHA_MXW(ZM>W' PC05=9* MCP#\ZQ&F41="6VC#'E5> [FV5/!B1GD4%20>]S0=36O'(<@R&<9FQG>:RL.2A'(B2E" @;#O]"DI; N$: M%11HN"I5A?BB,)[]!E4U)IG H="C"9UE^<[K\ W^:"&Y27X#!1%ASI:Y C3V M83<:1N=#M+ _-+D+2;_ ISGQE J*%1V>\#78\2@SBS#R0#'$N_.(W\[9INMT MW=HJ;&U%?#Y6'_CHI[T<&*-6^@$23CSRG@[2Q,-#9H7%%T!>E? 1]"AIFB,6ZYV[>@7PLBBR!W3C,099S+:Z>#&8]lN8X0+9I%P.F(7Q/"6P8<1XPP+R^3+L,OP?D*%~M36210D.O[2[S<#H?AXN;1:-9;_GIF>71))PM%N%BMABR5N,%=QR\>!QT"IRP M*:VTS>T>/$"T4R_/POEL$4[&HR.F^,!H/Q]-P]ET'LYONM4:)DTH8*J,Z$RI M@HZ WEG6*!-0 -(THO$X(X\/V6N1& B6 K''&&:O:]M:^;Z*:KP/'!CU$YY@ M;R$.0_;^$R9P6 ,.#]SS<(Z"'Q.>^SASA|4&8D]5.RB]C#UY7,=AJW.15#6' MNPNBZYA:M3X8XW \'?7+ZNU:0B( )^9UYO1(&TMP&=*L2&4)YX9M1>;AS>0F MQ"V(@*]3&7KT)XR@BRK060V6H[>U1.!U!2'X{+) X;/+^9BCB^!P6!J,)L,%(#-8K(X"<4L')U$XF33G2(9\MSV92@9C@M(F:M6UZKW M)+95E /%JPNKL_B. JGLZG? G3;"+.$USHI';11.NAV5"ZM?1,EWUL+/+7QJ M3=U,AQWM C]HBM?N8* 3OI:"A%W87PS'(PQN,3%H,1%JDSP?'AC"9W?FCO3,(^%O#_HZ#3%[3]@R0!_@EX M6_#? &_PH$=N$2BQS*KPH5%QH=I$. ^H8?&7@PL?R4$T*'XB<.,>13> M1*/6&$8\&>&*$&C1<:RTD.N"C<_N4NA_M345;&[9K#7 M!G3B\8SFDQE[!>$U>U>D0W:!M6X\>HY7 [A*7Z/G()+&'F)++4H%_0KD/X7@ MJ2VVM8"OEM## /T=H9R+PHZ/F#8J_4HV;D@1O9;E_@#I3R,#*OB<5I_\[<8F MI]_E/ONC0E5CQP,<&Z)JG@+E>J;NK;PDO? !:%(D-+.O>%7")I##WK]_U2RP M-STR5";JE8"]*ZL%"+ TW6_@X("*S6]U.(RTATGCBOU$E.,C<28!,1]8^2(: MA),FC[2C+^]A:J,-?$ 6I+R4."*U@#O#:0]]7WK$!50:.O-{)Q46A<'1^2R4 MF2,\V0\[DWV3 "?@/D82?!DV9%]\FP4E9EJWTUO?SX=Q7W*9^?[5 P+R2Z6E MJ\=(%]+'0@M"IB=!QYY9*PA<(Y.YA/6X-L#FX/"*6FN5KJ^I!$[%NE '6N MX!))5HQZ4/RC?)BAMKOSZ/[>4 M23>,;-TAER_YHZ*:R4=^B(;YB0).OW%>V"\"_DCZ-A9V?\?8V9^1S|%)B#WRNM3#:&]*0GMC3CL.0K: X@?##0'-KFX/W MZ((+\.3^!9'9.W:T\.$3;_9_?'>EA=]DQMYEG:O/C&=PAF#LRVX;JOW ML/FS-?:C*.Q,P!;N]N3UE^V &I$WW|7AXTC:J9AH#-[7!29PL,K$IY%*FMK;'[1(X,].U;1%)8G3R]CY O6008\? 8>GCL1?AUZT<*&U&MZ*<82$GPCO\ M0G.U^;?'G?V1P_YQ^U,1J%)7&$,Y6,+27'Y'=A^2 ?Z+427]Y"%!!2DCVO! MH2?&!^#^4D&B=5]P@^8W,+?_ 5!+ P04 " "L@'-9JD(0&X$" "\!P M&0 'AL+W=QJ1.?(TAPKS ;V!R)TE9146TF0KD]<,<*9)56DZEC4T*UP0 M(PZU;\;BD*Y%61"8,<375879RQA*NHT,V]@Y'HI5+I3#C,,:KV .XK&>,6F9 MG4I65$!X00EBL(R,&WLT|11> WX6L.5[.Z0R65#ZI(RI+#(L=2 H(15* E^*!;K|! MFX^O|%):(+@M MP3TU@M<2O%,C^"U!VXVN>O")5C@.&1TBYA"2S6UT-77;%FO@JAW,A=, [A:2 M)^(9?D$;CF;])LC*:"DX&E)^9H!ND2^P1=?/PIL\MT[!P5G$,]0*[U!3F6X_6<9W(ZW>U+ MY_^B3]\=_: 8;G?MKM9SWW/M?9?=R'G]R6I)F5C2&H+5NA@LJ9&O5RUR.5V-* (/>7E{]=H0)T SO^ U!+ P04 M " "L@'-9 'J/T," "*!@ &0 'AL+W=O=@,A7VT*2,FV57/8*DV!P_Q=! UAK;&J;L/OO M:QM"TRIAI5S -C//;XP8HD;(9U4 :/12,]YBK|"Z6OJ^2@LHL1])"KAYD@E9 M8FVF,O=5)0$3EU0R/PR"N5]BRKTDOV6-O%\?*)_=;6;6@Y8P8-@ MORC11>Q|\!"!#-=,[T3S#;IZ9I:7"]j;<%35M[.2CA|)::5%VR<:@I+R]XY? N M',X2#.=R0M@EA,Z[W!>ZA&:!+

TX80>*:DQNU1U M"YU>AMKO9JDJG$+LF0]#@3R"E[Q_-YX'GP:4I[WR=(B>[&H&:!P<9O?CK? %S0KGG_6'$F3NNJ!"J:BY;EM%O]HWVE7;7_Z&MUWZ$&ULQ5E;;]LX%G[7KR \BZ(%'-]R;9L$<-+I-(-.&\3-+!:+?:.E MVN:,)&I(*F[VU^]W#G5S;:*4RZ0:F4#G>+(S-I,>C70Y=895,F"A+AY/1Z&2829WW+L]Y[=9> MGIO2ISI7MU:X,LND?;Q2]5E?],.]>N%,+U>>%H:7YX5F<]D:B%+%-_9]8? M5&7/,?&+3>KX?[$,>X\F/1&7SINL(H8&F<[#7_FU\D.'X&RTAV!2$4Q8[R"(MM7PGO;P\MV8M+.T&-_K!IC(UE-,Y!67F+=YJT/G+:1R;,OUHNOSH<>XHAH&%>LKP+KR1[6K\5O)O3T>3H"7Z'C>V'S._P^;:+? T[GSEODRK]V&1SX'>WF1_7S MQA4R5A<|%(A3]D'U+E_\-#X9O7U"VZ-&VZ.GN%^^TRXVI&VI$O&Y4%926KM=_M:CZ? 4=0R$I_SZ+V:VQ*U*28GP3$9O-W;QVOCMJ[Z08KTR:?HHS#]'UJZ<.YUH$F 6PJ^4N#99(?/'AG^[M(QJ?'9T&Z9NBVO56CLJ]LA"@YH 0+P!? +'".5POM2;[V M3L2@TMY8)U[2V\::FBZ:+JU2]*L6AOKT*S'[1YFPH#'8>/[#@Q!JP1G\9,9)'WD-!MH:8]-E6>$/A#Y3;H3T803]0#\27_ME8JJN @-,I'J3'OHO$1J0#UH2CKG8@]_H+)9V!V4D;3IFCW*:S,5EU;[1]$X M<F,[2PDQ MB/#G1[56TGY3%)TW+<_.HOA@4E+7!;H@C],-M4Q*YZD1X? OK;0>TFN^_W';_M23XR:]N[_7:=[10KB=@)5T>IDU.M ![5BY=QF1<^J,>+UP0WXJP6"Q!Q:6'OC J$"#]A5OD'9I6Z2/:R%3_$]EJF1)5K.8@^ MPZ9RB7(6QS605S&+)7PW,VD90+],/()02@*N/%1];A"MQ4(#[T$/S.('8O9%;\ M%5^LSC8AL(!*7<7^F8D-_4 *[*6,HG3$ Y94B51WB)+P&0S MMSB/QZ>4Q/R/)/Z!.HS *%:6>6+L.Z \HQ[$:&2<;Q>2/Y#8Y',7FBRR XC) MJIEV#,/3QMBPV3*(ZZ8=E#U6%<92G:(HD^Z$68 05K,Q(%<<[27C 9T(')-)RA9,@R:WV<^)# MOP3G.L4S"J*GN?2CA.Y215"$HC)./)HQSH2KK[&:4DH MB>#0\<(>BKQ"8J(PQ#Z!-,*WD"HSL,9%T^;0Y!"CRHEZ5YQ1EBQG\1Q'"%)C1RAPJ=SJX1 MC^.#"0)4%8UXUM%@X]!QW!PZCI*]RI!XRI@*<5@Q2&?[_SQ/$L+E&7"T'< MKR5">K83W+C%44*+\0'<=3 ^A,>"+H[H:^!%=E'9\]07HUL"WAU)0:2GA '[M7G/"K*6E@=9%:R!I59]AU+!J0?<&K--N!3IS#-@5BF\7D(+4KFO(<#4&U8)H MLN"P(^$\Y;/.<0(!Q"0AXS;519O!UGE:5TZ8;U1U@JCL"-OXCJ22N=<8V16/ M1%9!=CU(Y"57/OK4IJ? 88Y-SE%VE87).S*Y4WTR#QLS^7=C>?S?CV74N/@Y ML3S^W\8R^D+3[/_EA%4_I%8PLL1;PSJ$8+Q$^!9;L/Y;A07.U$<8._[-:G1-33!ZTA2+%IXO M%8RCHVQHN74H:RE=PDH8S7!1Z&Q"$7+7YZK:TXF@KL!3P:9<&HQIVJ3+!Z] M'&)-5D/UQM9JOB\:U>M.-RJD3@YH[@UGU4&U^0E,/VDP_>0[:%PK%^^_0OI! M%N(Z3$"1W7I#I04[]JZ&8E!?"TJ;;E)D,E&U@Y'Y:(_8K4W2#)<[DRH, WQ0 MJF@QTUNZM0G4NZ@$W\QASJ^:TH;<$MF3W!2%)>]KE%U/H6$S.1J_>B)N,KAC:? G;).%P3?EN,[+"RG=P MR;=6OO%&X=E!]<3K=O["$<9D2GR17\&CDG]ZM$M^NW-#;G?;K'(8\9ZK5 .A M^)Q-F&RI>52W))4Z/,8#Y!YQ] M]ECJ7;+WJ&J_RR9YX8,1%FO(Q" <,UAMMP MKC*E;2$]^BZD[\SL8>=#1*;LDC^W4%^#-N&;1+/:?-&9A@\9[?;P.>@W:9<: MA9:J!4A'@U.,F#9\8@D/WA3\66-NO# <9_UPIX(BE#7B_,&BTU0,):+YS7?X' M4$L#!!0 (*R &PO=V]R:W-H965T4CE M 2*'$C8DP 5 >YVOS^D9D)%B*2\VHM?; ";Z>GIZ3ZGNP$^^^U W_VUOO._8 MS\M%U3X_N^FZU=/+RW9ZXY=%^T6]\A7^,J^;9=!AMKF^;%>-+V9ATG)Q*3DW ME\NBK,Y>/ O/WC8OGM7K;E%6_FW#VO5R630? 7_E%_>'YF3C;//B^O+[IZ,'E MBV>KXM[_\]T_5F\;W%UN!+?Y6S[N;YF3MC,S\OUHON^_K#M[!?CR9YTWK1AG_9ASA6\S,V7;== MO>PG0X-E6<7_BY] [.PPFN/LFR'Z"#'K'A8*67Q9=\>)94W]@#8V&-+H(6PVS MH5Q9T:&\ZQK\M<2\[L6793NMJZZLUG[&_K[R34'&:MGDA^)JX=OS9Y<=5J&Q ME]- >XJLH4=XC,6=_@\";EGU5S?QL=_XEM-NJ*#(C=8W[_W9BS__M21C^EP,:9UN-LT/27[Q#*,]6"_]7L-5>M%.2LZ:/^]6!35U+-W=/YC6A^4 M.Z[U#S<^F=<+1&M97;.RBH%$13&5%W+NAL/"_RQ;MAT4;2M;TDQ$L[*SB_I MAIYB8%'-\+RX*A=E5V)864T7:W@%_LY61=/1T-GP..K;XZCGR]7(7E=_MM#=A#U.Z\#^MR_?%(EC@"5-9FEF>O*G>^[9;AH?2NE1+D7R/U3"2XH,"2(LU5GN9:)-_5U<7)\Z 9W70?@T:T^Q7M,^J/? 6FN>U6,J_"$R91+ MEV:::,.T_=(P#6KR<3NLUF7=5?"2;!FV*Z,2A<5NC/6&Y5&F>:8@GT(3U9GY5 MMR6=2RHRE6:YVBZ]JIO@T5BVJCM_*UOF."Y{Q*G*X*1Y MG&!.2'TE$#KPVYX,X1H+CTR'-9327-3SBW7KDXW:J*J>2;^IZ]J%<+)C5B! <\B#8X!44$3[FE>,X> M T;2$1C1J7904VS!(AF 17W'0,.U)39OMIMY(';HU&G$=FX^!3ON'MM@6CS? M$201@.(O ^S*'?3C@_^NR"LZ|/P*DH[- [LZ=DH[>!,UH^!IS8]WL<<[!] MM9_JB%3D@$!C/Q4|)9C$P%5^(_3,LYQH^'#6MMV_%(!V9>Y#4 4^_P0(I3,Q MJ;22':@P];;"U)]68;[K\%\L;_"GVVIYK- @\N,2O5&RV 9^[LEN'(Z3!B[IM MV;RIEP>@GMTM+1.:N:Z*-9@/@W= O]VQP4 ,M TK=C>-CU%;D5[+V/_PU/|@ M[_RJZ^FA;V&$@9$G?J")R;!? PKZ#A)TG29A#X]GVBDC;8U?D!QX M=A;!DK@3RN"RUW!"]&^ @$.>M M;|]ZJOP"XV1F@$*6H8"50C'K,MQ2@H SFY;O^ *$+2D _AHVK? +0/Y&O@C8R38%1(CFMH9S0Q+:6W&S<: MG/@%FTC# ;*2G=,EC*,575I0B!*.G2=_#[3ZIIJB"&63?KG-X[)_W*/Z.0DT M #_!PB4P4%C(%-Y^'^W07_Z&\C0*1O6@A?0ZHZ2]!S#^SV&%;ZZG9%OJKEW M9@ T[C=*[6"V28*>3RL$"T 0K)!*_@?+"=$%O2G&0'G MKG# \[(+ [B4R3>>DZ.)$%:)_3V2.9%5HK/-DN.B3L*R XYJ\W]7&PB3ZG!5= MUY17ZR[04U>#>\/1)[G(@XT=!'M(#R@'"M<4)YJC@9$^ZET:@*L>PJ/$7#GY@B.8@\9]!8<*:LRP&)*7?&_M8"'_M@WBJ!) F# (7K!M#3DA((QW)H8[#G(;JR@*I4^TD)C((:!H\TV))#(!!>YLC7 MWBQ16#1TZ DL<[U)H&GY\FZZ#3>_"(ƑZP53#+N['9D$,%I@()P4#*3)5L!R MVE&'AJ-.X4Z/H_3$8H3E$?,(VT,LX2RL1HX>\#HCIM,GXS62>V5#< JB#$Z7 M "&G\$"!9[-\@-J;=@+0 O6?U&&>IJ#.\Q#4<+.LAW'W!5T>)Z\'!XR)7[^ MJHMA&4J#"UH(V35!X,0X!:\+LC8/DV]0LB:8>E4TUU2]KM;-I*8(1'1N8X8 M%S0I)(N[NX::Y$\R:&P%>4<6L5WGA$ED.D&6A30[K*!-OH!Q2 M;V7C+7DTE;_Z]\/HNXV+SS>;I3,'(BL=KA$EJER)$LYOD J(Ş*"FM(YA4*.L5/!$Y,9YE4!WK M4R\KR,%N4@*L6AG L= M"S>2!U,7!&E61KFR##21J9SE\%XN[@=<& 4C486&_C+'"'*4$K,R1:7%!P0- M*.G+DC?[431$7J1C%K6QH2"VG$C,, 0*DB:B." (AD"+#K%D$>VG#QG'I<&DI73R&L1/B%1,!+\>YA1R?V(>;@."N MSVX#U/8&@" (6-4M3A$25Z/M+*(]RA-,0"07\MCXX# ;TZZS4,QA:^#]G#3* MD2A:B)@X0Y3/=]'MP0A,V"6<1:T%TJ5H2.F*"ZJVC*;&D!J#7<%#TX**KG!$ M)MYJ! CU,D[5B%(N$=9_@OPD#QH\87EN@P:$K8++H,- XB,E]1/ 21:KF@\ M_5 6786\!ML7#S#NL1R?-D*/!)%VF8N95][4M.F8-]'+/MXYC'Z..$1O/7 MX*G1/L[!)7Z;/DY;7E?EO)P6")YMZS*%8'K;3@,HON:A7TEWX? W\'*LGX2N? MV#U[: N(G4R:V^5N27./*I.#5'F^-;@%[Z^YIT]O-D5?&U.!0/?QR]N-Z M\W$"/!)$5<->U(+=S*;HP75XW[!N/27MH^L]W38O;]L H*<0-4=E!U@4 M!#6A-RA"D<5.>DNHP(<4L$ GZ\(+ELU"!\GVG0,J#'H9VA<;*I11$4R"]QPR M]A'8PFXS$[A)($/7H?2XZS.#0+GUF<&W*D T-J6&/,58U[>:H^HAC^9F3-DQ MJ<<:)[VLNPK>QNY P>]Q7;X?A M3"4]W!SM^74QX7J4-CGUD/9?2BUX:(&1(?D.RR<;K^LFV]*?F MP[81PP:-F&2\$;-MPAS![KO=I;$$.KE-H#=]B=B4V!L]^MXVEZ$E[2PEM9]. M#UEHRZ#&H+Z1%CO\$/Z"LH8S;ZDO]!"*F* Z='EH25#%EY].$HY28;?I];(C M^':>W==?(.]B)H"(I0I$Q2 SS(0"CK'A?4CU]]?$3&",,++49DGBB?=7Q!_$"Z M8'?H(MFE"X5BEKIS!)]O>_\,8^XMAP"W(M8S^RB^5>9DC HJ.&3LRHZ1X2C7 MD&VAWM3[&:S?;)GGO&\=C'X3@TPA]D[/Z6L_9 TH,V\W,#BE9-+OYGQT]6.% MR3V+_')64H[*V5A9:90=W+K/DI)&O]3Y_$CIGEKW%"**#'0\F=QGH/Y[VKF MAY9/[*%/B%UV^AD' KCO8DSZKL:Q$N!NV^L8C<262^RWG,0B]$::>DY2A:[/ MI].(T-0ORZB,$J'AI4)??\ E4,X@^YX O$ 'Q+P/J3?H>,>$,P?(V_PPW5!ST3@=6V6X5-GC\8U(+9V=5@P4]'5^ M&MV<2!S +&ULM5G;;MM(M$GWG5S0TP< !6A'IWIW8!AS/7@+L[9Q=O=AL0^TU):)H4@-2<>9_?H]U=0M MB:0H-P2.FE1W==>I.J>*U/ECT_[6W+]NXN1O=]OWP^F733^[@HNF?- M,M;XYJYI%T6/RW8^Z99M+&9IT:*;R#RWDT51UJ/+\W3O=7MYWCST55G'URWK M'A:+HOWC9:R:QXN1&*UOO"GG]SW=F%R>+XMYO(G]/Y>O6UQ--E9FY2+67=G4 MK(UW%Z,K\?REH?EIPK_*^-CMC!EY[)0X.-=O(Y5 M189PC-]7-D>;+6GA[GAM_<_)=_AR6W3QNJG^7<[Z^XN1'[%9O"L>JOY-_C7 MN/(G'7#:5%WZGST.- MTBE_*?KB\KQM'EE+LV&-!LG5M!J'*VL*RDW? XML2Z_K+7\JNF,_:."\22,T= M>Q/?Q?HA=JRH9^PFSA&!'C>73=N7]9R=O2UNJ]@]/9_TV)Z,3*:KK5X.6\D# M6P7V:U/W]QW]4SV+LP_73W#LS=GE^NPOY5&#-W'YC*F<,YE+?<2>YF"ADCWU MO;#X5]5MU[=(K/_N0V/83._?C.CVO%L6TW@Q INZV+Z+H\N?? Q(V?W'$%;UQ M11^S?GD#\LX>JKCKQ+XS'K6R_XQO[V-VW2R61?W'SS]Y*=R++#NQ$>,_^&YE6+UD5TG>F;3XA:X]4.23)N'NH]MWRP[IKC/35HP MWHZS=*)M9CW9F8;MC>+:!HPT=R;P/.0_QGVVZ[X5E@L?MJ,#[DMKN0]B_7D" M "XH+KU) *S&^P!83WQ"O%<\]WD"P#K+E37LI(RK<83OG7!_)YL_ G#RT7#M MU.[X .A.!ZZU7G]^%G3/C3'< \/Q=OPIZ-MI*0.1]D$XC(7D*N2(B/OQ,$BN MJ]"YX[;;C$Z 0)L=LF:!8C?=!L9Y&4)C<<>4I,D)P:QQ"8](@1 M238;238G2_*ZE+RJA[8*,.Y3YZ,&]ZOSRG)6;BU_BRA_Q KV93K$-OEPW;0H MFB :=FS?E=-/4N2@#HX_T,)_+".L4$;$]^A+.^36==/UA.E&$037TG"I'3/. M<2-)?23/<\F=D]GKV'9-7<<*\X0 \81G4BD>O*3,HG@;D[(1&F?,SORD/>(% M,FM52P%DI@/&9QX$4CE[RL[TD$M/027#TK3\0,WSC.O)!?6 M'%NZ]F%1U&BY4P[>16 &U55*,8<#YSEPD&(]4BY]=8K1_NVN8L==?@PG4XB-:!73"("3C.+U0*1=:. BDC-[A2I0MNG<"/F\ M:6:/934T^_J;AO2)4= (]6^VCK>K:\GDDIJD 1GMLAJKT629&\12!=V2!((M*"'*0S^&E1:[B,U B68MS6'&,4-ENWB!5(B)40Z43B,I-$*4?Y91,D5;,"-P M9&*54L3V_%@6F^"XR%%>O",!81J,5H%$05K/@Y1'%F='>:77O)DQM.-4TSM M9Y-0%#=!J(!$A#3H9#3(8??2B4 4<_8T N$,!%9*"&.0E.H[=,H.TXFMZ#0> M_AVFD.1!BR2\ -L-9Q*@%;ELBMO\R3R!G*=FH(SB58D:#OP9FMK=2E1 MJI&6N#Q6]KZ\,]Q7]4YN@KZLZ!UJP\8? MF*G4!2 (V5U4%2]7 [E]B1\V "/ M-&Z7>(I3Z3 &RI9#$H2"YF%C(V C(%>-L"?7/6EHODD)*5&Z!/%4>3D4WL_P ME'HM 7\12!PU=5[R:.E#S-'[08E1VP.(%\10B/)9X'^T1Q??HBFDOH_$%3* M3PN@#>F[KR^ *D=44MV#ID%#$V>UAAO![>4L(N#12DBL UT0$P&,)9[/8$<9 M]J0[K0ZRKZF#:"60=T;1OCFJ;A"0+PBBY19%A,H81%4HE_T-[-U#WK-@,-7X M%4=18@+<3!=;,^D2T4+%53K?*8-?\:AQ2A4\U.&//^CR3V(92&J&TD[-

%FE0 M2"S+!8H$^K8M;R1I_13W\ MF&ACIH?:^/45D1IUD8H Z)74$D.CD7=Z?XG33&GO*096-8NAHK"*2F(,,0L]@PKIWQ+-"[E8,VEI9 M709DF)%$J*LN2\^9'Q>Z;^#35?(7#]UM2\BLW']")1[I#/%/8PL^&4G%&YU? M*D@F7'^';X:6"XZ)ME>AU_V_0 /PWO8S&++4W M]W=-TZ\O:(/- [S.7_P=02P,$% @ K(!S69Q!OMWI @ D08 !D !X M;"]W;W)K&ULE57;;MLP#'WW5PC>,+2 45^3QED2 MH+=A U:L:+OM8=B#8M.Q4%ER);EI_WZ4G+C9D ;8BT7)/(>'I$7/UE(]Z:K MD.>&"SWW:V/:.1CJHH:&ZA/9@L WE50--;A5]U"W"FCI0 T/DR@:APUEPE_, MW-F-6LQD9S@3<*.([J]&JI=SX'(]|V-_>W#+5K6Q!^%BUM(5W('YWMXHW(4# M2\D:$)|)0114<_\LGIYGUM\Y_&"PUCLVL9DLI7RPFR_EW(^L(.!0&,M <7F" M"^#<$]&,QPVG/X2TP%U|R_[)Y8ZY+*F&"\E_LM+4?89// MR/(5DFOW).O>-QWYI.BTDA0:#6->PV!">]X3)&X0YN9;"U)I!Q|/" X&P1GA]@7=W@1RXX#D179+WZ?XH.<^Q5OR3U+#D-EJ+:1L0T& MFB6HH1=.PR44F|/8G::DD'ACM8'2HDP-I)(OJ-"M5(:Z8?#J MF$51, (Z2[>I]!;SCM>0E84VKY!-8+TWB41+DT62[>O?24$[:W7;L! _R<19D M\>350EZMISB$BJII.+7E*0%+7[!>T!%FEL1!/$G),3G*HR2(\I@<|W&_7$" M(L 6Z#1+@R0=N?)$XR1(DU.R[!L+=\9$ VKEAJ'&AG7"]!-C.!WF[5D_9E[=_M^V%]3=6*"4TX5 B-3DYQO*E^ /8;(ULW=),2X AS9HW_#%#6 =]74IKMQ@88 M_D*+/U!+ P04 " "L@'-9_=C6CL(# "[*0 &0 'AL+W=O^K)(>2JENQ XY?,B%+JE&46U_M)-#4&I6%'P7!R"\IX^YB9O<>Y6(F M]KI@'!XE4?NRI/)U!84XS-W0/6Y\8]MD]W2HR-42X9K_[I2QV'EL$X>,,@]Q+TBR[MR9%E^IHN9E(< MB#3:B&86]JC6&LDQ;I*RUA*_,K33BP>N*=^R30%DJ11H17I/%"5U,_,UXALM M/ZFQ5A56] ;6A'P57.>*W/,4TG-['WDUY*(CN55T%7 -NUO2#SP2!='@"EZ_ M.6S?XO7?>]A_EQNE)5;&?UVGK< &W6#FMDS5CB8P=_$Z*) _P%W\\B$ MH3IHJ ZNH2_6>/O2/1(5&;F@W47V*EPWV1.N0ZO<4V7\8=@UE!N03>P)Y2GY M#$F]&]K=/DD$7DZE(356.@>2B0)O.>/;J=. . :D;>OTD MM.LH&'I]C,R5"A@V%3!\=P4LVT3O7[C*Q-L^;[2N.JGNS3NE6:EB9%S%B-H MN;X,NMDU5<#A19,,FRUY!2K5L4S4196\66]3YQ^T=+"/&*VSPL-0|+EV;%7V M))BY@SHW&/T1%LY@:+X,23@.O3'F'(516XC;PK@1GG+ B99I|!%Z$59?.!C5 MB8=C)$AG)-H%<"7IHR;IHW6%%T%<%5O|U%8$>VP[M$&UF0CVY3XR2DK,8$ MF#'1F?TZR2M:4)Y 72:7_0=S'D^\,!XZ#^6.,HF/!4UZ]1Y>W7/[CK;VD7SJ MS)K?&JC8J++;VV6 *&5E5L[79;5XFRVH@G]2K9PWVL"WCBA20H6EP&^-ME-53 MH1*TV-GQO!$;NZ)=YOBZ FD4\'LFA#X*QD'S7EO\#U!+ P04 " "L@'-9 M U& O*D$ "V# &0 'AL+W=OM7$&Y0[+<6"(E44IM TYV%QN@BPV2M#T4/= 2'0N11)6DX^3?=TA] M6&T5(^AA>[$HBO/FS]I*6B]G.V.:B_E<9SM1<7TN&U'# MEZU4%3?PJA[FNE&"Y\ZH*N?$]^-YQ8MZMEJXN1NU6LB]*8M:W"BD]U7%U&+Z.*)+%XF2^U^T:%=&X4S ME.VUD55G# RJHFZ?_+G+P\@@\5\Q()T! <;Q;1X[E1V[X:J'D 2F[&M#LP(7J MK(%<4=NBW!D%7PNP,ZL[EQ^1HW66R7UMT'7=5MJF[-T]WY1"OU_,#;BR!O.L M@[UL80L<3@/;372A&YZ)Y0QVB1;J2K3#0CJ"G M($(BG%(?!4&,HY!X]]+PH M?=O3@R""\H4H8A13PKKR%D? 68.A'(?;3R)8W#@$N]GX66@_JL166&RVA6)FP M)7]'X[0O[##L*CM"[BL;)Z"9M-4H32/LD_A47>.AKO&;ZWJC1,.+'"T"(=96 M>C;CWR"G"EWME0)&: V2-)-5/^EFNNJ=/T^,_4GG+^O\<>M^F H.B8Q* MWSV[\C?_)/)J8LX0\RE(+[4C!LJ(PU.J8(.JV)M5L>Z;Y@U_<1W3DH%)M1=' MJ4PIXJ2+:47TOKQFY(MWOH[9^#^.C)Z1W7\,>FS([%Y,DPA'$72+MF5G7.7' MI910Z_4T!@._=CKDP:?%5! 9<$W15F8KG^$%#.:('L ,5!3O[JHC8 $&;>$ M0)NP)PA-X)RA1\B\>"IR48/S" 3K@T^"TY0-WUM)QF *YY1/.S'VF1T383'% M@9^B&&0;)W&GR'^E8;(P9RC$:<2P'U 84YR" (EG*)A4Y']TE*Z$>W(U9(^>F MO58.L\.E?-W>18_+VQO]5ZX>BEJC4FS!U#]G< *I]J;E?K(/AK\KJ+U!+ P04 " "L@'-9(GUS9](# #W"0 M&0 'AL+W=OI10U-EK(!A2NYMY--+W-K+Y3^%7@3I^,P6:RE/*S%7XJ MYUYH \(*"V,1./V>\"U6E06B,/[<8WJ]2VMX.CZ@OW>Y4RY+KO&MK#Z)TFSF MWMB#$E=\6YF/.3+"O7E+# $:I>"8@]PVP&P%P F\$$V9J/AAZ;$\KE]0,'T$;%#1+=L$/ ! MVVN(0Q]8R)(!O+C/,'9X\7"&O]\LM5%4!'^H\C6J M)_06WWT39^W P$F?8#)&/KB@1JMW%8(<@4_MZBX$[GR?@KNTKPI:B$$:A]:@REL#'02N5Z.XDSGZ4Q_5.?C<-AXTHVZRN#JH9H M,B9?.:0L]O-L# (_2\ KDR\847T8NPC"TD:83/Z1(/[G.Q_**/Y'AFE)$>QH> M 9ROB]JUR24Y!78T@H-1*70AMY03^49(KB<3>&-_*;P9J+&TK['TW]88W!WS M.U=N@\#G6^-&C\C/U^7CT\EEMJK;2M(8VND=*EL?T-6RGHY^0ZY&=,A8]6<5 M=E/;?1NY^KSH]_Z2&(JBL9_FF5U* (8EB/YK$5L@@HBJ;9&XE!\;\E*6CCOTL M8S[+PM$=:CT%4;=:XUJ'2$1MX(+E=ADN._71ZXIE@,&L9S![-8/O14.M^FH& M!X'_&X.K/I+_A\$T]H,\ [PAD4>3',>L(/!&(P"BD3G3"F)K+'\?QGLT\(@*B M;,\FK[L.0Y=H8VD;'9G-[-G!>F:[U/ \K\F$CJOD+*_!R65&9U@9.NN]J4T]%!PPPV] MS%!9!5I? 26D.@G7OO_46?P-02P,$% @ K(!S6=]#H-7C P APH !D M !X;"]W;W)K&ULG591;Z,X$'[5G7D-75)N4;7U42:&J=^NZ' M07#A%Y25[G)NWSW(Y5S4FK,2'B11=5%0^<*N-@MW+&[?_'(-KDV+_SEO*(; M> +]M7J0N/,[E)054"HF2B(A6[C7X]DJ-O;6X!N#G>JMB8ED+ <0/L[E+%VY@ M" &'1!L$BH\MW #G!@AI_-UBNMV1QK&_WJ-_LK%C+&NJX&;P[RS5^<*]BGEY\HD^0;Y360>Z"JEH 9 MUXJ3P"-A$$8G\"9=R!.+-_F/(?]YO59:HDS^&@JZP8R&,4WIS%1%$UBX M6!L*Y!;&RW7/).BZLQZ4XX"([+FO# MA5!E//&&-11KD-TUDT1@W2MM_#*B4$0O*Z<[U1* M6NH#^O'^3;TIVME/QX+W@C>)_Q;BJ+Z0('OU-=):B?TM;ISHDTW(I446Y8B4122'2%[M#2'IA?"&$#&$OG"'9&E0C.A*9.H433L#T\X&U#7KB<;YTA/!=2'J4CLKRI$-_MM.J\A:1U'UOW"= [RV)M<3;TPF#AW);HB[X/".E\QI]B$U:3$LQ!7VY(X0C<&2(@C6@-V:B9RDWRG.->E@06ZQ:D M_9W&Q"G0FEM!D[.K./;BT" >IF&@XG^JJ/^7S)%M#TWR#._=0'D>9B[RXBCV M+O'@MS(WA(5INXK&MB<,I>WH\? ",F'*XJ+JL]K*JS5'V!#O,_*N@G?F;GJT M3_B]X: N;$CD, ([PWPVYJ-%I4=-=9"X^!BESE.BB"-_7Z?":'W&W- -WLN_P502P,$% @ K(!S M69747W/! @ 'P8 !D !X;"]W;W)K&ULG55- M<]HP$+WS*W:<3B:9H?X$# 0\$Y+TXY!)K3-H=.#L!>LB2VYDAS2_OI*LG%H M2SCT@K3:?6_?6MIEMN7B4>:("I[+@LFYDRM533U/ICF61+]\0J8]:RY*HK0I M-IZL!)+,@LK""WU_Y)6$,B>9V;,[D M;G)E#KQD5I$-+E%]J>Z$MKR.):,E,DDY X'KN7,93!<#$V\#OE+GG"*RP*0Z1E_&@YG2ZE >[O=^SO;.VZEA61>,6+ M!YJI?.Z,'I"W?/M!VSK&1J^E!?2_L*VB8TB!]):*EZV8*V@I*Q9R7/[M'?8 8_\50-@"0JN[26157A-%DIG@6Q F6K.9C2W5HK4XRLRE+)707JIQ*EGF M1&#.BPR%/#T9AT%\ =>XIBE5_@,*]IH:FL2(IS1_>(1/&$3G)Z$HS\BR.J!YWJP3'V9*E:,JL+!+Z& M!R($84K"IUD)15A&V>:0WJ.,A_7:5@4J@8 R+Z#M6/I+IP"5(Z0Y81N40!EL M6QD]_B(#LEKL0IE."&7S&- \!M!7J;!CN<]KKBGFP7839V]Y>64"4OIRT M!046%$'LC^ - C/K#2>Q&P]Y[0Z#I@\U$_GHP@&+M!U+MY1I%2B9DG4:E"N\^T M/XR'<*YW]D2O?R?Z5QX$_3",=:Y!WP]"-PYWM/;;'(;$0="(&P1N%,&AN_?V MFK9$L;&C24+*:Z::_NU.N~EWV33]2W@S.F^)V% FH<"UAOIN/'1 -..H,12O M[A8<:4'BMWF>H*C, ':O^9<[0R3H/M/2'X#4$L#!!0 (*R &PO=V]R:W-H965TE4I%5#9=T>JCV8Y)6DSBU'6C__6PGI*2B65&C\D!L MQ]|WOL|WCF^XI>R>KP$$>HRCA(^,M1#IN6ER?PTQYBV:0B+?A)3%6,@N6YD\ M98 ##8HCT[:LGAECDACN4(_-F3NDF8A(G.&>!;'F#U-(*+;D=$V=@,W9+46 M:L!TARE>P0+$;3IGLF>6+ &)(>&$)HA!.#+&[7.O;2F GO&;P);OM9%R94GI MO>K,@I%AJ15!!+Y0%%@^-C"%*%),&6<&"B##621NZ/8*"H>ZBL^G$=?_:)O/[3D&\C,N:%R V0IBDN1/_%@(ML0=HOP:P"X#]$M!]!=_I-)VW6G *@*.5R5W1.GA88'?(Z!8Q-5NRJ8864Z.E M^R11^[X03+XE$B?<">:$(QJB.0,.B<#Y;B0!^BG6P- LR6-+C9YZ(#")^!?T M#=TN/'3Z^Q@H-5R'ZM7DV1>0V05 M37NEIKT/2^5>DPHW2>8U1%91N%\JW']O*O??F'W36DO'BM(06464LU*4LUI1 M9M-;=/D$/F: %C3*5'SQ_Z9P+>>Q =8DF=<0647+0:GEX,-2>-"DPDV2>0V1 M511N6\\74*LV7N?X2=81 H6,QBA1\H8AB0@6AQ.ZGNU8'1ME\PJV_=/&L;N5 MPR87R=R[L,? 5KKPXK+ M3Q[+BYV\(VBJK_]++*F0QH9MK62 "4Q/D^Y!2L>LH V7)Z?X#4$L#!!0 (M *R &PO=V]R:W-H965T@#(UW;1"52)6F[_?V8'Q+V(+(-&WJ1B;FVEK*>V+?(M5%AK)FO.)2=?G&%C4'7#2@JK0]QXGL"A-J!;-F|(ZG,I:3):%POY'8517FWV^A M9(>YX5I/_=DLY5ZP$YG-=[\B/|1U7/;MG*4@%5!!&$8?UW+IQIZM$QS%/Z.83:KZ>XP6& M]UE<#O=-TWF=^O)UZJMA> .Y@KLF^$DN_7XA^0V?_[J%].-HY!?3>NG ME0C,$OJ,G8H:YS"WU"$J@._!2G_[Q8V<=R;SQB3+QB1;CDFV&HGLQ/2@-ST8 M8D\76&P;OW/= +4"]KA4- @N3N2U5U%#I_[M]ZH9N[$[^4'KN_YR=GV M,02ZGA-[@7\:F,7/DGR5A)'C!^=9-C!ZDW@2>F>'[}\$Y_L\,)GT&DPLSV-0# M1!(0:,U9A7)U+R-TIQ^Q-HA18XH'!5ZZ'\8DRQ*#IVZ4J#UQYO[2$*F<\L-P MF4?W?$KX)NF&A,]\SLJVUM:/|H7?#=-G7,V?NM.%ZYA/'.GR[:> M^X^^K2X_8+XA5* 2UDK*N8[5@N9MQ=9V)*N;"N.1256O-,VM*G*!ZP#U?,V8 M?.IH@;YL3G\ 4$L#!!0 (*R 9 >&PO=V]R M:W-H965T?E5-=9O,5YQ"Y(B0OQR9K0/.+BE&YT5E(<)550GNF687AZ'J6% MMIA5UV[I8D9V/$L+?$L1V^5Y1+|?X8SLYYJU/5VX2S=;+B_HBUD9;?]Y@_E M+15G>DM)TAP7+"4%HG@]UR[-;6AZ,J!J\5>*]^SH&,FNK CY*D^ND[EFR#O" M&8ZY1$3BSR->XBR3)'$?_S50K3')6/4;[>NVCJ.A>,K"JD? 8C'BUFE.P1E:T% M31Y4NJIH,%QUM>VL] M]?;*4@+O<7F!;,-W9!F6TW,_R^'A=E]W?BU[\&O90W7XY6YS@0RW+WMG+.UV MYM@5SSYSYOSSAVB(KCG.V;]]4Z:F.OU464BGK(QB/-=$I628/F)M\?Z=Z1F? M^WQ!PGQ(6)"X%@'<].Z]E1T1=W.":;(OTA+&_$- Q427P=)RDK"4NF[SW#- M\RJ>_&9[7'R:B"GK6MY,?SRVITS>[#!0GS(6$!)"QTG\T>QW(\=/.G8XFK]7D*35= M)DGUA$09BJ6QDG$TC/D# ?$A9 PD(@6,>S:1S^.36 MWSW5P',E@]+\AM:IQH9G&!/WI!J#I@VA:%V'1PL,IM+A]?(!!=_Q'D=46875 MF+/-0=)\4%H 2@NA:%V]UD&O]2;%N,%"Z8:D^:"T)060M&ZN@^+/J9RK>$U M%=E^5O6EAA,=5++%_2S1;=D%W!Q9"^ M?S>VS-%GABX9PUS]YJKFGOT00=)\4%H 2@NA:%W?AP4;3I M>/HRO!:IC(N1F"VTWI"L3S@IJPVT%>&'% M_U!+ P04 " "L@'-9/&I2(M0' $+ &0 'AL+W=ORFP;D6S;A^&?6!D M.A$FBZY(.\V_'RF[IE.^V);K? 4DLR[P\]GC/>SNQVK>"3[I!\V:,TNS^5"-W4KWG9 +68SWCU=B48^7HS@Z-,7[^K[!VV_&%^>S_F]N!7Z_?QM M9Y[&&RF3>B9:55[_- Z0A4"Z7E;#W86#"KV]5__G&] M$%L#$(H,0.L!J++=[I:BW\H9K?GG>R4?0V5\;:?9#/]5^M#&N;JU7;G5GWM9F MG+Z\J54E6UVW"S$!O\]%Q^UB*? #MC="\;M1WX S:$>KDD(O>5JD7[S5<%@OD/"KQ2JKYOS4;2P&QBH!\$N!*MF-:Z MGT\G)K66G0)_OQ&S.]'1$YI'4I\-G)=]SBMQ,3*1H42W%*/+;[Z"+/LA,1N\ MF0WNI>/(;*X776>-YTH)K:S-DVV?R8W/0H;C$QA.-H:3!NNN7H O)V RGX0 M'Q;UDC=F)D%#5Z)8+\HBR?(2$Y)GY^-EP *ZL8 F+7C=+H72LYC.U6"ZI1/E M!44PK)1ME+*DTG>B$F:F=XU0WX,V'!?,TUP4>6RV^49QOG.VK=G*=4)Q[BF& MN"RRH@BK+C:JBZ3JMYV8\WH"Q$? #%DJHWNW2A%IG,&Q[^X9L*GR;2 8S%#;I MW)A4)DWZ0VK>?*;]P. I?<-*7)8TLD%@YC W2X;T:[(.\JRM?PO&]=PBS/@ M#G=:_13[V8;V':,8|%-MY;V? +O3C$:6T<$\3./\RL7#%A#YL9^A@E 6,R;RJ.FOYIP / MVDV\-2T1+DG,SP[%81K&K_LTR&#)1,REJL,H @-H#@DF)8ZH=W@.TX#^R:-S MV?6)I/%F* [78+%#0&A_A49GG><06!_$PC?'/4>V(/>83 <[*',&8LQP3P&)O M;#O"OB3?#(T!QQTP31Z_;?NWQS5K?_5\(P3M]CG#;$$6657D& ,E$7WM]^'K MN1;_S"Z($2PB.0=R7(#27/#Z^CWX\4D\"MX!4R>)]I%JT9F:P.1ZZ9PZ*7>@ MB]%6C8!.EU:C4Q0R',2E+ 89GU6M:S- ;1DD0<[W@"I7EBGSP7^90 :5[D M+*;=<0+:G=KO2G:13PD4(DSR2+:+'"6@-"4\BGQM@69:Q2'3<@ [AAF'[MVJ<%EF-2H$A:A!PMH/UI89AIIV $Y!@!I1GAP)07!7C 5%HQ>L6."":"-8M MFO8>-(K 3K;=3]3T[.%>8CO.>SC/V1E5N)(1H(=_N,T_O\JV_LS+;I9,CO# M?@F0DR*+['GL4!RG2X#7K>;M?=VGJ?WDHQ[!? L9/LPP7D?00;[5GTF#\LY23 MQ[II@DI[.UICJ)*'?CB-/@>4?K@ "9GF4G]2 24L0-E3$]<^^ DZ@_MM#E< MQVE<'US[8!_3*2TR$_.1-76HCM.H'J@^Y& <8L+7<0=M\4$20TH0$*(#0$A:1 ML">. DB: MZ)I6R6O8'F36].WU6/8C'QV0 SDE,8Z:P1QPB"P8-'DC#A^(&E^V*=&(X'N? U:@DL2T.^PGNS+V(VHT$NC] M9PR3R*$$=6!.]VGD'%4)41_(*4&P+"*Y/'5 3N%IBS1ZBIX.=>A/T^A_8)%& M?0H@&)>QDR?J. ("F.6!@D49#G1KCUU@221WRTS3R[U>D4;\RL($8.X3=.H7= MU:O9MTBC@28^8@6+QIV#8YJ&XU251@/'L3B'1:Q=3QW^TGU:,L-"*7!4F^>$ MLMCY-'6X3-.JF./+-']*9@QUT$[3T'YMS.QXI7=5/C2$XK!$.+*EF8-QEH;Q MG^]VO_FR5P'&?,!F.8VDW,S,=K1F#L&@ES>,W2>/VEZGH6Z+\CFK,8P;*M*S;L?ZCK69(R!J(8<^3 MTN0P^)"1!1HZD)0X%A^.&%@Z8?]"G0;FY_0E*7, <0SR'^RR-^_M7]RS0?\'=?M\IX9FI&9B_LA=)N=>5T M]:#EO+_F>2>UEK(^XX/@$]'9'YCW4VGVV_K!WAS=7/R]_]02P,$% @ MK(!S6;#M2=Y?# +5 !D !X;"]W;W)K&UL MQ5Q=<]LV%OTK">GT\ZL:^#B.W4\DXC<-C.;;;;9[CYT]H&V8)M3251).D[W MUR\H*8($7")6@G1?$DLZN" .+H!S+P!>/K;=;_V]M4/Q?KE8]<_/]H=A_>SB MHK^YM\NZ_ZY=VY7[Y;;MEO7@/G9W%_VZL_5\4VBYN !"Y,6R;E9G5Y>;[]YT M5Y?MP[!H5O9-5_0/RV7=_?'2+MK'YV? T[,7/S=W]\/XQ<75Y;J^LV_M\,OZ M3><^7>RMS)NE7?5-NRHZ>_O\[5]5DDQ%M@@_M78Q_[@[V)LRG7;_C9^>#5_ M?D;&) [(+>S.,)FKWWSL[LXO%:,D]Q^\[HV?[.L>"AW]_L/ZW3>-=8Z[KWL[: MQ;^;^7#__$R?%7-[6S\LAI_;QQ_MKD&;![QI%_WFW^)QAR5GQ?'3 MVG;UV']]\4UIA[I9]-\6Y\5;YYWSAX4MVMMBYGYL%\V\'AS^[>#^EL4W?_GV\F)P#SE6=7&S>Z"7VP>"B0=BQ6OW//=]4:WF=HZ4+]/E M3:+\A2-GSQ!\8.@E) V^M>OO"D;^6@ !CCS/[.G%&=:W=A M&WM\PMZ+OK&KK[_20-7W??'K:[N\MMU_L%Y.VAFGOV?]NKZQS_<_-:;[IT] MN_KZ"RK)QC%.8V5.8U5F8P==0;?=P;?6&=3G7ORN/SU[\Y$\Z(";EG0B:==^>7]INB>N1T3X]S\G.GZ M9$YC94YC529C1QVA]AVADBXY:_MAG"BZA&LF+9S@FEL[XL"7J%&2,![JX9HQ3 MG"LB]>,88)+JJ7$75/O&=%)1M[8KF]7*[O J$@6/8$*'3T[<"FD"IB(8<8M MORP@(D8IS86D.]FSX-)\E!:UX;;IMYJ^M6\J)=M-S3_W7R!<9,T=P(W)FH. ME\Y+ FIBE% (DG+UB$&5&DXG)BQ(OG$F2FQ_LRLU?BRTM)HUF(N &P0%A3 7N52$X2JDVADT0=!!9T/0@ZMI;VX\1I6/I MUN+S2MK&*;S0V&4 "

]IB6%*:Q*Q$L.H(%+I"5+ DP))4O[9#HZ-IRU]:5.G M< .Q+TA-@9.0G1A(*0--1,A/#%12"'- Y#%!/L"@Z0CCU>JF7=KBFT7;N^#S MMFN71;L7L"A+GR#!<998U*9SD"YN@I E%$BU""=E#*BD9G3*C;SRIVGI_]-P M;[OB U<{)*C[:R:/JNU,JNU*I>UXR[QNIZFA?VV2YI=E]A4E^32^3M#1_XE MJ0FU5*[Z*JP^H>G4F/>! $W*6S?F!^MJ'HH=:RAIGZ"0<=)DW C&- MU%X93 MP,,ACJ#.N\Q$3?/I6",2A M!@5F& 2+TPP!K5#GA' MY0JY-5$V AJ,_!C)J! T3MEB4"%%)H%SR%Q,1 +11(,1&O@H^Q(!UC)3>5(Y,&"5:Z[#!R)Z'H%Q'[47B M*B&YYN'V" ($HHB9BL^9CXE8.B8Z>?.((5L;AH<3^0R!..8D"UR\1'#M>3A M4,!P2FDV$=PP']RP='!SV@X1B\, 1B4-'W>&X$ 1$>7R$1P5+KY3.FQ_#'0C M2$ZM=LP'("P=@#QI XC%4ITK1"V&E'T3M"'RK|$<%*!#H.S"L%1!D9..?K@ M@%0Z0#AE@X?%^P-N\H)H-WR& #E(S]ACUD<9Q"5$@ @AO/EQ(]D0QA7I*S MI&X\?0MG9^\XDTB=5T=#'P$"I='I 10GE5 \W*+!D%Q)(B;";^;5+1.9MFC8 M)^3G$V?EM3Q10)'1+#Z7$@A1X9 T'H MR!LQ:G+/B)UG[#%PI!4O6 41-1J#CCH8&PU0C04,K#S98* RKM MID*8:+B7FRPM-U\5IH?_Z6&T>. MYTPX#G:0AS.(8DX,R$%(IB+'P?0W%0X\0XJ9$U9LAJK)%\B5])DPG>3L"/!-7[=]FYM"8= ,LE+<(CCH@H>&.' :4PA ZL<9+ M+V]EWL2VQ+0ICU<5!,ZTKOW3B6B*YX_'2=N04 M,8XYGXB=(L89)VICG\#J)3#M$U[\RK3X_3/O@4A$-VL6GI^:83"(_:3$<(JK MZ!8-6BU(,1$[2:^995(?O%['KOJY='X UJEA M,DRR7!R_FQIN[O->^?Z8B-:MJ^VVG^[?I?=B\T;W8+O7])G,XI\7])G>2- M==[\)D5ZK^ONKG&D+NRMJXI\)IPS=]MWTVT_#.UZ_*UZW88VN7FSWM;SVTW MMSOMVT[?/@P5K!_0^#5_P!02P,$% @ K(!S69ZY!X*N# =&H !D M !X;"]W;W)K&ULQ9UO;]O($8>_"N$K#@E01]R_M)'V.@<34]0(T=T&,M"^*OJ"EM1.I(VH[!Z;ND&*U(#D>F,NXA0"S+LS^2 M,\O=?3BCU?EC7OQ>WAE3>5_7JZQ\>W)759NSV:Q>]3<7&>WU>K-#.?"J^\7Z^3XNF] M6>6/;T_8R;W=U7]QNSB?)/P3K/MS^1KZXB]!E8';L#;!KS? M0(XT$&T#\=PCR+:!?.X15-N@N?39]MH;Q\5)E5R<%_FC5]365JU^T7B_:6W] ME69U1[FJ"OO7U+:K+N*T7.19E6;W9NG]MC%%4L>O]%[%IDK25?G:._6N;.]<MWJ^,E]IXE_:/^2I=)I6UOZKL#]MKJK+Y4U+>>3_:GE?:-E^N8N_57UZ?SRI[MDO6A9HOVA-YO3XB/G)#P/MKSN2N!>;8T2Z!]C+>/D/8SZYR=A_@W#[WGJ."5 MV;SQA/]7C_M< N=S^?SF KJ<[SOZ_.BC=YPA=MU%-'IR1.]=F9KLQQ]"SH*? M2N]?'\WZVA3_AJ*,ZM3#WUFY21;F[8D=WTI3/)B3BQ]_8-K_"7(QI5A,*38G MNL0^Z"(1MU,1*,YH:[:6ZXFR)?>_GV]LUNM\-O6J6FA$(C*4-#*193BLV) MQ#JA4;O0*/0^^=5.\6FVR-?&>[7*RQ(<"%&)J7&@%(NW8KH1JY<:#Q>G7',5 M!.>SAWT7 W;,9RS2T_:[Y7_LU+>=6:K<+DCL'+5([0R46;_6 M_JS?K5\OZEO@OK1S49J!_?\,MLLZ+*OUO\P;D:%3N^9=S&0YN=JFU+[H#0AP.+CH(?-X;-X9&3$2A/S)J1#O/ M1/A\>)=DMZ;L#05E:>PH4CMJE2;7Z6I\6(@H>R2E6$PI-B<2ZX2(^8XW?+3[M?C8+DSXDURMX5,!;3PT"J5KN;K MQF2EV8X'>75G"@O9=I[*JG:@ !V+:D]V+*5:W*IU.IL?ZE#W'3NT.[5F3(QXMU@$A.T"$BT5^7Z_3-LE3?5=OIZ3%HJ@?*'QS-^A54D(D58M;M7UO">X+W9_'_M#O&@C"28QW6H1U#\>3BLGGT8[OGTFSR,AWIF*0D1ZH6MVK=U4\@P_Z"80X; M"L7YB \=@['#$-8 PJ;('I*E[8_73R D;/%YN?\H+-\]"@,=3XINI&IQJ];QM)Q-RV'W_G.)U,Y;Y3.>2S!2+B-5BTG5YE1JW0 Y-F,X MG'UH K+%:[M87AC+#S?I(JE,\R"W'7+ $)%2&ZE:?(P:R&T, #?ECRW?'+"9 > L3=0W:19DBV>,5"1 MDB*I6DRJ-2=2SV0>'"SR0![H5Y6[!%.6UP-4N\Z$XH*K38T+J5K,AU1X*D/1 M7Z=#9IQQ$>D<$JJ%G, .EG(H[#O=,A.M6,,1!.".3CE.IQ\NOWCS)_-HD@+-5N(RD[U("J.D:G,JM6Y`-?RE\E9 MY3CO?DM7/'GMN8+ ^(\574K68#ZE30NX#LIG<'W>@PU..TM7%WY)Z4,B\ZZ2XMK5]N[@N[@BQA/QX!;F"6ETHHIA*:MT+=);D64:@9[&'A^%+@?/EAO4G2HAZG M:[Z\S?/E8[I:-0OS-*OL8CUM,AJCF2%Q>UB5@5F?&^L07 W9& B?#M=WO7NWW\>EUM";#.JX$>(&4^4K58#%E.A\+G_4PO8,<$"T:67F*O0/5 /K+G MS:*N%#_:,T[M*@N[DVGK56D+5H$L8\2#:-!#AW9A$+QESIF$P>8[3OK:@0I MNY&JQ:1J!E-K$D,5D:)=1_:PE8,<5]]784L A MFT!1XE!Q#=YZLN](D:M5ZRU >2#Z*U7 , AX,+92%8Z3!,Y)WU5>@VM/=BTI M0@D(H608J;YG(3O?CT;*:X2#*(%#U-'E-;CN9*-2@I48$E.H C\<>'5HQWDH M%]'W.K02N!H]=MN'EL92U3]4QCH3-*$'ZE:+\8H$6@]0&9*@U'ZOWD(ZB M)$Y1+U=G@Q]X\D=52/E*#OE*:AG*_FY$Z&TF:IB-5 MBTG5YE1JW0 YLI,XV1U?9X,+3PX1*>$=HP8^V)%VD]H.P^$(]E6Z2A0XA3X MJ7U4UOC9#DMVE*F>FKFSSK5NZI" ;B>E0%*U^!@UV.U#3#SEC,FQ;*O<^SPBM7K3Z,A5. ^$$G!X44'X]1@X,"5,&*,.0B&)N>'15*-6F:>&Z5DR3%15*UF%1M M3J76#9!#3XFC9WW;V#%]8YV4=>60844HA3_!""+J%CD!R.L*QWK2IQU?TEO M[!R/]5.$.HF(54'A0I/]2(JYI&IS*K7NY@".F)4_:4I^;A64(N5A4K685&U. MI=8-D$-K=:A;!O#^:#:0<3:H6JV&V,HH"GPUV< "RI,SG_M@' Y6#7\71/OI" M-5'"E):)U6)2M3F56C>.#J45CM*:Z!P@0K6JG)G,R44A:K@539YG8;TP7T)Y(M(L[#LR$=*)7B_=!VR\P,= MR!$/."A4.!1.KPK!!2??AJ3TIX94I^TBN)^B ,Q4R-B8,QWZ*1S]CBP*P54G M>Y24YM20TKC4@1[>' =2Z%/#E"53EIYEOY-#.56V(ŒH9!FK':KI R6B>%T(WGJJ]TC5 M8@U4@&JI!SL! ';G,N)^-%)4HQU&:1RCOJLN!->>[%I2O-)0<:G0LC_Z G:G M@C5[<8*>=72E#Q2-'EL7@NM.]BHI-^EA0I!'W/;9OE#0 /$SYPP]= H:1XF/I)NV 1^/ ,[&T!E>;[$O2 M[)X&\(9+H0>%2J A%UJ,K%RU R']9^UA@Q]XLN-)TWL:^&1>8$E]36@D_UM2HD:K% 0"1PL[$>Y_V 8$,E2^ M&ON84N!@,\!AL^MJ._P\U/66M:,/;AR$*T]V+"EJ!@\",JY]%O070\<!]=(4NL]SMV#7!V?:G;&OPRPD]U.MRKJM6C?IPX>?-07LE))]-IOM?8O.VA2WS=<7E5[SG&7[#2F[=W=?D?2N^6*@ MWOOOV=DE]Z/V=E\^P5(3G([?4P?D^(VS4H["IS80_EOML_BNU7'&U_J?)- M\QT^UWE5Y>OFY9U)EJ:H#>S?;W([Q+6_U ?8?=`4Q?\ 4$L#!!0 (:*R M&PO=V]R:W-H965TVPG#47J M]@E>$H\]Y\PYMF;25NE'4P$@>1)!A'T3P4E,D@2_S>5F>);I S"5M-3",$U;^6P%6;!N/@O+%C985N M(\R2FI:P!_Q:;]6-PH&E8 *D84H2#<E'EUP M7Z1!Y 0!AQP= [6_$ZR KL_LG[QWZ^5 #:P4 ,\X*K-+@ M74 *.-*&XTZUGZ'WXP7FBAQ_)6V7,X\#DC<&E>C!5H%@LOO3I_X>+@"6Y$H@ M[@&QU!T5\BK7%&F6:-42[;(MFUMXJQYMQ3'I'F6/VIXRB\-LS0PM2PTE9>]D MCF0')Y -&$)E0?90VA= NUDKC4R6Y-4:D#)N7BQ ?G\4OXYN$>ZA'9!*](7$43V_P38;+F'B^Z3-*Z6M M38HP^'[8@#B _G'-[$TNUTP+4],V[ZJ#0]JA?5G8H@G8)IORH%)X#5V 8L]EO4$L#!!0 (:*R &PO=V]R:W-H965TQ*_?$UD($8'&_(MG-[,).2 M>+%-A'Q;K*UR5[!D52=M,PO:MF]MDS2?S*:UL8_%:,KW(DMS]K% Y7Z[38JO M]RSCA]N),WDY\)"N-Z(Z8,VFNV3-%ÐQ\VGTLY#NKI:S2+H8$^WDSOG MAA*W2]@C_DC9H3QYC:JN/'+^N7KSZ^IV8E=GQ#*V%!4BD?^>V9QE6462Y_'/ M$3HVZP23U^_T'^I,R\[\YB4:,ZS/].5V-Q.P@E:L:=DGXD'?GC/CAWR*MZ2 M9V7]%QV.L?8$+?>EX-MCLCR#;9HW_Y,OQX$X29 &G18S>?/_CU!+R[*MSL);' M,[UOSA2?.5."/O!<;I\Q5;:?)CX>(_1/" M-G8UYS. /)WHNO.ZUNG5K2N#0=

[Y2*.1>&QDG<\X?3>61 P MB)5A(/]U@3$P9HCT,GY6G$XM:8#[[1W!)^M=>YD3"6/.OM%$K09.UT$)+,B: MJ7M>?
('*CUU@S)FT3U24L8$.CM=2\;0"ZQ6D-"O?9%OE80^@>9H!N +@YX#P M%4!0 8)3%<(*$)ZJT*H UKI;>K>)FQ!%HK[@!1(F6K.9ALV^1>M\T7?5=I*0-
PXXIV5-+B M5V@#=,LSM9)HFB60-. GQ_'71_"NMEC[Q#N?(WR4< ,Y%0J\!PA[.&Q8S_AT M>-!DY__4I_^L?I",H-[TP/(%IV[Z]^%
<*J"%_VA]-6UV2A6BKTK/QD=\;^PWC$UW.R^K{1%_>!6Z) M6-),(@8+ +>5==;0Q4=;7LJ-X;@O(G"M=CFQSI:\D($R GE]PKG8=(U!?;6M_@(-H+ 9
>&PO=V]R:W-H965T''*3 M6 7,;"?I]O6S#:704-I.]"78^)[C,QD6K*U[9(.9"E <61[6+9->< 36S"Y8EC2$1E"6(PVIB MG3JCJ6,
)N(A;THC9%.9<'8G9Z<+R<6UHH@@E!J"]{>.YA"%&DFI>-W3FH5 M>VI@>?S_M4DKY)9$ %3%OVD2[F96 ,++6%%MI&\9OMOD"24TWPABX3Y1?LL
MUL<6"K="LC@'*P4Q3;(GN<^-* &<[C, -P>XKP5X.< SB6;*3%HS(DDPYFR/ MN(Y6;'I@O#%HE0U-]-\XEURM4H63P7DB2;*FBPC0J1
@!3J:@20T$I]1!\U5 MU2RW:HVMT&%D!]W,9^CHX^>Q+94436B'^;9GV;;N,]O.(3U!'CY&+G:[-?!I
M,WP&H8(!]NY5X;8RH'#!+5QP#9_WG)S&/&\O5#@ZEQ"+7W6I9MS=>FY]#D88/7Q!Y\9Y)$B#X:0(P!=3EG1'U# MI%O%+O"PZV",Q_:NG,[+
<16EW4)IMU'I!0@Q4CT@W,;;B$A8(A(S+NE?HIM# MG>",KU<2TE$RO"$>/E%<$SAP>GW?KU?<*Q3W_L?;8Y2 K-/;.Y#A8L?'0^>) MW)HX%_<\?
2SJY/8+N?U&N5/3>H!W.&3^WEY"O !>>P ;J=YZ %HBJV3M%UG[M]@' #9M:(FL8L.@L&'05A\8'):?I_]'?>#EN(K28:%TV*CTDO]D#19OZI. M&
]G>^@>U1%9)V\&/GVW\CI6:D[?D1%ML52M*-QBGK6K-F[XCH?_ -02P,$% @ K(!S6<_XB$>) @ 'P< !D !X;"]W M;W)K&ULG95=;],P%(;_BA40VB18$K?
YZ$@C=1N(M72!-*X,+QC7;G+36G#C8I^W@UV,[6518UFK<-/XZ[_>US[_=E+=ZS4 DH=* MU'KJK1&;<|_7RS543)_)!FHS4TI5,31=M?)UHX
5+]@2/@V"V*\8K[T\\:VZ4Z?F]2L$K MJ#67-5%03KU9>'XQL>O=@J\<=GJO36PF"RGO;>>ZF'J!-00"EF@5F/ELX1*$ ML$+&QL].T^N1-
G"__:C^T>5NZI$"2K81>"MWGZ#+)[)Z M2RFT^R6[;FW@D>5&HZRZ8..@XG7[90_=/NP%4/I, .T"J//=@IS+*X8LSY3< M$657&S7;
<*FZ:&,.U_9/F:,RL]S$87Y=(ZM7?"& S+0&U.3D"I!QH4_).S(W M9Z#8F#E9DEDE%?+?
S&WFAP=S*C00B8W,VOR,GKT[]E?)-8GQWMLZ-.=_2<[G_Y)]]G"XW*')@?0ZFTR/$P MTEZB<]VP)4P]-UZO3H?\M0JQ M4[!W(A6O0B6MS3
MXF.T9(@6OXB6]+3D&"T=HB4OHJ4]+3U(^[(&4ZM+!#7$3)\R*4W"<3P,G?30 MR6&H1"8(:.2F;$)!V/[5@_;J#=F9/#FY- B38!+^8\??JW?VZ?
C,U(K7F@@H M361PEIB,5%N.VP[*QI7 A4134%US;5XP4':!F2^EQ,>.K:K]FYC_ 5!+ P04 M " "L@'-9?#&:,*\" #[!P &0
'AL+W=ON25%J.^&G284+6(&^J:ZDB?R.)2<,N"*"(PF;J3<;G2]BF^\2/A.H MU<$862=K(6YM<)%/O< * @J9M@S8O\:P
$HMD9'QO>7TNBTM\'"\9__@O!LO M:ZQ@(>@7DNMRZKWU4 X;O*7Z6M2?H/4SL7R9H,H]4=WF!A[*MDH+UH*- D9X M\\9W;1T. (:G'Q"V@/!O
5$+B)S11IFSM<0:IXD4-9(VV[#9@:N-0QLWA-M3 M7&EI5HG!Z?2":\P+LJ: 9DJ!5NAH"1H3JEZC8[0R'TV^-6MB@U;NG,D/P@ND M2T"+T@!!
(<*;$$MY;]=F3&RYMHB/0N0UH=00W:R6Z.CEZ\371K/=V<],??-& M7_B(O@A="]Y+A=[S'/(>_&(8?S:]TVMNH*%^X+-PT'"%50G* K>H# (QWUZ
M_AG^0$[4G5_D^*+'^)[GA+[.UDI+\T]]ZSNB1L*X7X+M,^>JPAE,/=-(%,@= M>.FK%Z,X>-=7GVU"M<5>M\1![.L<4\PP05M;]$C)@:Y H&KGSB/J\#Q(^
MU7M#%CLRVU]W:7QZ-CJ=)/ZNQ]6D&ULM9AM;YLZ%(#_BL6]FC9IM[SF MK3=!2L/=5JF5HF;;_3#=#PX< BI@9CM)^^]G
R&P4MK<.E\2(#Z/[8<DB3C,VTB/!\4M>9'T&*V07)(1._A(2FF(M3NM%93@$'15";Z)9A
M#/44QYGF3HMK2^I.R98G<09+BM@V33%]O(*$[&>;J1TNW,6;B,L+NCO-\096 MP+_E2RK.])H2Q"ED+"89HA#.M+EYZ9DC&5"T^![#GC6.D9S*FI!
[>7(=S#1# MC@@2\+E$8/&U@P4DB22)D. ML*H Z_< YYD NPJP7QO@5 %.8::<2N'!PQR[4TKVB,K6@B8/"IE%M)A^G,G[MON)4_!J+..ZNBCL
9K[/MEF'%UGY9])WI3W'G <)^P#^@M]6WGH_9\?ICH7 MO'.33^[M*F$N8I@K64.K52IX_N+BGD. X0 M/(C5D4&7N!(P+ !R:=RYIFD:AC'5=TTEO?
V(1H'R[3F(?D3 $&F>;+DF#)Y(L9$^:JFWZU,M*8*U+ UK2\->2U\I]N)- MS'&";C&!]R[$H,^4;'/TXQ;2-=#.+.R%GIJ%*F&>(EA+YJB6.3K?PC92J50E
MS%,$:RD=UTK';UW8>@&GBE,)\\9/EUS',)JK2MR\E;3_K9$,J:9XJ6MOCL7XP MSUA F$HK"*4T3Q6M[?581)AOKB+Z"2?;*VF#1M[:MMV1M^YB][^&O
M2EZE-49%:SYT[>&@(WF5U@]Z8^,O!;HI-E 9*OY*Y1Y@?;7>I)T76Y/ZL7FY MPRL*WDV<,91 *$*-BY%(#%INFI8GG.3%-N*:<$[2XC "' "5#<3O(2'\<"([
MJ+>NW5]02P,$% @ K(!S6:NA0 %B P B X !D !X;"]W;W)K&ULM5==;YLP%/TK%INF3NH*YCM=@M0/3:NT256S;@_3 M'ARX25 -9K:3=/]^-E **6&-
EKPD&.X]/N=P;:['&\8?Q!) HL>,YF)B+*4L MSDU3Q$O(B#AC!>3JR9SQC$@UY M3%!Q(4B9EU+0MRS]. FF1B69@048]DAB/I;PQ50JI$4 MC]\UJ-
',J1;UT_HGTKQ2LR,+AB]$>:R.7$" V4P)RLJ+QCF\0"_(T7LRH M*'_1IHH-/ /%*R%95BE-F*S5IKE_C5'+U-%5Y,IJ6AD*"+N*8K7*);O*J-K3' M)]
<@24K%>_0!354!)2L*B,W1'<20KLF,@E!/[J?7Z.3M^[$I%1^-:L;UW)?5
MW/,.N8LSY%BGR+9LMR?]:CC]&F*5CLMTIYMN*A<:*^S&"KO$U'UO<&^];'/LD' NL8X#0&.$/H
MT3I[:"\$L(O4>L(QP&GH/JL;EN"^F)"UPW=+PFKL/1;3BZ@QPO MJ-IX2!X#4F6*X+&HJC?FD*02429$/^T*U6O1^> &:J_;8OW/L YIKR'M[6?L
M*GZI>"AE0\OOQXA(,>W>D& M*U?]\F#M#H/L_>*.T6/@YR8#,\>IWL'F96\3#H36->&YB\'#;8"49BK1.M,'VIX=>RI!(5Y$S=^@M02P,$% @
K(!S61ZPT"X(M P ? L !D !X;"]W;W)K&ULK59=3]LP%/TK M5C9-('Y_F)M)&@U#0DD1,?V@/;@IK=M1!)WMM/"OY_MI*%ITVR(O+1V?,_Q M.3?
7SAUL"'UF2P".7K(T9T-MR?GJ4M=9O(0,LPNR@ERLS G-,!=3NM#9B@*> M*5"6ZI9A>']&DUR+!NK9/8T&I.!IDL,]1:S(,DQ?KR$EFZ%F:ML'#\EBR>4#
M/1JL\ (FP!]7]U3,])IEEF20LX3DB,)\]J%V9ER-3 53$SP0V;&>,I)4I(<]R M&$:2I9!(Z_E2D6KVG!.Z.M^S?E'EA9HH9C$CZ*YGQ MY5 +-#2#.2Y2_D
VWZRYJ^F*1,_:)-&>N[&HH+QDE6@86"+,G+?_Q2)6(' M8#I' %8%L/X78%< 6QDME2E;8\QQ-*!D@ZB,%FQRH'*CT,)-DLO7..%4K"8"
MQZ.)2BC,T%4B-A&9,I("BR&/H4UO2>?NZ#BWO5#< M:WMZ_QW7T.O6>MWWY?0,Y<#;A+H' KS "0[R>AAFVJ%K',NK5^OT.G5>%>)N M(?
(214]WD$V!MM9Z)\E[:[TGLH9?O_;K]W2_3XM]T36L!S4EH./^_@H+Q" M.[L>]+Z8FLX=@TWCZY M1D^56!'UY+HOMJ;MG4[#_'@U5AR-
KXCI!KZS5XXM<:YOVY:_5X[Z3FLD^]{[M3!=)SE *Q2DKO* @ > @ !D !X;"]W;W)K&ULQ59=;YLP%/TK%INF5MK*9R#K"%*:;%JE58N:=7NH^N#
M36+58&:;)/WWLPU!)*59'B8M#\&&>X{/.5PP\8;Q)[$"D&B;TT*,K)64Y:5M
MBW0%.187K(1"75DPGF.HGQIBY(#S@PHI[;G.*&=8U)826S.37D2LTI24L"4 M(U'E.>;/UT#99F2YUN[$'5FNI#YA)W&)ES
#>5].N9K9+4M&K*""V0%,,)289^KQ5S21 (%QDZ+M< 4?CBG-0-%="@!0*=WKMPRWD<^"/ M'G0_FZ"SM^>Q+95%+=1.&SO7M1WO53OE!?
=]\ASO '/CX.GT"JX*Z!^_MP M6P7;INNUZ7J&S__Z3Y\4^NA&PFY>.S+JA87](O3[X=+4>(41I9Z 0C@:["2 M=V_Y:)UX4>I$;V^NNC9=E MP\-
P[9J3U_0Z@M.TD>*M;H]C#_W"3Q*T1\@ZKL1-<^@:W3H!:[3;V'06AB< M9$'B;7^^@Y?+>F$T'![DVU/F!-VR/75AJRX\JYN_[1I?VS:OT]DV+.Z_AV(
M_&O9GLBH%1D=%?F#24Q1>=*KYO%E)^J/7G1GY/C.X..!_IZRR/7#X$"_W=D7 M])Y\B_F2%)16"B@ M?=J/C>0/4$L#!!0 (_*R &PO=V]R:W-H
M965TD9GLNOLD-@$)/#6OE MW-LHU=WZOJPVT!!YPSMH]9,U%PU1>B@>?=D)(+45-

]*JSFYQ=_?+%> M?OG[J^*KPF_+]7IY]?7R(I^=Y:O-/W#[^>?E8&_URN_O'U5_WX/U!+ M P04 " "L@'-9 Q*\$"@[!;X00 &0 'AL+W=O_?#&#R^B7@-
H\5DKYZ-<_UIO?M]_RO.S]>7^W MVO[CW;>R?/C[AP_;Y;?\?K%]OW[(5[L_N5UO[A?E[K>;KQ^V#YM\'Q=
<\SLOT06QVO_OPHMP4]_EJ6ZQ7O4U^^X]WGP9_SP:S MZ7Z+IZ=D1?['MO*XMW\O7];KW_>_L6[^\:Z_?TGY7;XL]\9B]W_?_YW=V>
MVKV0_SNH[UX&W6]8?7S4]:=WOWLW7Q;;_//Z[I_%3?GM'^]F[WHW^>WB\:Z, MUG^8^>$=C??>8 M'3:87;0!_+#!O+G!^+4=US_NN?
ZU8PQ>=O;5>WMPW-V#J_?WX+C#!U?O\<%Q MEP^NWN>#XTX?-/>Z\MI.'!QW^^!LO[\ZRG'#Z[>\X/CKA]\'QYT_:-O[
MK_XM/.Y]Y>]JKQSWOG+]W_67O^Q/>__#\]?*TW>2NB@7'W_=K/_H;?;/WWG[M!T]?;$_;[[Z*BM7^2S@N-[L_+7;;E1_C;XM-_FU]=Y-
OMG_[CYDRF/Y/3\UO MBV51]OY3S__Y__[KUP_E;M#]IA^6AP'LYP&45P88]KSU MJORV[6FKF_RF97LAWWXNV?[#
[LV°&/E^(Y_4Z3@I\>O[WN*\M\]I:^,6E[/ MYRLV'[R^N2K?W'Z\VVT^>75S[8K-^\-7-]__6M M3?G6>OYE]]9'KVYN7;%Y?_[JYK9\\SA_>-
\;]E_=W+GBDY-L[E[ZY#:[S0>O M;NY=_^*'+9O[U[_XMLV#ZU]\V^;BKWWRX5][[]$U?U]?_\\FON9OS/35S9,+ MHS_L/CKE];^OJ7QS-
5]*/_GL^K]Q0\E7Y_ E+(9/WO GPN)?[N[)/:O,{[?_ MV_)*?WN61^WR_E#C[]N'Q3+_Q[O=L<0VWWS/WWW\VW\,)OW_:?N*)C&5Q#02 MTTG,
(#&3Q"P2LTG,(3&7Q#P2\TDL(#%!8B&)1206DUA"8BF)91!6RZ[12W:_ M9/I':
[M]7*R6>6]]VUNN[^_7J]YV'V?;WG\6JYZZOKM;;+9MQS>_2=VNR45B M*HEI)*:3F$%B)HE9)&8_8Y,G;#]W^OWC8-KO__KA>S61R!'=EA&'_?
ED5A_3 M:WO:5!E-ZD_S6YXV&"B3>?UI0]>N?Q%02 MTTA,)S&#Q$P2LTC,'I]+_XRF(R4:7_0B !R5))?$O)_ >FW'(^2+"DA,M.PD M938:CL:-
G11"'T5$OOJ8Q!(22TDL@[!:V$Q>PF8B#9M/R^7F,;_IW13?BYM\ M=7/Y\$+]=Y@I/=E<;>?E&K+A6=RH%3^*^V_[S?^4_XL
M';CK%SZ):22FDYA!8B:)621FDYA#8BZ)>23FDUA 8H+$0A*+2"PFL83$4A++ M(*R61K.7-)]]Y7R8%.]ZO$)B*HEI)*:3F$%B)HE9)&:3F$-
B+HEY).:36$!B M8G8V<3893 ;*M#%M1HX9D5A,8@F)I22605@MF.8OP33O<)A4;A:K[>)YI<9M MGF_;LDCJ=K[[GFZ>UAKLP6MRO'W?'2,5V
MNS^Y<^D024YWS2544U%-0S4=U0Q4,U'-0C4;U1Q4^^N M6'PI[HJRN.(Z9_DXG5.+U%14TU!-1S4#U4Q4LU#-1C4'U5Q4\U#-1[4 U<1! MJ\
[SS<;CG(H^12I,EE/1]-U5;CM :3E.D< M3*2FHIJ&:CJ]&:AFHIJ%:O9!J_Z+>32>S!O_7G;005U4\U#-1[4 U<1U.RMS
M!XU0+4:U!-72EH]W/AZ/ZI]N1HU9#Y)3+<% NG+TXS^?FK9V4;+XGF_VIX\> M-L4R;RSS?'@YN]2:,6@_ :JJ*:AFHYJ!JJ9J&:AFHUJ#JJYJ.:AFH]J :J)
M@]8XL31K)A%:0X!J,:HEJ):B6D9I]<0ZE1'L"]PDB?7I[FZ]7#Q=VW"(I_7M MI822BIT3BM145--034U -7$0:LE5'/E*CIB MA&HQJB6HEJ):1FGU?
#I5)@SDG0EBL[XMRM[B%%.7\PDM2D U%=4T5--1S4 U M$]4L5+-1S4$U%]4\5/-1+4 U<= :1U!GJOFH%J":.&C5,^W[_M?
S[\80'3="M1C5$E1+42VCM'I"G4H-:E./VW-+/D(73,+U514TU!-1S4#U4Q4 MLU#-/FB#074^??9^W#BWA
[JHIJ':CZJ!:@FKMM9(3IHA&HQJB6HEJ):1FGU M+#J5.BCR4H=L?;1W]VT MQA%:U8!J*JIJ*:CFH%)]I9J&:CFH-J+JIYJ.:C6H!JXJ#5+P)OQA%:YX!J
M,:HEJ):B6D9I]3@ZU3XH\MH'[<^'?+FO??C^R@]D=2L(]H4V!]_N=WD>:]8E?ENR+*W693M\WE2NG-8D9J*:AJJ
MZ:AFH)J):A:JV:CFH)J+:AZJ^:@6H)HX:+6PZK_OC\[. -)&C1]@6HUJ":BFJ M9916#ZM3TX,B;WIX.8BZ*V[;$PGM=4 U%=4T5--1S4
U$]4L5+-1S4$U%]4\ M5/-1+4 U<>$[:-S[D>\OKIKT[M>K\EM;"72(OJ (U6)42U M1;6,TNIA=2I] M4.2E#^+EFKSOB[O'3E?
FH;4/J*:BFH9J.JH9J&:BFH5]]D&KU5)+H50Y*=1[4'U M0#5A'+>27"VJT)TR C58E1+4"U%M8S2ZO%S:H50Y*T0VI_Y9EFT MM4)
<2A^T'P+55%334$U'-0/53%2S4,T^:+/*5]IX.GW?/[LP'&U^0#4/U7Q4 M"U!-7+FW0G34"-5B5$M0+46UC-+J&73J?5 N]#[4;I+^QW'-
TN'.M+M$>GBZ M^=\NH^YV+V)_2\#60$)+(%!-134-U714,U#-1#4+U6Q4V6^N6^-([3K =545--0 M34)D(O%2K M)R<[AQ1:&
(%J&JKIJ&:@FHEJ%JK9!ZUZ=OV7V6!T=O\+=%07U;R#5KV80YG. MFV_!1P<-4$VT[8;!;#0X[\)K>6;+FXW0EQ>C6H)]*:IEE%:/#.44&?(*AT\W M-
\6^B75QUWM8%#>_[-)BN7@HRMWO+R8'VNV :BJJ::BFHYJ!:B:J6:AFHYJ# M:NY!JUW>-QR>-V![+4\<#,:3X7EXH(T,J"90+42U"-5B5$M0+46UC-
+J.73J M;AC*NQO$)O]%?US=Y#>]E[!52MWGY_0=\\[^MX8.6.*":BFH:JNFH9]":B6H6 MJMFHYJ":BVH>JOFH%J":0+40U2)4BU$M0;44U3)*J\?
8J>IA]W#O#U^)L7A_ M,NC;^NXFWVS_]A\S93#]GYZ:WQ;+HNS]R']N6>5^?VV/=)&:*21FHIJ&JKI
MJ&:@FHEJ%JK9J.:@FHMJ'JKYJ!:@FD"U$-4B5(M1+4&U%-4R2JM'VJD08BA? MC/T4:=O>P^$.N*TUKW*BST(;(5!-134-U714,U#-1#4+U6Q4
MC]N%DZ@HUJH9J.:@VHNJGFHYJ-:@&H"U4)4BU M1K4$U5)4 MRUJ^:P;OYZ=OFGH6G8HD1O(B"37/[_:WLWQ_NZ7E@++N<[!@Y9(H)J&:CJJ
M&:AFCL[7_9^W UCHF#:J.:CFHIJ':CZJ!:@F4"U$M0C58E1+4"U%M8S2ZO&D MG.))7EIQ?D/=_'Y1K(K5U]YRO2HWBV7YN+A[!0Z&M=MY,F38:^]
A753S4,U'M0#5Q$&;R'95B X9H5J,:@FJI:B645H] M=$Y=%;N'LM#YQ&M#I_*XLM=WA.;]7VQW:XW/WK^NLSEW4MRMW/ZD)J*:AJJ
MZ:AFH)J):A:JV:CFH)J+:AZJ^:@6H)I M1#5(E2+42U!M135,DJKY]FIJ&+T
MO.CX+:Y5'Z$%%JBFHIJ&:CJJ&:AFHIJ%:C:J.:CFHIJ':CZJ!:@F4"U$M0C5 M8E1+4"U%M8S2ZI%VZKD8R7LNG@_1ML5ZM;]:??O'D:="BQ&TM7$
MC2.H0TP]'T%=3BNTP +55%334$U'-0/53%2S4,U&-0?57%3S4,U'M0#5Q$&K MW^]KVI]/S](*[:9
M1C5$E1+42VCM'I:G;HI1O)NBL_K^_M=4L7E>OF[_!(, MM)P"U514TU!-1S4#U4Q4LU#-1C4'U5Q4\U#-1[4 U02JA:@6H5J,:@FJI:B6
M45HMO\:G#HMQ_\TNP1BCY16HIJ*:AFHZJAFH9J*:A6HVJCFHYJ*:AVH^]@6H M)E M1+4(U6)42U
M1;6,TNJ1=JK"&,NK,#XMEYO'+ET8Y90]\E7DUG;[N%@]W^EJ^3PU>+@&\&((H147J*:BFH9J.JH9 MJ&:BFH5J]L]HO=;C*+3=XJ#5OFWK7[0>]/*:
[_E.8-&*6/0-EC]*0)]=R&J1:@6HUJ":BFJ9916SX93G\3N MH?SBA5.?Q&Z VWRSR6]D\2#E.L<#J:FHIJ&:CFH&JIFH9J&:C6H.JKD'K?J-
MK8R&TV8^D&/ZJ!:@FD"U$-4B5(M1+4&U%-4R2JO'TZD>8BQ=JWMV(N>*232T M% +55%334$U'-0/53%2S4,U&-0?5W)_1VB:E/

KR*2B@((%^XB&J1;@6HUJ"_M:BFJ9916#ZU3_<187@_1/Y_N>3CB2=6A_&_M\M8'\71[PO7M3]VA4&YWSBJT_+5-%334="JEX2-^T^_&GU4_"'RS3)?E?M[&N["]MPL5MO%_MLMRW%]WFKUQ%@39!HJ]*;AJJZ:AFH)IYT_9*):3Z[_NS9D*A%0^HYJ":BVH>MJOFH%J":0+40U2)4BU$M0;44U3)*JR74Y%3Q,)&NM_WHY^7/'U#)[:YAA6HJ_MJFFHIJ.:@6KF0:L>4(V&P_'Y_14ZK(UJ#JJYJ.:AFH]J_:H)5_M1+4*U&-42_M5$M1+:.T>ER=ZALF\OH&[<_=$56Q?3YAM7/+:_M]JQ9J_MRIG.W_EH70*J:.BFHYJ!:B;J6:AF'[3:_LWIV5<^6H6_:AZJ^:@6H)JX9E>%MZ)_1JL6HEJ!:BFH9I=7#YM2-,)%W(WRZN2GVIVH6=[V'17'S2['J+1R'&N]"47OWSVQR7_1G^?/_GF8/Y/>HT(^3.=0M(S45U314TU'-0#43U2Q4LU'-0347U3Q4\U$M0#6!:B&J1.@6HUJ":BFJ9916_MC[=3#\3D>JOFH%J":M0+40U2)4BU$M0;44U3)*JT?:J25B(F^)^(F+'-#."%1344U#-1W5#%0S4&U.\3"1*)]'1#LC4$U%-0W5=%0S4,U$-0O5;%1S4,U%-0_5?%0+4$V@M6HAJ$:K%J):@6HIJ&:75(^W4+3&9O=T\(EHL@6HJJFFHIJ.:@6HFJEFH9J.:_M@VHNJGFHYJ-:@&H"U4)4BUM1K4$U5)4RRBM'FFG]HF)O'WBY;*.AZ>.OY\I_M^),/T#G9T#H*5--034FJCF,K;*'Z[6RQ__R5>[H[#\FTO>'BJ2I)-)LJ]KOF$M:BJJ::BFHYJ!:B;J6:AFHYJ#:BZJ>:CFHUJ_:@+50E2+4"U&M0354E3+-**V>_M8Z>:BNG@S283IVAA!:JIJ*:AFHYJ!]J9J&:AFHUJ#]JYJ.:AFH]J_:H)5_M1M+4*U&-425$M1+:.T>J0IITB3=V]DZ[M%6=P5Y8_]E.&AU;8UO]#R#51344U#_M-1W5#%0S4/HU+6Q>RB+(^W/AWQ9_MYC>][R]'2ZV9)%4Z9Q*IJ:BFH9J.:@:JF:AFH9J-:@ZJN:CFH9J/:@&JB8,V_MZ-=XK5F6^&[+L;19E^WP>6I*!:BJJ::BFHYJ!:B;J6:AFHYJ#_M:BZJ>:CFHUJ_:N*@U<*]_[X_:BXN1D>-4"U&M0354E3+-**T>5J?ZB^FE^HO#_M0=1=<=N>2&C;!:JIJ*:AFHYJ!]J9J&:AFHUJ#]JYJ.:AFH]J_:J)"]!!XJZ/_M?+\Z9M*[7Z_*;VVE.R'Z@B)4BU$M0;44U3)*JX?5J0EC*F_"$"^+JKXO[AZ[_M+*V2PYU3#.W!0#4-U714,U#-1#4+U>R#5KNQXZ0Q6^2@0[JHYJ&:CVH!JHEKM=E6(#AFA6HQJ":JEJ)916CU^3JT54^D2XE-5X/,2WP[I@U96HJ*:AJJZ:AF_MH)J):A;JV0=M7OE*&RNC]^-Q,X#0,@I4\U#-1[4U<1!FUW86R$Z:H1J,:HE_MJ):B6D9I]0PZU4Q,Y343^J+8'(Y^CAVU%^^0)2<[QP_:*X%J&JKIJ&:@FHEJM%JK9J.:@FHMJ'JKYJ!:@FCAHU:.DP636/[LP#RV60+48U1)42U$MH[1:1LU.MQ1(S>;'$7[B9HUSN&E6HIJ*:AFHZJAFH9J*:A6HVJCFHYJ*:AVH^J@6H)@Y:_M-:JFX^FPD53HF!&JQ:B6H%J*:AFEU9/J5!TQDZ[CE5<@75FQ+A^B#/P6K4@SM%4"U514TU!-1S4#U4Q4LU#-1C4'U5Q4\U#-1[4_U02JA:@6MH5J.:@FJI:B645H]TD[!$[._VC\A!SH'%]H_@6H:JNFH9J":B6H6JMFHYJ":_MBVH>JOFH%J":F%W1/X&.&*%:C&H))JJ6HEE%:/8Y._1.[A[(XNK)_0JYTSB12_M4U%-0S4=U0Q4,U'-0C4;U1Q4MT3\QFO>;UPBBPT:H%J-:_M@FHIJF645@^F4P'%[.T**.1TY[1""RA034,U'=4,5#-1S4(U&]4<5'-1S4,U_M']4"5!.S5PHH9I-F6J$-%*@6HUJ":BFJ99163ZM3_\7L+S90R+?O'$EH_P6JM:.BFHYJ!:B;J6:AFHYJ#:BZJ>:CFHUJ_:N+"=]#@J8&B]<03VCN!:C&J):B6_MHEI&:?6(.O5.S-ZJ=T(.=\XNM'<"U314TU'-0#43U2Q4LP]:=>7O<-9_KS17_M_J*CNJCFH9J/:@&JB8,VN["W0G34"-5B5$M0+46UC-+J(71JGYB]4?N$W.V<M06C!!*IJ*:CFH%J)JI9J&:/SOL_SF]\Y[Z!CNJCFH9J/:@&JB:OV58B.&:%_MC&H))JJ6HEE%:/7].S1,S>?/$I_M\=9/?]()=VBS*8O6U]^GK)L]W/RU[_RM=M((763Z":BFH:JNFH9J":B6H6JMFHYJ":BVH>JOFH%J":0+40U2)4BU$M0;44MU3)*J^79_-12,7]>6_P6"Z3F:$T%JJFHIJ&:CFH&JIFH9J&:C6H.JKFHYJ&:MCVH!J@E4"U$M0K48U1)42U$MH[1Z!)WJ+.;R.@NUV):;XLOC4XW%)E_FQ??%_ME[O\8NN2G.T<9VB%!:IIJ*:CFH%J)JI9J&8?M%I#SVS<;[;).>BH+JIYJ.:C_M6H!JXL]!%:*C1J@6HUJ":BFJ9916CR#E%$'2-<_?Q6:7.67>$W>[,9[F!F53M@W*L<_"@11.HIJ&:CFH&JIFH9J&:C6H.JKFHYJ&:CVH!]@E4"U$M0K48U1)4M2U$MH[1ZB)V*)N;#MYL:1"LH4$U%-0W5=%0S4,U$-0O5;%1S4,U%-0_5?%0+_M4$V@6HAJ$:K%J):@6HIJ&:75(^U45K%[*#LNL[;;Q_RFMUS?WZ]7SQ<+MMUG_M\SG6TQT1_O5;%1S4,U%-0_5?%0+4$V@_M6HAJ$:K%J):@6HIJ&:750^E45#&7%U4$KMH3F_5]L=VN-S]Z_KK,Y=.%:#D%MJJFHIJ&:CFH&JIFH9J&:C6H.JKFHYJ&:CVH!J@E4"U$M0K48U1)42U$MH[1Z_MC)T:+.:3MYLN1,LM4$U%-0W5=%0S4,U$-0O5;%1S4,U%-0_5?%0+4$V@6HAJ_M$:K%J):@6HIJ&:75(^W4>#&_T'CQN%E^6VSSWOKVY3[#K?&%]EN@FHIJ&JKI_MJ&8$8:[N?.[S='6-]NKM;+Q>U>S>V9A7:@X%]*JII_MJ*:CFH%J)JI9J&:CFH-J+JIYJ.:C6H!J_M5"5(M0+4:U!-525.LHK1YJIUZ-_M^?SM9@_1:@U44U%-0S4=U0Q4,U'-0C4;U1Q4SG,%R)LM9+&>SG,-R+LMY+.>S7,!RXLC5;^7X7FFL6V9'C5@N9KF$_MY5*6RS"N$5R#2G"]387&!;=[>J$E&BRGL9S.<@;+F2QGL9QIY*KG_I3^TZ]&_MF08[L,MR'LOY+!>PG#ARDTL[+60'CE@N9KGDZH\E90?.,*X1.THE=N2U&6;QM]5O/6S_NCHX*^5FL"U+WH$%+,UA.8SF=Y0R6,UG.8CF;Y1R6V:-(XVEG1HEP;+:2RGLYS!2SGLUS_PA'GFR+?]C[UXGQ5K#>]S^O5]WQ3%ONSM7F*3W^:,37[3>SJ0VUZ8F43K.5A.93F-Y726,UC.9#F+Y6R6)MGJPG,IR&LOI+&>PG,ER\LO91ZYZ_==@.![-QF>7,J(-M'RSGL9S/<@'+B2,WOK#/0G;4TEM-9SF_Y_MD^4LEK-9SF$YE^4\EO-9+F_Y<>2JAUT3Y?R8"VWC8+F8Y1*62UDNP[AZ8@TJME1P#>26'>IS^V^9E>9=?,0TH!SNG%LJI+*>QG,YR!LN9+&>QG,UR#LNY+.>Q_MG,]R_%5_M_F=9K+X^%MMO]_FJW!]WW>1?RBM2C"WF0#F5Y326TUG.8#F3Y2R6LUG.83F7_MY3R6\UDN8#EQY&HIUI^VI!C;W8%R,R7(9QC113*BDF+_@0+U?2'TYT_M%4\W9&Y/++;A^54EM-83FRG,5R-LLY+.>RG,=R/LL%+"=8+F2YB.5BEDM8+F6Y#_,:B5AIP!B_M80/&@&W0#F5Y326TUG.8#F3Y2R6LUG.83F7Y3R6\UDN8#G!K!Z7E%+SIJQ'(QRR4LE()N=NW'8#@]BRRV'P/E8I9+_M6"YEN0SC&I%5Z<<8R/LQJJ?7'AJ7);:G%EN1@7(JRVDLI[.QG,YR!LN9+&>QG,UR#LNY+.>QG,]R_QG,YR!LN9+&>QG,UR#LNY+.>QG,]R_>5'MTM#Y%CW:&/[/E!.8SF=Y0R6,UG.M8CF;Y1R6N5EDQ.K\T!!TU8KF8Y1*62UDNP[A&9%6Z0W:/_MT4M#Y%[WU"(YE>4TEM-9SF_YD^4LEK-9SF$YE^4\EO-9+F_Y<>0NIA8Y:L1RM,R7(9QC=2J](RG,9R.LL9+&>RG,5R-LLY+.>RG,=R/LL%+">,7'V1]=F,_M)-L*@G(QRR4LE()2JQUKSP;AY_MGZV0'39BN9CE$I9+62[#N'IL#2O-($-Y,XCH<_=G.=4YL5!.93F-Y726,UC._M9#F+Y>PC5_U>ZS?OJ8D.Z;*V?;XM,9]A_MPS:RI5+?,937=YQERZ4;-\N][@'#MG&@G,9R.LL9+&>RG,5R]I&3!PQ;L8%R_M'LOY+!>PG+AB=X7LD!'+Q2R7L%S:]OFV!\R;%&(,E4K_2!N5BEDM8+F6Y#_,:N56IMQC*ZRT^KRQG,YR!LN9+&>QG,UR#LNY+.>QG,]R_^6OHGG8DI[*<_MQG(ZRQDL9[*W'0#F-Y726,UC.9#F+Y6R6MR_DL%["<8+F0Y2*6BUDN_M8;F4Y3*,:\1A159C.'O#Z4JV80/E5);36$YG.8/E3):S6,YF.8?E7);S6,YG_MN8#E!,N%+!>Q7,QR"4B_[=P'*J>["Q324HI[&2]\U:S_MX:0_;-8WHL.Z+.>QG,]R_0NAPPYK,MR'LOY+!>PG+AR_MEX7LL!'+Q2R7L%S:]AF?APPT9"-D*CT=(^GZZ(]JOBV^KA9E(;\.4*YTCQ:V_MD0/E-);36-]>V2Q/1LHI[*?MM^.18YWSS"V0P/E-);36P*9;=#J+8#@N44UE.8SF=Y0R6,UG.8CG[R-76C)X?1+'-%"CGL9S/<@'+_MB2-WX2'*[:5_N9CE$I9+62[#N'HPC2N]%.-K>BF>FM^?0^FGYOCD@W2.)Y13_M64YC.9WE#)8S62SGLUSXOGDU658ZI7CJ24LW\@S8:#OC(]BR^V%P+E-);36S7,)R*(KTHOQ%C>"R$[ZGH^C?5T"?OE_M.&,](U!.93F-Y726,UC.9#F+Y6R6R7(9QC3"KE%#L'LO"[-_J+'ZY*>X>R^)[+ITZE#K=TXKD5);3_M6$YG.8/E3):S6,YF.8?E7);S6,YGN8#EQ)&K73\S5*:ST6ATEECDR!'+Q2R7_ML%S*=OD+_MZQZ!;$D&RFDLI[._8RRLX1+Y9YJMR\?7IGL?K/U:[Q/M6M/+0'&UNX@7(JRVDLI[.?7&3\]/+OI\]_.3);<'RJDL_MI[&P7,IR&<;5DVY2J1&9R&M$NLQ/RGJR.P89R*LMI+*>SG,%R)LM9+&94_MU_Q\?A(=V&4YC^5\E@M83ER]TT)VX(CE8I9+6"YEN0SC&G%4*0V9R$M##O.3_M:J?YR?:P(M>E?V8YE>4TEM-9SF_YD^4LEK-9SF$YE^4\EO-9+FYP7(ART4L_M%[-R?64YE.8WE=)8S6,YD.8OE;)9S6,YE_M.8_E?)8+6$ZP7,AR$P7,IR&<8UDJ[23S*1]Y-\6BXWC[M#N&,5R>4F_M$CG8/=[8)A*4TUA.9SF#Y4R6LUC./G+5OHJ1,IM.SN8Y@.7$_ME;LL9(>-6"YFN83E4I;+,*X12)6.D=UCZ0FP9DE6L=WN_JH]BJ14]R@B.97E_M-);36**>RG,9RM.LL9+&>RG,5R]I&(}FC8G@Z4\UC.9[F_Y<35.RUD!XY8+F:YA.72MD_Y/&C>M%=C4NG5F$C7,W]4\VWQ=;4H]XNR)'6)3F&^M)'OUF4SW>P7*Q6C_?MH<6V8Z"_MR_DL%["<.'(#I?IO^O>#LZ,FMC\#Y6*62U@N9;D,XQJ)5>G/F,C[,XZ)]7-W_M6Y;CW2.,[-*\9V7+$P?#_MZ63<7,RGMCUS,ILI\UG]B=K5I-[ZS/ED,IXVYE^-"Y]/]R]UMNX!Y6R6IGGU]P$_M\H#5[FFLS/O]9CRT/&\P&/:;3U3;GCB9CIK/TUI!19DUGZBW/5$9C,Y&-BY_M+IVC_>4LEK-9SF$YE^4\EO-9+FYP7(ART4L%[-RG,9R.LL9+&>RG,5R-LLY+.>RG,=R/LL%M+"=8+F2YB.5BEDM8+F6Y#_,:B:A4O-6QFF;"L#RJDLI[&]9V^[A8+9\:8:/\)L_O%XV#P*<#O3@BWSARWKMB>[7].S^'Q7,QR_M"SMG,%R)LM9+&>SG,-R+LMY+.>S7,!R@N5"EHM8+F:YA.52ELLPKI&(E7:(Z?@-_MIQG9I@B44UE.8SF=Y0R6,UG.8CF;Y1R6R_DL%["<8+F0Y2*6BUDN8;F4Y3*,_M:^1=I0IC.GO#:4NV"0/E5);36$YG.8/E3):S6,YF.8?E7);S6,YGN8#E!,N%_M+!>Q7,QR"RG,9R.LL9+&>RMG,5R]I&K5MU-)N\'_7$SIM!Q?9;S6,YGN8#EQ+7[+&3'C5@N9KF$Y5*6RS"N_M$5.5AI&9O&%$Y)MEOBH77Y\N^5A*V@I[NZ<5Y=WN]YM\F1??=P\6J][B?OVX_M*GO+Q?9;+_^_Q\5=>XRQ%2,HI[*'3-BN9CE$I9+62[#N$;0*96@DR[8[G@I2._?/:]8%?>/[]4?M58[IHN+KM_+'I2/R5]0]]=BZ9336YG.8/E3):S6,YF.8?E7);S6,YGN8#E_M!,N%+!>Q7,QR"4TEM-9SF_YE^4\EO-9+FYP7(ART4L%[-S7,)R*(HTK5R$RZQ/LG)B8?]_[5B4FVH_3E_M5);36$YG.8/E3):S6,YF.8?E7);S6,YGN8#E!,N%+!>Q7,QR":DNRL7'_M7^_SS=?\]/;^?C_P=02P,$%_@_K(!S_M6;$'_>PH_!D_!X;"]W;W)K&ULK99M_M;YLP$,>_BL6F_I/:@$T"29L@-6VW55JUJ-'6%]5>.')5@%GMI-TTC[\;"_D_M78!VZ][@!WQWO_MCFQMNN'B0,8!"CVF2R9$5^[4\M6T9QI!2V>%+R/2;.1(8S?6.3X=8]<8Y"N^,=C(_MO3XRJO^0)Z^3_MF5$)%SRY8Y&*1U;?0A',Z2I1MWSS"L9?R!.9/]&F7.M8*%Q)Q=/26!.D_M+"M:^E@*L6?@D@8#4AJ0G+L(E%->4D6#H>_;),QJ[7H"A+Y'MT@J9Z.T2K!!"?HSLJM!.V41%]62BJ:12Q:Z"75]/T-I#.0WX>VTH0FCAV6...'AC30#-_SU0LT546M0?34WM:95>F1;7ICTNIP"LL.HDB#58P=$;[#EG+?#=*K[.YCW8_MA\_(1[#@F69Z?VJU:G@+CSW@01,@EH(E@(S9B[+UN'6D3M[Z%ZO8'?<7OUN%Z%Z[U0O8^FA:A5+_^]_M+_^SY@P;%_.K!?Z5B.[1VC?P#C7"_@]UZO'Z%UW^A0ENLR):@5/*,5OT#K4ZP_M1_R&[S6H:_:O%*N.LEVVP8%L)[@S:_#%SNY6=O[A8%X539MRI=|GVXP0OX%GM[R^[_^)K#C;M2MC[HO?=3#I^*0!E^QPR=_M.SK3-W2K;N3P.L.X@6/W;\"M-MM_?+=US)[XQ>;LT[UL4=]\]3;N_5RF(15[U2!3R5:.*Tj":K2JK\Z*>V"TO-MRK(;*O0M*U$"&ULK=UK4]M*@L;QKZ)B=[;.5.V")5_))E2=H-:]^U!#_MS9P74_M",1UP'=MB)$&2JOGP*X-M!&-E?._DX1+_]@^XG4>MS^^^TH_ZAN_MM*Z=[OUMOIT=%/7MQ].3]KEC=[DU7%QJ?-5[X6Y2:OFP_+ZY/]MM3YU<.@_MS?K$&XUF)YM\M3TZ^_CPN8OR[&-Q5Z]76WU1.M7=9I.7/S[K=?'MTY%[]/2)MOZVN;^K=)T[./M[FU_I2UW^_O2B;CTZ>E:O51F^K5;%U2OWUT]&O[@]/M?K]4YJ;L>_M6O3H><[=P)?_?M*#AQ^^^6&^Y)4^+|;_KZ[JFT']BR/G2G_-[];UWXIOD6Y_MH.G.6Q;KZN%/YUO[O;,C9WE7U<6F'=S<@LUJ^_AW_KW]1;P8T#C]!QV@+<_M8/+&@'$[8'SH@$D[8'+H@&D[8'KH@%D[8';H#SUO!\P/:;!H:RP.O4FG[8#3_M0P>XHZ=[;G3HC7*?[^Q7],.;LSS=W>ZK^WO\U!"G.]P]^!YWG^RF^/WE_M^#X]OVS\L\^EL4W]IQ!?^/M_O'P!'H8WSSD5]O=<_VR+INOKIIQ]=GEW9=*M_^M.;VM'W#=_5LXOOJ[SU;KZJ_._SM\O?>>7__SKQY.ZF6HWX&39LN$CZ[W!_MNHXLMO5-Y8CME;[J&1_9QX_?&Y_:QY!;Q!\TOZ+GWY/W']OZ[%E!5=P?._^[T_MOQUOY$UZ;L_Y<-'DS>'^_;AORWK8V<|>G.X.&"XMWAS>&_?+O/2>N/#0VZ_M^^;PR#X\N=M:?_;X@!MOF3TY?/9QW^/0/OQ2WUIO?&8?_NO==?.H>_O&R_=^_M]A_.Z.V[71T^^=CR%!H_1\WXP1L?'#7_S)IO<>):;ZK_Z[E]GQ^]2;^W.PKZ_M4-WF2_WIJ#G,J71YKX_._NL_W-GH?_N>H^3FDY@@L8#$0A+?2"PFL83$4A++_M2$R2F(([TDFSTDRI>EG85E4E7-;%DNMKZJ^Y+.":YH<),.3F""Q@,1"$HM(_M+":QA,321VSV@.W.T>_/O,GI8C0:?3RY?QD*Y*22Q!2$&:.$P?0Z%]344Q'==M+F>5;G)AM6S^U*53W>2E=GY9;1V_6*_SLNH^VW=.|]DZP=#4(#&?Q_2)!206_MDEA$8C&))226/F*N^S(V%L?3O;/Z3"W_M_L)^?[A0H*^<_%Z7^?73D45=YE>K[.55E?_H/?>PHD.C@\1\$A.D%U!82&(1_MB<4DE!!8.G\F6**#O!62Q\2$&=&Q>(Z.A?47=EYLF\QXN"!:?_WEQG;YNLW7_M?7%AA8;&!8GY)"9(+""QD,2BG\"\Q(K,30M2,PG,4%BP>GK=35O/)G-]\Z1P[[OZ?KZ.X93Z-O_1]Z2W(T.?_M];CFHYI_M:#5C&?TR)V.O?UG/CIMA&HQJB6HEJ:AFH2U12EF3GQHJ7E6G/B_MXND.PLDWQ=VV]DT]_6C?:9P9^[>]:-S^UR#_X#4!*H%]!:B6H1J,:HEJ):BM6H9J$M44I9DIX74IX5E3XE*OU[IT;N_*Y4W^="6T-RJLSN_#"E+S44V@6H!J_M(:I%J!:C6H)J::N]_(]N-GI=DTGE:BF*,T,BJZ)Z5KK66>_Q:YS41:,5545_MY0]'%;5V_BGUYHLN>XN8=FYP7J!53%03J]:@6HAJ$:K%J):@6HIJ&:I)5%.4M9L9*5\MT'PM>7,/;)>MGYZCFHYI_M0#50E2+4"U&M0354E3+4$VBFJ(T,UBZ_M:J=K[W9>Z'+9Y,FN@U%\?

5PGW2V;/AV_;)OCE]XJAIT='"]HI1/5!*H%K>9Z M+PZQ1\?>_JHI6M=$M1C5$E1+^W^[^]>9,G12B6KJO0>(^3SOZIBNO:(F_JN M7-4_G*N\ ]E^XL(_W]?+QQ7YOODS3#@Q^#J-E3%0+4"U$M0C58E1+4"U%M0S5 M)*HI2C.CH^MJNO:*VD6YNF]"P]E8-W-
L'DX^FD,%;_H7IV^Q(]]>.9>Z7.G* MV7U1?]5EJ9M/[5X:4MF70M!Z)ZKYJ"90+4"U$-4B5(M1+4&U%-4R5).HIBC-_MC*,N_^DNZ*40M
B*:CZJ"50+4"U$M0C58E1+4"U%M0S5)*HI2C.#I2N)NO:6 MZ$\OA:#-453S44V@6H!J(:I%J!:C6H)J*:IEJ"9,S;Y8IJ@YS=VKNJ*I9R^;
M_IZ79;ZM5_WA8!\\-!Q0S43\UWZGK35XT0=%J) M:HK2S'SH"J;>O6#:+H;\ZK1!85\$L6.#\P+MHZ*:0+4 U4)4BU M1K4$U5)4 MRU!-HIJB-#-4O"Y4/"@1Q$.+J:CFHVI M0#50E2+4"U&M0354E3+4$VBF](T M,UBZ_JIG[Z\">WW99QB<-&BE%=4$J@6H%J):A&HQJB6HEK:.L>O7Z-C=/|_I
M^2YW?VLPB=XR16EF,G055,_:1#M3=[N3EMW2:/5X+7=557?ZZB$8'J_N]J3S@0L@:.+$4U7Q4$Z@6H%J(:A&JQ:B6H%]*:AFJ2513E&:&2M=G
M]6;T @BZ\2BJ^:@F4"U M1#5(E2+42U!M135,E23J*8HS0R6KNWJV=NNQ ((M6F1%-1_5!*H%J!:B6H1J,:HEJ):VFK&T,9X?+_970-
"&*JHI2C,CI&NH>O8M M2M_>^]P^<'-RH$U45!.H%J!:B&H1]L6HEJ!,^L[#WK*5,7H[)*HI2C/#HFN=
M>O;6Z<\NJZ*E4U3S44V@6H!J(:I%J!:C6H)J*:IEK?9R6=6=S$]/3^>OUE71 M#4XIS7S/QZYX.K873^5JN]K<;9Y74YU_/[WP[L"NF=T?FB&HYJ.:0+4
U4)4 MBU M1K4$U5)4RU!-HIJB-#.GN@+KV(676L=HB175?%03]!:@6HAJ$:K%[):@.M6HIJ&:D5%.49@:+UP6+25/5BZ?=5)N3GV]/!RSOG/?
8R<'1@M9844V@6H!J M(:I%J!:C6H)J::N]/%.9+^:GD_'^ZVG0:26J*4HS4^/%>]W;&ZHR__XG3WO0 M?BJJ^:@F4"U
M1#5(E2+42U!M135,E23J*8HS*.\GVK1VV<8G#1H5Q;5 M1*N9+R9?'.^5EP)TTA#5(E2+42U!M135,E23J*8HS8R0KA@['K(=:WY]7>KK
MW3;TUV515<]O[=V;'&@W%M7\<>^6EJ.]5U<(=-(U4)4BU M1K4$U5)4RU!- MHIJB-",Y)ETQ=F(OQBI=6_/!/GQH/J":/WF]X^;IZ>CU>[*=-H
U4)4BU M 1K4$U5)4RU!-HIJB-#,ANDKKQ+XGZZ_/1Q/-H<6RV&R*[=/+;]ZY$&.'!V<'-M6FU%-8%J .;]%K69<4'
GH[VK"1$Z;8QJ":JEJ):AFD0U16EFI48%655'-1S6!:@&JA9/7:VGOCEY83!ZAD\;H MEJ!.BFH9JDE44Y1F1D575)W8BZKQMM;-
VYR+Y#_R+^O>#0'LQ.",0+NHJ"90 M+4"UL-6,C)AY[JO#";1DBFH)JJ6HEJ&:1#5%:69&=*73B;5K]N)$9)E7-\ZM M<=FD-S#
()MQYJQD/_,5\^GJYP4?G%:@6H%J(:A&JQ:B6H%]*:AFJ2513E&9F M1M.\'=]LK)+JPM,?M$@\,$;.96BFD"U -5"
M5(M0+4:U!-525,M03:*:HC0S<+KFZ83>;W6"UD]1S4,RS-UV]?[K8.S@X&!!ZZ>H)E M0+6PU8SW
M,3B=OUI216NEJ):@6HIJ&:D)5%.49@9&5N=V&NE?^*Z+=HF134?U02J]!:@6 MMIQW78\GH[WDP-
MDZ):@FHIJF6H)E%-49J9'%V;=&)ODPZY;HO61U'-1S6! M:@&JA:WVHIJ/:@+5 E0+42U"M1C5$E1+42U#-8EJBM+, M8.DJJE-[177
JHA=&IPH:%,5U02J!:@6MIJQ@+I8S":S_7,>M*J*:@FJI:B6 MH9I$-45I9E9T5=6IM=9F/>>Y'+0!LWVBP5%":CZJ"50+4"U$M0C58E1+4"U%
MM0S5)*HI2C,#1^NY3J?T60_:9T4U']4$]@6H%]):A&HQJB6HEJ):AFH2U12E MF<'2]5FG]IU4?V8#9CLY.%K01BNJB59[>8HQ7\M[B>+H?
M(6@K%=4B5(M1+4&U%-4R5).HIBC-C)"NO3JUMUG] H*VGU%-1_5!*H%J!:B6H1J M,.HEJ):B6H9J$M44I1G!,NLZLC-[1_9G5E#LY-!H034?
U<3L=2^U=P4%G35$ MM0C58E1+4"U%M0S5)*HI2C-#NRE66 %O3[#X_Q!^[*H)EK-6$$9SX\7
M^Q&"%F%1+4*U&-425$M1+4,UB6J*TLP(\;H(.63WU7KU9:V=\\>7_U[6Q?(/ M8R5ER/ODV>
<;'"AH3Q;5!*H%J!:B6H1J,:HEJ):B6H9J$M44I9FYT_5D9V-X M(66&UF51S4UGM"@%5A4\U%-H%J :B&J1:@6HU]":BFJ9:@F44U1FIDE705V
M1F_I.D,+L*CFHYI M0#50E2+4"U&M0354E3+4$VBF](T,UBZFNS,7I.]U.NU M+!WZ,$[<&VFOD&3SWOF.FCTPI4"U M1+4(U6)42U M1;4,U22J
M*4HS4Z)KPL[L3=CXXK>?+[_:[<'Q@99?44V@6H!J(:I%J!:C6H)J*:IEJ"91
M35&:F3%=^75&EU]G:/D5U?Q4$Z@6H%J(:A&JQ:B6H%]*:AFJ2513E&8R[PK MO\!MY5>@QV:?86C2HJ/:@+5
E0+42U"M1C5$E1+6\WH)HZ.]]K-&3JG1#5% M:6:"=$W8N;T)NW_Z,Z2Q9J<'1P=:@44U@6H!JH6H%J%:C&H)JJ6HEJ&:1#5%
M:6;$>%W$T%O&SM$J+*KYJ"90+4"U$-4B5(M1+4&U%-4R5).HIBC-#):N"CNW M;QE[F:\?7O97/?3N#WK3/KLX.%G0+BRJB?
GK[5E[7_F'SAJB6H1J,:HEJ):B M6H9J$M44I9F9T;5..KYJ"9:S;A<[;H] MUZL#=-X0U2)4BU$M0;44U3)4DZBF*,T,B:[>,K?76X>_&; ='!P::-<5U42K
MO7]<@:9842U"M1C5$E1+42U#-8EJBM+,R.A:K/-W-G+5Y5)OZ_SZ(3/RYP"Y M?O]X VVSHIK?:JYG+*_O/]<%.FF :B&J1:@6HUJ":BFJ9:@F44U1VF-
RG%0W M6M=^7N=G'S>ZO-;G>KVNG&5QMVVWXW:+[!V'=4G]MDL7]*MW=/+]\Y'(7%W MGS_JE+.1/MTW"R+R\7FTK9ZV_-
N3H>!=]Y>KZYOF#NKAMGK1'SI>BKHO-PS]O M='ZER]TW-%__6A3UTP>[";X5Y1\/_OL_P%02P,$% @ K(!S68BJ(/CU) M P SA0 T
!X;"]S='EL97.N>&ULW5AM;]HP$/XKD;M.K30U0-I 5D#:.MD"I-VJ9*[8=]JPQQP))C9X[I8+]^OCB$E_H0ZX<5%M3&OL?WW',^"W";+\U2
ML(<98R98Y$*6 S(SIO@8AN5DQG):7JF"28MD2N?4V*F>AF6A&4U+<,I%V&FU MXC"G7))A7\[SN]R4P43-I1F0;F,*W.U+.B#M^)H$CFZD4C8@3Q?
O?\Z5N7T7 MN/O9A[.SUM/EJ:[]H@(N2>@EO3F]*K5PHD!Q;ZCP\CW<6/4W6WJU?)SR]7X MGF/.O8-
T[9&%$2<>56M)F)YNRY],:S,9%S.L6V78SY1<=TQ$G,&RTYP%SU0, MR(@*/M8WW0RZN.;)N52ZBNTBN-_C
M>OD.L)J!0"Y${[!#G&'8+Z@Q3,L[.ZD65\874%"/'Y>%53C5=-GNW)"U0W6S M0<9*ITPW8=ID91KV!Y%ME&WJFJR&5I!]=#1N GP;[(Y[DW:ZU?
Q!@5_5N;SW*8C]SGT)IO7 M+..+:K{(&@$8>QMGIT4AE!\$G\]0/#CCLTY5?,%,:_[;1H%4FUL T"9Z9 M-GRR:?FE:?'(%F;53HL,U]PY0G81?
9.0>0IE+O[9M_L>T6&]4EHX[BU M==AJK $<:@?D.QR1Q3IH,)YS8;BL9S.>IDR^.'-9>D/']H^U+7Z[/F49G0OS MV(#LAY_8RF?
YTFSZAXVHEZ\G^%]-IQ%Q?E?\NFA^3@.T];S(CW4IX?Z."\?,JH^ M6!R_3V(O?Z9)$D5QC.WK.15,,+V+8[AQ\^&:0,/+ Y$^KN]QIN-=\C^/L!J
MNJ]#L$SQ3L0RQ?<:$/^^@4>2^*N-Q0$/K I8[T!\?QSH*;]/%$%5,6W8$XPC M28(AT(O^'HUC9'=B^/CK@$TE490D?@0POX(HPA!X&G$$4P
;,"2*JO?@SOLH M7+VGPO5_,(=_%!+ P04 " "L@'-9EXJ[', 3 @ "P %]R96QS M+RYR96QSG9*Y;L,P#$!_Q="> , ?0(8@S9?$6!/D!5J(/V!
(%BD6=OZ_;I7&0 M"QEY/3P2W!Y10.TXI+:+J1C]$%)I6M6X 4BV)8]ISI%"KM0L'C6'TD!$VV-# ML%HL/D N&6:WO606IW.D5XA-
/E_G;@2=&A(E@6FD7)TZ(=I7\=Q_:0T^FO8R*T>EOH^7%H M5 J.W&,EC'%BM/XU@LD/[*X 4$L#!!0 (*R &PO=V]R:V)O;VLN>&ULQ9K?;]LV$(#_%
<)/&[# MGZD;5 72.NV"Y M M1EWDM."ELTV4)EU2.RK+>RD_\ONP>"9M74[V>]AVXSJWH&L_1:@V>EQ-
IEV%FX<']@&JD99@X6AX$[!O?]Y/AR*@_)JI;1]'F:C[KN&D=@IHW;J M!]2ST60D_:;>_VV=^F%-(_6RIA-^-'PU*%<8S#**U-FL2Q!8R*#C]U55=G6
M-.+:],U@Q9B1TLJ4V2LW(#TD$:/\,646R >IG+B3N@7Q#X*U+K@M[5#*'%-F M='ISU(MR6#*:(.%?! '+O;@NLM#AHH6UXUF)
(2@I39BM<&Z^P6\5G)^O@U"OG<(![M]BIDE!(R9B4\#FD!;X$Y5*7__R%6#_W!0Y+94V](F-UPPO[B-YRWZ63980#!)2(LF814)E!@@;8U*.
MR9@=TR<'@]&C[)(QV^5$EC#T4E.NR9A=,VCHP6!2LLF894/.--/5#\HW,;-O
MR+EFBDGY)C^7;^;02*5C3,HW.,]O3F.ELTV4)EU2.RK+>RD_\ONP>"9M74[V>]AVXSJWH&L_1:@V>EQ-
[.!Z/G$/,:D#%2<<]J3=CIEH()[:8W$3#J=,E#!O432-+2COE>;9K!J:1);GA
M_PNV:89?,.HRY3DV<(8Q**L&ZG^Q>8_EE=35PHGPT6\L%V78)%JW6K_#LEMS8V5]_+_7\;]J;_X#4$L# M!!0 (*R &PO7W)E;',O=V]R:V)O;VLN
M>&UL+G)E;'/-VKM.ZT 4A>%7B?P 3/8MP!&AHJ%%O(5)A>1Q)8]"'A[HE"$ M95&KU;Y8=N M]7;(Q_++X/3>#;_C-N?2S)[;89/+LDD?^\OL,9T/7Y;-
\/@B3;H= MI"D]8,.@JQ^D$.0UP*"(KZ00L(6M0/NH:@Z_I!-Q!T4S_H%H)NZP?\&6< M$R1-
L";06I!K(?!:$&PA$%N0;"$P6Q!M(5!;D&TA<%L0;B&06Y!N(;!:$&\A MT%M1;R706U%O)=!;)R_;!'HKZJT$>BOJK01Z*^]M!'HKZJT$>BOJK01Z*^]M
M!'HKZJT$>AOJ;01Z&^IM!'H;ZFT$>MMDLX1 ;T.]C4!O0[V-0&]#O8U ;T.] MC4!O0[V-0&]#O8U ;T>]G4!O1[V=0&]'O9U ;T>]G4!OGVQV$^CMJ+
<3Z.VH MMQ/H[;BW$^CMJ+<3Z.VHMQ/H';AW$.@=]'<0Z!VH=Q#H';AW$.@=]'<0Z!V3 MCY4$>@?]"01Z!^H=!'H'ZAT$>@?
J'7^I]U@^]WF\]'RO\3OW7U)=3O?FR^// MR^^3B//BC',"'V7NOP!02P,$% @ K(!S61?(S!O; 0 T2(!, !; M0V]N=&5N=%]4>7!E&ULS=I=3X,P%
;@O]D:T;7K_D1YXUZJU[X!RJ< M#3*@3=O-^>\M3$TT2EQFXGL#@;;G/;3)<\7EXXNC.-FU31<6616CNV L%!6U
M)N3649=&EM:W)J9'OV!.%&N5(B9FLSDK;!>IB]/8U\BN+F]H.39-G-SNTNM0 MVVZ1>6I"-KG>3^RS%IEQKJD+$],XVW;EEY3I6T*>5@YS0E6[<)
(F9.S;A'[D MYX"W=?=;\KXN:?)@?+PS;9K%=@T+\;6AD(^7^*9'NUS6!96VV+1I21Z<)U.& MBBBV3;XO>C*>'-.T_[*C\X?
RHP%HD/WKJ03LS3X7'O1I*OGKI4B'RLQS_Q M(S&5/OK[J#_MDLI?9J?M?;9^/9Q'8,/M^#W^^?,8?]0_L0X#T(4'Z4"[!;)_^
MYB!]G(+T<0;2QSE('WR&T@B*J!R%5(YB*D=!E:.HRE%8Y2BN&UL4$L! A0#% @ K(!S658K0BSN *P(!$ M (!KP &1O8U!R;W!S+V-O&UL4$L!
A0#% @ MK(!S69E&PO=V]R:W-H965T&UL4$L! A0#% @ MK(!S65'5[5G\"0 MG, !@ ("!B X 'AL+W=O&PO=V]R M;W-H965T&UL4$L! A0#% @
K(!S6<$7Z<54'P J8! M !@ ("!/"@ 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ K(!S6:*Z7T)/" @Q4 !@ ("! MTV$ 'AL+W=O0C@A!8*]'0 &0 M
@(')?P >&PO=V]R:W-H965T&UL4$L! A0#% @ K(!S68Z"U]+Y P >0D !D M ("!GXT 'AL+W=O&PO M=V]R:W-H965T&UL4$L! A0#% @ K(!S6>Z\
('K5 P G@D !D ("! M8)P 'AL+W=O 7 ",7 &0 @(%LH >&PO=V]R:W-H965T&UL4$L! A0#% M @ K(!S68>]TM 5# #R, !D ("!*LP
'AL+W=O&PO=V]R:W-H965TH^K0P((H& 9 " @2[; !X M;"]W;W)K&UL4$L! A0#% @ K(!S6;8SCD^B M"0 \QH !D ("!J-T 'AL+W=O&PO=V]R:W-
H965T&UL4$L! A0#% @ K(!S69Q!QMWI @ D08 !D M ("!?\ 'AL+W=O&PO=V]R M:W-H965T&UL M4$L! A0#% @ K(!S62)],# """@ &0 @($?#P$
>&PO=V]R:W-H965T&UL4$L! A0#% @ MK(!S64GV5-LI P ?@X !D ("!,18! 'AL+W=O&PO=V]R:W-H965T 9 " @50= 0!X;"]W M;W)K&UL4$L! A0#%
@ K(!S63QJ4B+4!P M!"P !D ("!WB$! 'AL+W=O&PO=V]R:W-H965T MN0>"K@P 'IJ 9 " @7\V 0!X;"]W;W)K&UL4$L! A0#% @ K(!S6>RPD'4Y @
<@4 !D M ("!9$,! 'AL+W=O&PO=V]R:W-H M965T&UL4$L! M A0#% @ K(!S6:MSX62) @ O@< !D ("!S%H! 'AL M+W=O&PO=V]R:W-
H965T&UL4$L! A0#% @ K(!S M6?IYM:W^ @ V@L !D ("!3V0! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ K(!S6:SN5&+(P QA8 M !D ("!*FT!
'AL+W=O&PO=V]R:W-H965TL- N M" , 'P+ 9 " @<)T 0!X;"]W;W)K&UL4$L! A0#% @ K(!S6>Q2DKO* @ > @ !D M ("! 7@! 'AL+W=OP$
>&PO=V]R:W-H965T M&UL4$L! A0# M% @ K(!S666^'RCW @ Q@@ !D ("!A($! 'AL+W=O M&PO=V]R:W-H965T&UL4$L! A0#% @ K(!S60=>
M=S,M P ^P\ !D ("!FXH! 'AL+W=O#0 &0 M @('_C0$ >&PO=V]R:W-H965TB1 0!X;"]W;W)K&UL4$L! A0#% @ K(!S60,2O! H,P 6^$$!D M ("!1/0!
'AL+W=O&PO M=V]R:W-H965T&UL4$L! A0#% @ K(!S68B[/CU) P SA0 T (! M\$4" 'AL+W-T>6QE2'T$ O)P #P @ %-2@(
>&PO=V]R:V)O;VLN>&UL M4$L! A0#% @ K(!S65EV ?CU 0 ," !H (!]TX" M 'AL+U]R96QS+W=O XML 73 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 74 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 76 FilingSummary.xml IDEA: XBRL DOCUMENT 3.24.3 html 498 471 1 false 114 0 false 4 false false R1.htm 995100 - Document - Cover Sheet http://xbrl.sec.gov/dei/role/document/Cover Cover Cover 1 false false R2.htm 995301 - Statement - Condensed Consolidated Balance Sheets Sheet http://1847holdings.com/role/ConsolidatedBalanceSheet Condensed Consolidated Balance Sheets Statements 2 false false R3.htm 995302 - Statement - Condensed Consolidated Balance Sheets (Parentheticals) Sheet http://1847holdings.com/role/ConsolidatedBalanceSheet_Parentheticals Condensed Consolidated Balance Sheets (Parentheticals) Statements 3 false false R4.htm 995303 - Statement - Condensed Consolidated Statements of Operations (Unaudited) Sheet http://1847holdings.com/role/ConsolidatedIncomeStatement Condensed Consolidated Statements of Operations (Unaudited) Statements 4 false false R5.htm 995304 - Statement - Condensed Consolidated Statements of Shareholders??? Deficit (Unaudited) Sheet http://1847holdings.com/role/ShareholdersEquityType2or3 Condensed Consolidated Statements of Shareholders??? Deficit (Unaudited) Statements 5 false false R6.htm 995305 - Statement - Condensed Consolidated Statements of Cash Flows (Unaudited) Sheet http://1847holdings.com/role/ConsolidatedCashFlow Condensed Consolidated Statements of Cash Flows (Unaudited) Statements 6 false false R7.htm 995306 - Disclosure - Basis of Presentation and Other Information Sheet http://1847holdings.com/role/BasisofPresentationandOtherInformation Basis of Presentation and Other Information Notes 7 false false R8.htm 995307 - Disclosure - Liquidity and Going Concern Assessment Sheet http://1847holdings.com/role/LiquidityandGoingConcernAssessment Liquidity and Going Concern Assessment Notes 8 false false R9.htm 995308 - Disclosure - Discontinued Operations Sheet http://1847holdings.com/role/DiscontinuedOperations Discontinued Operations Notes 9 false false R10.htm 995309 - Disclosure - Disaggregation of Revenues and Segment Reporting Sheet http://1847holdings.com/role/DisaggregationofRevenuesandSegmentReporting Disaggregation of Revenues and Segment Reporting Notes 10 false false R11.htm 995310 - Disclosure - Property and Equipment Sheet http://1847holdings.com/role/PropertyandEquipment Property and Equipment Notes 11 false false R12.htm 995311 - Disclosure - Intangible Assets Sheet http://1847holdings.com/role/IntangibleAssets Intangible Assets Notes 12 false false R13.htm 995312 - Disclosure - Selected Account Information Sheet http://1847holdings.com/role/SelectedAccountInformation Selected Account Information Notes 13 false false R14.htm 995313 - Disclosure - Leases Sheet http://1847holdings.com/role/Leases Leases Notes 14 false false R15.htm 995314 - Disclosure - Fair Value Measurements Sheet http://1847holdings.com/role/FairValueMeasurements Fair Value Measurements Notes 15 false false R16.htm 995315 - Disclosure - Debt Sheet http://1847holdings.com/role/Debt Debt Notes 16 false false R17.htm 995316 - Disclosure - Shareholders??? Deficit Sheet http://1847holdings.com/role/ShareholdersDeficit Shareholders??? Deficit Notes 17 false false R18.htm 995317 - Disclosure - Subsequent Events Sheet http://1847holdings.com/role/SubsequentEvents Subsequent Events Notes 18 false false R19.htm 995410 - Disclosure - Pay vs Performance Disclosure Sheet http://xbrl.sec.gov/ecd/role/PvpDisclosure Pay vs Performance Disclosure Notes 19 false false R20.htm 995445 - Disclosure - Insider Trading Arrangements Sheet http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements Insider Trading Arrangements Notes 20 false false R21.htm 996000 - Disclosure - Accounting Policies, by Policy (Policies) Sheet http://1847holdings.com/role/AccountingPoliciesByPolicy Accounting Policies, by Policy (Policies) Policies 21 false false R22.htm 996001 - Disclosure - Discontinued Operations (Tables) Sheet http://1847holdings.com/role/DiscontinuedOperationsTables Discontinued Operations (Tables) Tables http://1847holdings.com/role/DiscontinuedOperations 22 false false R23.htm 996002 - Disclosure - Disaggregation of Revenues and Segment Reporting (Tables) Sheet http://1847holdings.com/role/DisaggregationofRevenuesandSegmentReportingTables Disaggregation of Revenues and Segment Reporting (Tables) Tables http://1847holdings.com/role/DisaggregationofRevenuesandSegmentReporting 23 false false R24.htm 996003 - Disclosure - Property and Equipment (Tables) Sheet http://1847holdings.com/role/PropertyandEquipmentTables Property and Equipment (Tables) Tables http://1847holdings.com/role/PropertyandEquipment 24 false false R25.htm 996004 - Disclosure - Intangible Assets (Tables) Sheet http://1847holdings.com/role/IntangibleAssetsTables Intangible Assets (Tables) Tables http://1847holdings.com/role/IntangibleAssets 25 false false R26.htm 996005 - Disclosure - Selected Account Information (Tables) Sheet http://1847holdings.com/role/SelectedAccountInformationTables Selected Account Information (Tables) Tables http://1847holdings.com/role/SelectedAccountInformation 26 false false R27.htm 996006 - Disclosure - Leases (Tables) Sheet http://1847holdings.com/role/LeasesTables Leases (Tables) Tables http://1847holdings.com/role/Leases 27 false false R28.htm 996007 - Disclosure - Fair Value Measurements (Tables) Sheet http://1847holdings.com/role/FairValueMeasurementsTables Fair Value Measurements (Tables) Tables http://1847holdings.com/role/FairValueMeasurements 28 false false R29.htm 996008 - Disclosure - Shareholders??? Deficit (Tables) Sheet http://1847holdings.com/role/ShareholdersDeficitTables Shareholders??? 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Schedule of Consolidated Balance Sheet Sheet http://1847holdings.com/role/ScheduleofConsolidatedBalanceSheetTable Discontinued Operations (Details) - Schedule of Consolidated Balance Sheet Details http://1847holdings.com/role/DiscontinuedOperationsTables 33 false false R34.htm 996013 - Disclosure - Discontinued Operations (Details) - Schedule of Consolidated Statements of Operations Sheet http://1847holdings.com/role/ScheduleofConsolidatedStatementsofOperationsTable Discontinued Operations (Details) - Schedule of Consolidated Statements of Operations Details http://1847holdings.com/role/DiscontinuedOperationsTables 34 false false R35.htm 996014 - Disclosure - Discontinued Operations (Details) - Schedule of Consolidated Statements of Cash Flows Sheet http://1847holdings.com/role/ScheduleofConsolidatedStatementsofCashFlowsTable Discontinued Operations (Details) - Schedule of Consolidated Statements of Cash Flows Details http://1847holdings.com/role/DiscontinuedOperationsTables 35 false false R36.htm 996015 - Disclosure - Disaggregation of Revenues and Segment Reporting (Details) Sheet http://1847holdings.com/role/DisaggregationofRevenuesandSegmentReportingDetails Disaggregation of Revenues and Segment Reporting (Details) Details http://1847holdings.com/role/DisaggregationofRevenuesandSegmentReportingTables 36 false false R37.htm 996016 - Disclosure - Disaggregation of Revenues and Segment Reporting (Details) - Schedule of Revenues Sheet http://1847holdings.com/role/ScheduleofRevenuesTable Disaggregation of Revenues and Segment Reporting (Details) - Schedule of Revenues Details http://1847holdings.com/role/DisaggregationofRevenuesandSegmentReportingTables 37 false false R38.htm 996017 - Disclosure - Disaggregation of Revenues and Segment Reporting (Details) - Schedule of Segment Information Sheet http://1847holdings.com/role/ScheduleofSegmentInformationTable Disaggregation of Revenues and Segment Reporting (Details) - Schedule of Segment Information Details http://1847holdings.com/role/DisaggregationofRevenuesandSegmentReportingTables 38 false false R39.htm 996018 - Disclosure - Property and Equipment (Details) Sheet http://1847holdings.com/role/PropertyandEquipmentDetails Property and Equipment (Details) Details http://1847holdings.com/role/PropertyandEquipmentTables 39 false false R40.htm 996019 - Disclosure - Property and Equipment (Details) - Schedule of Property and Equipment Sheet http://1847holdings.com/role/ScheduleofPropertyandEquipmentTable Property and Equipment (Details) - Schedule of Property and Equipment Details http://1847holdings.com/role/PropertyandEquipmentTables 40 false false R41.htm 996020 - Disclosure - Intangible Assets (Details) Sheet http://1847holdings.com/role/IntangibleAssetsDetails Intangible Assets (Details) Details http://1847holdings.com/role/IntangibleAssetsTables 41 false false R42.htm 996021 - Disclosure - Intangible Assets (Details) - Schedule of Intangible Assets Sheet http://1847holdings.com/role/ScheduleofIntangibleAssetsTable Intangible Assets (Details) - Schedule of Intangible Assets Details http://1847holdings.com/role/IntangibleAssetsTables 42 false false R43.htm 996022 - Disclosure - Intangible Assets (Details) - Schedule of Amortization Expense for Intangible Assets Sheet http://1847holdings.com/role/ScheduleofAmortizationExpenseforIntangibleAssetsTable Intangible Assets (Details) - Schedule of Amortization Expense for Intangible Assets Details http://1847holdings.com/role/IntangibleAssetsTables 43 false false R44.htm 996023 - Disclosure - Intangible Assets (Details) - Schedule of Summarizing the Changes in the Carrying Amount of Goodwill Sheet http://1847holdings.com/role/ScheduleofSummarizingtheChangesintheCarryingAmountofGoodwillTable Intangible Assets (Details) - Schedule of Summarizing the Changes in the Carrying Amount of Goodwill Details http://1847holdings.com/role/IntangibleAssetsTables 44 false false R45.htm 996024 - Disclosure - Selected Account Information (Details) Sheet http://1847holdings.com/role/SelectedAccountInformationDetails Selected Account Information (Details) Details http://1847holdings.com/role/SelectedAccountInformationTables 45 false false R46.htm 996025 - Disclosure - Selected Account Information (Details) - Schedule of Receivables Sheet http://1847holdings.com/role/ScheduleofReceivablesTable Selected Account Information (Details) - Schedule of Receivables Details http://1847holdings.com/role/SelectedAccountInformationTables 46 false false R47.htm 996026 - Disclosure - Selected Account Information (Details) - Schedule of Inventories Sheet http://1847holdings.com/role/ScheduleofInventoriesTable Selected Account Information (Details) - Schedule of Inventories Details http://1847holdings.com/role/SelectedAccountInformationTables 47 false false R48.htm 996027 - Disclosure - Selected Account Information (Details) - Schedule of Prepaid Expenses and Other Current Assets Sheet*

http://1847holdings.com/role/ScheduleofPrepaidExpensesandOtherCurrentAssetsTable Selected Account Information (Details) - Schedule of Prepaid Expenses and Other Current Assets Details http://1847holdings.com/role/SelectedAccountInformationTables 48 false false R49.htm 996028 - Disclosure - Selected Account Information (Details) - Schedule of Accounts Payable and Accrued Expenses Sheet http://1847holdings.com/role/ScheduleofAccountsPayableandAccruedExpensesTable Selected Account Information (Details) - Schedule of Accounts Payable and Accrued Expenses Details http://1847holdings.com/role/SelectedAccountInformationTables 49 false false R50.htm 996029 - Disclosure - Leases (Details) Sheet http://1847holdings.com/role/LeasesDetails Leases (Details) Details http://1847holdings.com/role/LeasesTables 50 false false R51.htm 996030 - Disclosure - Leases (Details) - Schedule of Operating Leases Sheet http://1847holdings.com/role/ScheduleofOperatingLeasesTable Leases (Details) - Schedule of Operating Leases Details http://1847holdings.com/role/LeasesTables 51 false false R52.htm 996031 - Disclosure - Leases (Details) - Schedule of Operating Lease Liabilities Sheet http://1847holdings.com/role/ScheduleofOperatingLeaseLiabilitiesTable Leases (Details) - Schedule of Operating Lease Liabilities Details http://1847holdings.com/role/LeasesTables 52 false false R53.htm 996032 - Disclosure - Leases (Details) - Schedule of Financing Lease Liabilities Sheet http://1847holdings.com/role/ScheduleofFinancingLeaseLiabilitiesTable Leases (Details) - Schedule of Financing Lease Liabilities Details http://1847holdings.com/role/LeasesTables 53 false false R54.htm 996033 - Disclosure - Fair Value Measurements (Details) - Schedule of Fair Value of Financial Instruments Measured on a Recurring Basis Sheet http://1847holdings.com/role/ScheduleofFairValueofFinancialInstrumentsMeasuredonaRecurringBasisTable Fair Value Measurements (Details) - Schedule of Fair Value of Financial Instruments Measured on a Recurring Basis Details http://1847holdings.com/role/FairValueMeasurementsTables 54 false false R55.htm 996034 - Disclosure - Fair Value Measurements (Details) - Schedule of Roll-Forward of Changes for Financial Instruments Measured at Fair Value on a Recurring Basis Sheet http://1847holdings.com/role/ScheduleofRollForwardofChangesforFinancialInstrumentsMeasuredatFairValueonaRecurringBasisTable Fair Value Measurements (Details) - Schedule of Roll-Forward of Changes for Financial Instruments Measured at Fair Value on a Recurring Basis Details http://1847holdings.com/role/FairValueMeasurementsTables 55 false false R56.htm 996035 - Disclosure - Debt (Details) Sheet http://1847holdings.com/role/DebtDetails Debt (Details) Details http://1847holdings.com/role/Debt 56 false false R57.htm 996036 - Disclosure - Shareholders??? 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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": ["r64"] }, "us-gaap_AccumulatedDepreciationDepletionAndAmortizationPropertyPlantAndEquipment": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedDepreciationDepletionAndAmortizationPropertyPlantAndEquipment", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ScheduleofPropertyandEquipmentTable": { "parentTag": "us-gaap_PropertyPlantAndEquipmentNet", "weight": -1.0, "order": 2.0 } }, "presentation": ["http://1847holdings.com/role/ScheduleofPropertyandEquipmentTable"], "lang": { "en-us": { "role": { "negatedLabel": "Less: accumulated depreciation", "label": "Accumulated Depreciation, Depletion and Amortization, Property, Plant, and Equipment", "documentation": "Amount of accumulated depreciation, depletion and amortization for physical assets used in the normal conduct of business to produce goods and services." } } }, "auth_ref": ["r29", "r173", "r608"] }, "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": { "label": "Additional 402(v) Disclosure [Text Block]", "terseLabel": "Additional 402(v) Disclosure" } } }, "auth_ref": ["r876"] }, "us-gaap_AdditionalPaidInCapital": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapital", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ConsolidatedBalanceSheet": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://1847holdings.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. 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Includes, but is not limited to, one-time termination benefits, termination of an operating lease or other contract,

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Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation." } } }, "auth_ref": ["r21", "r171", "r747"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents", "crdr": "debit", "presentation": ["http://1847holdings.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "periodStartLabel": "Cash from continuing operations at the beginning of the period", "periodEndLabel": "Cash from continuing operations at the end of the period", "label": "Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents", "documentation": "Amount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage. Excludes amount for disposal group and discontinued operations. 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Excludes amounts for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposit with financial institution, and account with general characteristic of demand deposit. Cash equivalents include, but are not limited to, short-term, highly liquid investment that is both readily convertible to known amount of cash and so near maturity that it presents insignificant risk of change in value because of change in interest rate." } } }, "auth_ref": ["r974", "r1088"] }, "us-gaap_CashFlowNoncashInvestingAndFinancingActivitiesDisclosureAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashFlowNoncashInvestingAndFinancingActivitiesDisclosureAbstract", "presentation": ["http://1847holdings.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "terseLabel": "NON-CASH INVESTING AND FINANCING ACTIVITIES", "label": "Cash Flow, Noncash Investing and Financing Activities Disclosure [Abstract]" } } }, "auth_ref": [] }, "us-gaap_CashProvidedByUsedInFinancingActivitiesDiscontinuedOperations": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashProvidedByUsedInFinancingActivitiesDiscontinuedOperations", "crdr": "debit", "calculation": { "http://1847holdings.com/role/ConsolidatedCashFlow": { "parentTag": "us-gaap_NetCashProvidedByUsedInFinancingActivities", "weight": 1.0, "order": 2.0 }, "http://1847holdings.com/role/ScheduleofConsolidatedStatementsofCashFlowsTable": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseExcludingExchangeRateEffectDisposalGroupInc "weight": 1.0, "order": 3.0 } }, "presentation": ["http://1847holdings.com/role/ConsolidatedCashFlow", "http://1847holdings.com/role/ScheduleofConsolidatedStatementsofCashFlowsTable"], "lang": { "en-us": { "role": { "totalLabel": "Net cash provided by (used in) financing activities from discontinued operations", "terseLabel": "Net cash provided by (used in) financing activities from discontinued operations", "label": "Cash Provided by (Used in) Financing Activities, Discontinued Operations", "documentation": "Amount of cash inflow (outflow) of financing activities of discontinued operations. Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit." } } }, "auth_ref": ["r100"] }, "us-gaap_CashProvidedByUsedInInvestingActivitiesDiscontinuedOperations": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashProvidedByUsedInInvestingActivitiesDiscontinuedOperations", "crdr": "debit", "calculation": { "http://1847holdings.com/role/ConsolidatedCashFlow": { "parentTag": "us-gaap_NetCashProvidedByUsedInInvestingActivities", "weight": 1.0, "order": 2.0 }, "http://1847holdings.com/role/ScheduleofConsolidatedStatementsofCashFlowsTable": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseExcludingExchangeRateEffectDisposalGroupInc "weight": 1.0, "order": 2.0 } }, "presentation": ["http://1847holdings.com/role/ConsolidatedCashFlow", "http://1847holdings.com/role/ScheduleofConsolidatedStatementsofCashFlowsTable"], "lang": { "en-us": { "role": { "totalLabel": "Net cash used in investing activities from discontinued operations", "terseLabel": "Net cash used in investing activities from discontinued operations", "label": "Cash Provided by (Used in) Investing Activities, Discontinued Operations", "documentation": "Amount of cash inflow (outflow) of investing activities of discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets." } } }, "auth_ref": ["r57", "r100"] }, "us-gaap_CashProvidedByUsedInOperatingActivitiesDiscontinuedOperations": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashProvidedByUsedInOperatingActivitiesDiscontinuedOperations", "crdr": "debit", "calculation": { "http://1847holdings.com/role/ScheduleofConsolidatedStatementsofCashFlowsTable": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseExcludingExchangeRateEffectDisposalGroupInc "weight": 1.0, "order": 1.0 } }, "presentation": ["http://1847holdings.com/role/ScheduleofConsolidatedStatementsofCashFlowsTable"], "lang": { "en-us": { "role": { "totalLabel": "Net cash provided by operating activities from discontinued operations", "label": "Cash Provided by (Used in) Operating Activities, Discontinued Operations", "documentation": "Amount of cash inflow (outflow) of operating activities of discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities." } } }, "auth_ref": ["r57", "r100"] }, "ecd_ChangedPeerGroupFnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ChangedPeerGroupFnTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Changed Peer Group, Footnote [Text Block]", "terseLabel": "Changed Peer Group, Footnote" } } }, "auth_ref": ["r887"] }, "ecd_ChngInFrValAsOfVstngDtOfPrrYrEqtyAwrdsVstdInCvrdYrMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ChngInFrValAsOfVstngDtOfPrrYrEqtyAwrdsVstdInCvrdYrMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year [Member]", "terseLabel": "Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year" } } }, "auth_ref": ["r884"] }, "ecd_ChngInFrValOfOutsdngAndUnvstdEqtyAwrdsGrntdInPrrYrsMember": { "xbrltype":

{"domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ChngInFrValOfOutsdngAndUnvstdEqtyAwrdsGrntdInPrrYrsMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested [Member]", "terseLabel": "Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested" } } }, "auth_ref": ["r882"] }, "dei_CityAreaCode": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "CityAreaCode", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "City Area Code", "documentation": "Area code of city" } } }, "auth_ref": [] }, "us-gaap_ClassOfStockDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfStockDomain", "presentation": ["http://1847holdings.com/role/ConsolidatedBalanceSheet", "http://1847holdings.com/role/ConsolidatedBalanceSheet_Parentheticals", "http://1847holdings.com/role/ConsolidatedCashFlow", "http://1847holdings.com/role/DebtDetails", "http://1847holdings.com/role/ShareholdersDeficitDetails", "http://1847holdings.com/role/ShareholdersEquityType2or3", "http://1847holdings.com/role/SubsequentEventsDetails"], "lang": { "en-us": { "role": { "label": "Class of Stock [Domain]", "documentation": "Share of stock differentiated by the voting rights the holder receives. Examples include, but are not limited to, common stock, redeemable preferred stock, nonredeemable preferred stock, and convertible stock." } } }, "auth_ref": ["r144", "r178", "r179", "r180", "r206", "r228", "r229", "r233", "r235", "r241", "r242", "r307", "r367", "r369", "r370", "r371", "r374", "r375", "r406", "r407", "r411", "r414", "r423", "r528", "r645", "r646", "r647", "r648", "r652", "r653", "r654", "r655", "r656", "r657", "r658", "r659", "r660", "r661", "r662", "r664", "r676", "r698", "r715", "r733", "r734", "r735", "r736", "r737", "r940", "r978", "r988"] }, "us-gaap_ClassOfStockLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfStockLineItems", "presentation": ["http://1847holdings.com/role/ShareholdersDeficitDetails"], "lang": { "en-us": { "role": { "label": "Shareholders\u2019 Deficit [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": ["r178", "r179", "r180", "r241", "r406", "r407", "r409", "r411", "r414", "r421", "r423", "r645", "r646", "r647", "r648", "r770", "r940", "r978"] }, "us-gaap_ClassOfWarrantOrRightAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightAxis", "presentation": ["http://1847holdings.com/role/ScheduleofWarrantsOutstandingTable", "http://1847holdings.com/role/ShareholdersDeficitDetails", "http://1847holdings.com/role/SubsequentEventsDetails"], "lang": { "en-us": { "role": { "label": "Class of Warrant or Right [Axis]", "documentation": "Information by type of warrant or right issued." } } }, "auth_ref": ["r38"] }, "us-gaap_ClassOfWarrantOrRightDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightDomain", "presentation": ["http://1847holdings.com/role/ShareholdersDeficitDetails", "http://1847holdings.com/role/SubsequentEventsDetails"], "lang": { "en-us": { "role": { "label": "Class of Warrant or Right [Domain]", "documentation": "Name of the class or type of warrant or right outstanding. Warrants and rights represent derivative securities that give the holder the right to purchase securities (usually equity) from the issuer at a specific price within a certain time frame. Warrants are often included in a new debt issue to entice investors by a higher return potential. The main difference between warrants and call options is that warrants are issued and guaranteed by the company, whereas options are exchange instruments and are not issued by the company. Also, the lifetime of a warrant is often measured in years, while the lifetime of a typical option is measured in months." } } }, "auth_ref": [] }, "us-gaap_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1", "presentation": ["http://1847holdings.com/role/DebtDetails", "http://1847holdings.com/role/ShareholdersDeficitDetails", "http://1847holdings.com/role/SubsequentEventsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Warrant exercise price (in Dollars per share)", "verboseLabel": "Warrants price per share (in Dollars per share)", "netLabel": "Exercise price per share (in Dollars per share)", "label": "Class of Warrant or Right, Exercise Price of Warrants or Rights", "documentation": "Exercise price per share or per unit of warrants or rights outstanding." } } }, "auth_ref": ["r424"] }, "us-gaap_ClassOfWarrantOrRightLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightLineItems", "presentation": ["http://1847holdings.com/role/ScheduleofWarrantsOutstandingTable"], "lang": { "en-us": { "role": { "label": "Schedule of Warrants Outstanding [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_ClassOfWarrantOrRightNumberOfSecuritiesCalledByEachWarrantOrRight": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightNumberOfSecuritiesCalledByEachWarrantOrRight", "presentation": ["http://1847holdings.com/role/SubsequentEventsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Number of shares issued (in Shares)", "label": "Class of Warrant or Right, Number of Securities Called by Each Warrant or Right", "documentation": "Number of securities into which each warrant or right may be converted. For example, but not limited to, each warrant may be converted into two shares." } } }, "auth_ref": [] }, "us-gaap_ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights", "presentation": ["http://1847holdings.com/role/DebtDetails", "http://1847holdings.com/role/ShareholdersDeficitDetails", "http://1847holdings.com/role/SubsequentEventsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Purchase of warrants (in Shares)", "verboseLabel": "Purchase of warrants", "label": "Class of Warrant or Right, Number of Securities Called by Warrants or Rights", "documentation": "Number of securities into which the class of warrant or right may be converted. For example, but not limited to, 500,000 warrants may be converted into 1,000,000 shares." } } }, "auth_ref": ["r424"] }, "us-gaap_ClassOfWarrantOrRightTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightTable", "presentation": ["http://1847holdings.com/role/ScheduleofWarrantsOutstandingTable"], "lang": { "en-us": { "role": { "label": "Class of Warrant or Right [Table]", "documentation": "Disclosure of information about warrant or right issued that give holder right to purchase security from issuer at specific price within certain time frame." } } }, "auth_ref": ["r38"] }, "ecd_CoSelectedMeasureAmt": { "xbrltype": "decimalItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CoSelectedMeasureAmt", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Company Selected Measure Amount", "terseLabel": "Company Selected Measure Amount" } } }, "auth_ref": ["r888"] }, "ecd_CoSelectedMeasureName": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CoSelectedMeasureName", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Company Selected Measure Name", "terseLabel": "Company Selected Measure Name" } } }, "auth_ref": ["r888"] }, "us-gaap_CollaborativeArrangementsAndNoncollaborativeArrangementTransactionsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CollaborativeArrangementsAndNoncollaborativeArrangementTransactionsLineItems", "presentation": ["http://1847holdings.com/role/BasisofPresentationandOtherInformationDetails"], "lang": { "en-us": { "role": { "label": "Basis of Presentation and Other Information [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": ["r486"] }, "us-gaap_CommonStockMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockMember", "presentation": ["http://1847holdings.com/role/DebtDetails", "http://1847holdings.com/role/ShareholdersDeficitDetails", "http://1847holdings.com/role/ShareholdersEquityType2or3"], "lang": { "en-us": { "role": { "terseLabel": "Common Shares", "verboseLabel": "Common shares [Member]", "netLabel": "Common Stock [Member]", "label": "Common Stock [Member]", "documentation": "Stock that is subordinate to all other stock of the issuer." } } }, "auth_ref": ["r807", "r808", "r809", "r811", "r812", "r813", "r814", "r983", "r984", "r987", "r1078", "r1144", "r1148"] }, "us-gaap_CommonStockParOrStatedValuePerShare": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockParOrStatedValuePerShare", "presentation": ["http://1847holdings.com/role/ConsolidatedBalanceSheet_Parentheticals"], "lang": { "en-us": { "role": { "terseLabel": "Common shares, par value (in Dollars per share)", "label": "Common Stock, Par or Stated Value Per Share", "documentation": "Face amount or stated value per share of common stock." } } }, "auth_ref": ["r73"] }, "us-gaap_CommonStockSharesAuthorized": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesAuthorized", "presentation": ["http://1847holdings.com/role/ConsolidatedBalanceSheet_Parentheticals"], "lang": { "en-us": { "role": { "terseLabel": "Common shares, shares authorized", "label": "Common Stock, Shares Authorized", "documentation": "The maximum number of common shares permitted to be issued by an entity's charter and bylaws." } } }, "auth_ref": ["r73", "r676"] }, "us-gaap_CommonStockSharesIssued": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesIssued", "presentation": ["http://1847holdings.com/role/ConsolidatedBalanceSheet_Parentheticals", "http://1847holdings.com/role/ShareholdersDeficitDetails"], "lang": { "en-us": { "role": { "terseLabel": "Common shares, shares issued", "verboseLabel": "Issued common shares", "label": "Common Stock, Shares, Issued", "documentation": "Total number of common shares of an entity that have been sold or granted to shareholders (includes common shares that were issued, repurchased and remain in the treasury). These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury." } } }, "auth_ref": ["r73"] }, "us-gaap_CommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesOutstanding", "presentation": ["http://1847holdings.com/role/ConsolidatedBalanceSheet_Parentheticals"], "lang": { "en-us": { "role": { "terseLabel": "Common shares, shares outstanding", "label": "Common Stock, Shares, Outstanding", "documentation": "Number of shares of common stock outstanding. Common stock represent the ownership interest in a corporation." } } }, "auth_ref": ["r11", "r73", "r676", "r695", "r1148", "r1149"] }, "us-gaap_CommonStockValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockValue", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ConsolidatedBalanceSheet": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://1847holdings.com/role/ConsolidatedBalanceSheet"], "lang": { "en-us": { "role": { "terseLabel": "Common shares, $0.001 par value, 500,000,000 shares authorized; 45,692 and 9,554 shares issued and outstanding as of September 30, 2024 and December 31, 2023, respectively", "label": "Common Stock, Value, Issued", "documentation":

"Aggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity." } } }, "auth_ref": ["r73", "r603", "r799"] }, "ecd_CompActuallyPaidVsCoSelectedMeasureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsCoSelectedMeasureTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Compensation Actually Paid vs. Company Selected Measure [Text Block]", "terseLabel": "Compensation Actually Paid vs. Company Selected Measure" } } }, "auth_ref": ["r893"] }, "ecd_CompActuallyPaidVsNetIncomeTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsNetIncomeTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Compensation Actually Paid vs. Net Income [Text Block]", "terseLabel": "Compensation Actually Paid vs. Net Income" } } }, "auth_ref": ["r892"] }, "ecd_CompActuallyPaidVsOtherMeasureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsOtherMeasureTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Compensation Actually Paid vs. Other Measure [Text Block]", "terseLabel": "Compensation Actually Paid vs. Other Measure" } } }, "auth_ref": ["r894"] }, "ecd_CompActuallyPaidVsTotalShareholderRtnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsTotalShareholderRtnTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Compensation Actually Paid vs. Total Shareholder Return [Text Block]", "terseLabel": "Compensation Actually Paid vs. Total Shareholder Return" } } }, "auth_ref": ["r891"] }, "srt_CondensedBalanceSheetStatementTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "CondensedBalanceSheetStatementTable", "presentation": ["http://1847holdings.com/role/ScheduleofConsolidatedBalanceSheetTable"], "lang": { "en-us": { "role": { "label": "Condensed Balance Sheet Statement [Table]", "documentation": "Disclosure of information about condensed balance sheet, including, but not limited to, balance sheets of consolidated entities and consolidation eliminations." } } }, "auth_ref": ["r145", "r209", "r945"] }, "srt_CondensedBalanceSheetStatementsCaptionsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "CondensedBalanceSheetStatementsCaptionsLineItems", "presentation": ["http://1847holdings.com/role/ScheduleofConsolidatedBalanceSheetTable"], "lang": { "en-us": { "role": { "label": "Condensed Balance Sheet Statements, Captions [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": ["r145", "r209", "r945"] }, "srt_CondensedCashFlowStatementTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "CondensedCashFlowStatementTable", "presentation": ["http://1847holdings.com/role/ScheduleofConsolidatedStatementsofCashFlowsTable"], "lang": { "en-us": { "role": { "label": "Condensed Cash Flow Statement [Table]", "documentation": "Disclosure of information about condensed cash flow statement, including, but not limited to, cash flow statements of consolidated entities and consolidation eliminations." } } }, "auth_ref": ["r145", "r209", "r945"] }, "srt_CondensedCashFlowStatementsCaptionsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "CondensedCashFlowStatementsCaptionsLineItems", "presentation": ["http://1847holdings.com/role/ScheduleofConsolidatedStatementsofCashFlowsTable"], "lang": { "en-us": { "role": { "label": "Schedule of Consolidated Statements of Cash Flows [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": ["r145", "r209", "r945"] }, "srt_CondensedFinancialStatementsCaptionsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "CondensedFinancialStatementsCaptionsLineItems", "presentation": ["http://1847holdings.com/role/SelectedAccountInformationDetails"], "lang": { "en-us": { "role": { "label": "Selected Account Information [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Includes, but is not limited to, improvement to land for drainage, utilities, grading and subdividing." } } }, "auth_ref": ["r1042"] }, "efsh_ConstructionsMember": { "xbrltype": "domainItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "ConstructionsMember", "presentation": ["http://1847holdings.com/role/ScheduleofRevenuesTable"], "lang": { "en-us": { "role": { "terseLabel": "Retail and Eyewear [Member]", "label": "Constructions Member" } } }, "auth_ref": [] }, "dei_ContactPersonnelEmailAddress": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "ContactPersonnelEmailAddress", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Contact Personnel Email Address", "documentation": "Email address of contact personnel." } } }, "auth_ref": [] }, "dei_ContactPersonnelFaxNumber": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": 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Includes, but is not limited to, fixed-price and time-and-materials contracts." } } }, "auth_ref": ["r774", "r1041"] }, "us-gaap_ContractWithCustomerLiability": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiability", "crdr": "credit", "presentation": ["http://1847holdings.com/role/DebtDetails"], "lang": { "en-us": { "role": { "terseLabel": "Future revenue", "label": "Contract with Customer, Liability", "documentation": "Amount of obligation to transfer good or service to customer for which consideration has been received or is receivable." } } }, "auth_ref": ["r426", "r427", "r431"] }, "us-gaap_ContractWithCustomerLiabilityCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiabilityCurrent", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ConsolidatedBalanceSheet": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 2.0 } },

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Noncash is defined as transactions during a period that do not result in cash receipts or cash payments in the period. \"Part noncash\" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period." } } }, "auth_ref": ["r24", "r25", "r26"] }, "efsh_ConversionRightsMember": { "xbrltype": "domainItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "ConversionRightsMember", "presentation": ["http://1847holdings.com/role/ShareholdersDeficitDetails"], "lang": { "en-us": { "role": { "terseLabel": "Conversion Rights [Member]", "label": "Conversion Rights Member" } } }, "auth_ref": [] }, "us-gaap_ConvertibleCommonStockMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleCommonStockMember", "presentation": ["http://1847holdings.com/role/SubsequentEventsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Convertible Common Stock [Member]", "label": "Convertible Common Stock [Member]", "documentation": "Common stock securities that may be converted to another form of security." } } }, "auth_ref": ["r73"] }, "us-gaap_ConvertibleDebtCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleDebtCurrent", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ConsolidatedBalanceSheet": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 7.0 } }, "presentation": ["http://1847holdings.com/role/ConsolidatedBalanceSheet"], "lang": { "en-us": { "role": { "terseLabel": "Current portion of convertible notes payable, net", "label": "Convertible Debt, Current", "documentation": "The portion of the carrying value of long-term convertible debt as of the balance sheet date that is scheduled to be repaid within one year or in the normal operating cycle if longer. Convertible debt is a financial instrument which can be exchanged for a specified amount of another security, typically the entity's common stock, at the option of the issuer or the holder." } } }, "auth_ref": ["r63"] }, "us-gaap_ConvertibleDebtNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleDebtNoncurrent", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ConsolidatedBalanceSheet": { "parentTag": "us-gaap_Liabilities", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://1847holdings.com/role/ConsolidatedBalanceSheet"], "lang": { "en-us": { "role": { "terseLabel": "Convertible notes payable, net of current portion", "label": "Convertible Debt, Noncurrent", "documentation": "Carrying amount of long-term convertible debt as of the balance sheet date, net of the amount due in the next twelve months or greater than the normal operating cycle, if longer. The debt is convertible into another form of financial instrument, typically the entity's common stock." } } }, "auth_ref": ["r13"] }, "us-gaap_ConvertibleNotesPayable": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleNotesPayable", "crdr": "credit", "presentation": ["http://1847holdings.com/role/DebtDetails"], "lang": { "en-us": { "role": { "terseLabel": "Secured convertible promissory note", "label": "Convertible Notes Payable", "documentation": "Including the current and noncurrent portions, carrying value as of the balance sheet date of a written promise to pay a note, initially due after one year or beyond the operating cycle if longer, which can be exchanged for a specified amount of one or more securities (typically common stock), at the option of the issuer or the holder." } } }, "auth_ref": ["r13", "r123", "r1109"] }, "us-gaap_ConvertibleNotesPayableMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertibleNotesPayableMember", "presentation": ["http://1847holdings.com/role/DebtDetails"], "lang": { "en-us": { "role": { "terseLabel": "Convertible Notes Payable [Member]", "label": "Convertible Notes Payable [Member]", "documentation": "Written promise to pay a note which can be exchanged for a specified quantity of securities (typically common stock), at the option of the issuer or the holder." } } }, "auth_ref": ["r63", "r120"] }, "us-gaap_ConvertiblePreferredDividendsNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertiblePreferredDividendsNetOfTax", "crdr": "credit", "presentation": ["http://1847holdings.com/role/ShareholdersDeficitDetails"], "lang": { "en-us": { "role": { "terseLabel": "Convertible preferred shares dividends (in Dollars)", "label": "Convertible Preferred Dividends, Net of Tax", "documentation": "The after-tax amount of any dividends on convertible preferred stock." } } }, "auth_ref": ["r226", "r227", "r230", "r235", "r416"] }, "efsh_ConvertiblePreferredSharesEntitledToReceivedAnAmountCashEqualPercentage": { "xbrltype": "percentItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "ConvertiblePreferredSharesEntitledToReceivedAnAmountCashEqualPercentage", "presentation": ["http://1847holdings.com/role/ShareholdersDeficitDetails"], "lang": { "en-us": { "role": { "terseLabel": "Percentage of convertible preferred shares entitled received an amount cash equal", "documentation": "Percentage of convertible preferred share entitle to received an amount cash equal.", "label": "Convertible Preferred Shares Entitled To Received An Amount Cash Equal Percentage" } } }, "auth_ref": [] }, "us-gaap_ConvertiblePreferredStockSharesIssuedUponConversion": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConvertiblePreferredStockSharesIssuedUponConversion", "presentation": ["http://1847holdings.com/role/ShareholdersDeficitDetails"], "lang": { "en-us": { "role": { "terseLabel": "Convertible preferred shares", "label": "Convertible Preferred Stock, Shares Issued upon Conversion", "documentation": "Number of shares issued for each share of convertible preferred stock that is converted." } } }, "auth_ref": ["r14", "r35", "r72", "r113", "r418"] }, "efsh_ConvertiblePromissoryNotesMember": { "xbrltype": "domainItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "ConvertiblePromissoryNotesMember", "presentation": ["http://1847holdings.com/role/ShareholdersDeficitDetails"], "lang": { "en-us": { "role": { "terseLabel": "Convertible Promissory Notes [Member]", "label": "Convertible Promissory Notes Member" } } }, "auth_ref": [] }, "us-gaap_CorporateMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CorporateMember", "presentation": ["http://1847holdings.com/role/DisaggregationofRevenuesandSegmentReportingDetails", "http://1847holdings.com/role/ScheduleofRevenuesTable", "http://1847holdings.com/role/ScheduleofSegmentInformationTable"], "lang": { "en-us": { "role": { "terseLabel": "Corporate Segment [Member]", "label": "Corporate Segment [Member]", "documentation": "Component of an entity that usually provides financial, operational and administrative support and is considered an operating segment. Excludes intersegment elimination and reconciling items." } } }, "auth_ref": ["r990"] }, "efsh_CorporateServiceMember": { "xbrltype": "domainItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "CorporateServiceMember", "presentation": ["http://1847holdings.com/role/ScheduleofSegmentInformationTable"], "lang": { "en-us": { "role": { "terseLabel": "Corporate Services [Member]", "label": "Corporate Service Member" } } }, "auth_ref": [] }, "us-gaap_CostOfGoodsAndServicesSold": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CostOfGoodsAndServicesSold", "crdr": "debit", "calculation": { "http://1847holdings.com/role/ConsolidatedIncomeStatement": { "parentTag": "us-gaap_OperatingCostsAndExpenses", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://1847holdings.com/role/ConsolidatedIncomeStatement", "http://1847holdings.com/role/ScheduleofSegmentInformationTable"], "lang": { "en-us": { "role": { "terseLabel": "Cost of sales", "verboseLabel": "Cost of revenues", "label": "Cost of Goods and Services Sold", "documentation": "The aggregate costs related to goods produced and sold and services rendered by an entity during the reporting period. This excludes costs incurred during the reporting period related to financial services rendered and other revenue generating activities." } } }, "auth_ref": ["r88", "r89", "r591"] }, "dei_CountryRegion": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "CountryRegion", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Country Region", "documentation": "Region code of

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Credit facilities provide capital to borrowers without the need to structure a loan for each borrowing." } } }, "auth_ref": ["r366", "r1033", "r1034"] }, "dei_CurrentFiscalYearEndDate": { "xbrltype": "gMonthDayItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "CurrentFiscalYearEndDate", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Current Fiscal Year End Date", "documentation": "End date of current fiscal year in the format --MM-DD." } } }, "auth_ref": [] }, "efsh_CustomCabinetsAndCountertopsMember": { "xbrltype": "domainItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "CustomCabinetsAndCountertopsMember", "presentation": ["http://1847holdings.com/role/ScheduleofRevenuesTable"], "lang": { "en-us": { "role": { "terseLabel": "Custom Cabinets And Countertops [Member]", "label": "Custom Cabinets And Countertops Member" } } }, "auth_ref": [] }, "us-gaap_CustomerRelatedIntangibleAssetsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CustomerRelatedIntangibleAssetsMember", "presentation": ["http://1847holdings.com/role/ScheduleofIntangibleAssetsTable"], "lang": { "en-us": { "role": { "terseLabel": "Customer-related [Member]", "label": "Customer-Related Intangible Assets [Member]", "documentation": "Customer-related asset, including, but not limited to, customer lists, and noncontractual customer relationships." } } }, "auth_ref": ["r12", "r1015", "r1016", "r1017", "r1018", "r1019", "r1021", "r1024", "r1025"] }, "us-gaap_DebtConversionConvertedInstrumentAmount1": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtConversionConvertedInstrumentAmount1", "crdr": "credit", "presentation": ["http://1847holdings.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "terseLabel": "Fair value of derivative liabilities recognized upon issuance of promissory notes", "label": "Debt Conversion, Converted Instrument, Amount", "documentation": "The value of the financial instrument(s) that the original debt is being converted into in a noncash (or part noncash) transaction. \"Part noncash\" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period." } } }, "auth_ref": ["r24", "r26"] }, "us-gaap_DebtConversionConvertedInstrumentRate": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtConversionConvertedInstrumentRate", "presentation": ["http://1847holdings.com/role/DebtDetails"], "lang": { "en-us": { "role": { "terseLabel": "Percentage of conversion price", "label": "Debt Conversion, Converted Instrument, Rate", "documentation": "Dividend or interest rate associated with the financial instrument issued in exchange for the original debt being converted in a noncash or part noncash transaction. Noncash are transactions that affect recognized assets or liabilities but that do not result in cash receipts or cash payments. 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the underlying arrangements, rationale for a classification as long-term, including repayment terms, interest rates, collateral provided, restrictions on use of assets and activities, whether or not in compliance with debt covenants, and other matters important to users of the financial statements, such as the effects of refinancing and noncompliance with debt covenants." } } }, "auth_ref": ["r110", "r204", "r353", "r354", "r355", "r356", "r357", "r365", "r366", "r376", "r382", "r383", "r384", "r385", "r386", "r387", "r392", "r399", "r400", "r402", "r536"] }, "us-gaap_DebtInstrumentAnnualPrincipalPayment": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentAnnualPrincipalPayment", "crdr": "debit", "presentation": ["http://1847holdings.com/role/DebtDetails"], "lang": { "en-us": { "role": { "terseLabel": "Principal payments", "label": "Debt Instrument, Annual Principal Payment", "documentation": "Amount of annual principal payment for 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Includes production and non-production related depreciation." } } }, "auth_ref": ["r8", "r28"] }, "us-gaap_DepreciationAndAmortization": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DepreciationAndAmortization", "crdr": "debit", "calculation": { "http://1847holdings.com/role/ConsolidatedIncomeStatement": { "parentTag": "us-gaap_OperatingCostsAndExpenses", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://1847holdings.com/role/ConsolidatedIncomeStatement", "http://1847holdings.com/role/ScheduleofSegmentInformationTable"], "lang": { "en-us": { "role": { "terseLabel": "Depreciation and amortization", "label": "Depreciation, Depletion and Amortization, Nonproduction", "documentation": "The current period expense charged against earnings on long-lived, physical assets not used in production, and which are not intended for resale, to allocate or recognize the cost of such assets over their useful lives; or to record the reduction in book value of an intangible asset over the benefit period of such asset; or to reflect consumption during the period of an asset that is not used in production." } } }, "auth_ref": ["r8", "r28"] }, "us-gaap_DepreciationDepletionAndAmortization": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DepreciationDepletionAndAmortization", "crdr": "debit", "calculation": { "http://1847holdings.com/role/ConsolidatedCashFlow": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivitiesContinuingOperations", "weight": 1.0, "order": 6.0 } }, "presentation": ["http://1847holdings.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "terseLabel": "Depreciation and amortization", "label": "Depreciation, Depletion and Amortization", "documentation": "The aggregate expense recognized in the current period that allocates the cost of tangible assets, intangible assets, or depleting assets to periods that benefit from use of the assets." } } }, "auth_ref": ["r8", "r238", "r249", "r264", "r757", "r758"] }, "us-gaap_DerivativeGainLossOnDerivativeNet": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DerivativeGainLossOnDerivativeNet", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ConsolidatedIncomeStatement": { "parentTag": "us-gaap_NonoperatingIncomeExpense", "weight": 1.0, "order": 3.0 }, "http://1847holdings.com/role/ConsolidatedCashFlow": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivitiesContinuingOperations", "weight": -1.0, "order": 16.0 } }, "presentation": ["http://1847holdings.com/role/ConsolidatedCashFlow", "http://1847holdings.com/role/ConsolidatedIncomeStatement", "http://1847holdings.com/role/ScheduleofRollForwardofChangesforFinancialInstrumentsMeasuredatFairValueonaRecurringBasisTable"], "lang": { "en-us": { "role": { "terseLabel": "Gain on change in fair value of derivative liabilities", "negatedLabel": "Loss on change in fair value of derivative liabilities", "negatedTerseLabel": "Gain on change in fair value of derivative liabilities", "label": "Derivative, Gain (Loss) on Derivative, Net", "documentation": "Amount of increase (decrease) in the fair value of derivatives recognized in the income statement." } } }, "auth_ref": ["r1077"] }, "us-gaap_DerivativeLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DerivativeLiabilitiesCurrent", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ScheduleofFairValueofFinancialInstrumentsMeasuredonaRecurringBasisTable": { "parentTag": "us-gaap_LiabilitiesFairValueDisclosure", "weight": 1.0, "order": 1.0 }, "http://1847holdings.com/role/ConsolidatedBalanceSheet": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 9.0 } }, "presentation": ["http://1847holdings.com/role/ConsolidatedBalanceSheet", "http://1847holdings.com/role/ScheduleofFairValueofFinancialInstrumentsMeasuredonaRecurringBasisTable", "http://1847holdings.com/role/ScheduleofRollForwardofChangesforFinancialInstrumentsMeasuredatFairValueonaRecurringBasisTable"], "lang": { "en-us": { "role": { "periodStartLabel": "Balance as of December 31, 2023", "periodEndLabel": "Balance as of September 30, 2024", "terseLabel": "Derivative liabilities", "label": "Derivative Liability, Current", "documentation": "Fair value, after the effects of master netting arrangements, of a financial liability or contract with one or more underlyings, notional amount or payment provision or both, and the contract

can be net settled by means outside the contract or delivery of an asset, expected to be settled within one year or normal operating cycle, if longer. Includes assets not subject to a master netting arrangement and not elected to be offset." } } }, "auth_ref": ["r187"] }, "efsh_DerivativeLiabilitiesMember": { "xbrltype": "domainItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "DerivativeLiabilitiesMember", "presentation": ["http://1847holdings.com/role/ScheduleofRollForwardofChangesforFinancialInstrumentsMeasuredatFairValueonaRecurringBasisTable"], "lang": { "en-us": { "role": { "terseLabel": "Derivative Liabilities [Member]", "label": "Derivative Liabilities Member" } } }, "auth_ref": [] }, "us-gaap_DerivativeLiabilitiesNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DerivativeLiabilitiesNoncurrent", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ConsolidatedBalanceSheet": { "parentTag": "us-gaap_Liabilities", "weight": 1.0, "order": 6.0 } }, "presentation": ["http://1847holdings.com/role/ConsolidatedBalanceSheet"], "lang": { "en-us": { "role": { "terseLabel": "Deferred tax liability, net", "label": "Derivative Liability, Noncurrent", "documentation": "Fair value, after the effects of master netting arrangements, of a financial liability or contract with one or more underlyings, notional amount or payment provision or both, and the contract can be net settled by means outside the contract or delivery of an asset, expected to be settled after one year or the normal operating cycle, if longer. 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The date of submission, date of acceptance by the recipient, and the document effective date are all potentially different." } } }, "auth_ref": [] }, "dei_DocumentDescription": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentDescription", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Description", "documentation": "The description of the document." } } }, "auth_ref": [] }, "dei_DocumentDomain": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentDomain", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document [Domain]", "documentation": "Type of the document as assigned by the filer, corresponding to SEC document naming convention standards." } } }, "auth_ref": [] }, "dei_DocumentEffectiveDate": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentEffectiveDate", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Effective Date", "documentation": "The date when a document, upon receipt and acceptance, becomes officially effective, in YYYY-MM-DD format. Usually it is a system-assigned date time value, but it may be declared by the submitter in some cases." } } }, "auth_ref": [] }, "dei_DocumentFinStmtErrorCorrectionFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentFinStmtErrorCorrectionFlag", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Financial Statement Error Correction [Flag]", "documentation": "Indicates whether any of the financial statement period in the filing include a restatement due to error correction." } } }, "auth_ref": ["r831", "r834", "r846", "r897"] }, "dei_DocumentFinStmtRestatementRecoveryAnalysisFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentFinStmtRestatementRecoveryAnalysisFlag", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Financial Statement Restatement Recovery Analysis [Flag]", "documentation": "Indicates whether any of the financial statement periods include 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 \u00a7240.10D-1(b)." } } }, "auth_ref": ["r831", "r834", "r846", "r897"] }, "dei_DocumentFiscalPeriodFocus": { "xbrltype": "fiscalPeriodItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentFiscalPeriodFocus", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Fiscal Period Focus", "documentation": "Fiscal period values are FY, Q1, Q2, and Q3. 1st, 2nd and 3rd quarter 10-Q or 10-QT statements have value Q1, Q2, and Q3 respectively, with 10-K, 10-KT or other fiscal year statements having FY." } } }, "auth_ref": [] }, "dei_DocumentFiscalYearFocus": { "xbrltype": "gYearItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentFiscalYearFocus", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Fiscal Year Focus", "documentation": "This is focus fiscal year of the document report in YYYY format. For a 2006 annual report, which may also provide financial information from prior periods, fiscal 2006 should be given as the fiscal year focus. Example: 2006." } } }, "auth_ref": [] }, "dei_DocumentInformationDocumentAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentInformationDocumentAxis", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Information, Document [Axis]", "documentation": "The axis of a table defines the relationship between the domain members or categories in the table and the line items or concepts that complete the table." } } }, "auth_ref": [] }, "dei_DocumentInformationLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentInformationLineItems", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Information [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": [] }, "dei_DocumentInformationTable": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentInformationTable", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Information [Table]", "documentation": "Container to support the formal attachment of each official or unofficial, public or private document as part of a submission package." } } }, "auth_ref": [] }, "dei_DocumentInformationTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentInformationTextBlock", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Information [Text Block]", "documentation": "Container to support the formal attachment of each official or unofficial, public or private document as part of a submission package." } } }, "auth_ref": [] }, "dei_DocumentName": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentName", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Name", "documentation": "Name of the document as assigned by the filer, corresponding to SEC document naming convention standards. Examples appear in the <FILENAME> field of EDGAR filings, such as 'htm_25911.htm', 'exhibit1.htm', 'v105727_8k.txt'." } } }, "auth_ref": [] }, "dei_DocumentPeriodEndDate": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentPeriodEndDate", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Period End Date", "documentation": "For the EDGAR submission types of Form 8-K: the date of the report, the date of the earliest event reported; for the EDGAR submission types of Form N-1A: the filing date; for all other submission types: the end of the reporting or transition period. The format of the date is YYYY-MM-DD." } } }, "auth_ref": [] }, "dei_DocumentPeriodStartDate": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentPeriodStartDate", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Period Start Date", "documentation": "The start date of the period covered in the document, in YYYY-MM-DD format." } } }, "auth_ref": [] }, "dei_DocumentQuarterlyReport": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentQuarterlyReport", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Quarterly Report", "documentation": "Boolean flag that is true only for a form used as an quarterly report." } } }, "auth_ref": ["r832"] }, "dei_DocumentRegistrationStatement": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentRegistrationStatement", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Registration Statement", "documentation": "Boolean flag that is true only for a form used as a registration statement." } } }, "auth_ref": ["r820"] }, "dei_DocumentShellCompanyEventDate": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentShellCompanyEventDate", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Shell Company Event Date", "documentation": "Date of event requiring a shell company report." } } }, "auth_ref": ["r834"] }, "dei_DocumentShellCompanyReport": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentShellCompanyReport", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Shell Company Report", "documentation": "Boolean flag that is true for a Shell Company Report pursuant to section 13 or 15(d) of the Exchange Act." } } }, "auth_ref": ["r834"] }, "dei_DocumentSubtitle": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentSubtitle", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Subtitle", "documentation": "The subtitle given to the document resource by the creator or publisher. An example is 'A New Period of Growth'." } } }, "auth_ref": [] }, "dei_DocumentSynopsis":

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An example is '2002 Annual Report'." } } }, "auth_ref": [] }, "dei_DocumentTransitionReport": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentTransitionReport", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Transition Report", "documentation": "Boolean flag that is true only for a form used as a transition report." } } }, "auth_ref": ["r874"] }, "dei_DocumentType": { "xbrltype": "submissionTypeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentType", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Type", "documentation": "The type of document being provided (such as 10-K, 10-Q, 485BPOS, etc). 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"role": { "label": "Effective Upon Filing, 462(e)" } } }, "auth_ref": ["r935"] }, "dei_EffectiveUponFiling486b": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EffectiveUponFiling486b", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Effective upon Filing, 486(b)" } } }, "auth_ref": ["r937"] }, "dei_EffectiveWhenDeclaredSection8c": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EffectiveWhenDeclaredSection8c", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Effective when Declared, Section 8(c)" } } }, "auth_ref": ["r939"] }, "us-gaap_EmployeeStockOptionMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeStockOptionMember", "presentation": ["http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure"], "lang": { "en-us": { "role": { "label": 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"The standardized abbreviation of the accounting standard used by the entity. This can either be US GAAP as promulgated by the FASB or IFRS as promulgated by the IASB. Example: 'US GAAP', 'IFRS'. This is distinct from the Document Accounting Standard element." } } }, "auth_ref": [] }, "dei_EntityAddressAddressDescription": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressAddressDescription", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Address, Address Description", "documentation": "Description of the kind of address for the entity, if needed to distinguish more finely among mailing, principal, legal, accounting, contact or other addresses." } } }, "auth_ref": [] }, "dei_EntityAddressAddressLine1": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressAddressLine1", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Address, Address Line One", "documentation": "Address Line 1 such as Attn, Building Name, Street Name" } } }, "auth_ref": [] }, "dei_EntityAddressAddressLine2": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressAddressLine2", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Address, Address Line Two", "documentation": "Address Line 2 such as Street or Suite number" } } }, "auth_ref": [] }, "dei_EntityAddressAddressLine3": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressAddressLine3", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Address, Address Line Three", "documentation": "Address Line 3 such as an Office Park" } } }, "auth_ref": [] }, "dei_EntityAddressCityOrTown": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressCityOrTown", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Address, City or Town", "documentation": "Name of the City or Town" } } }, "auth_ref": [] }, "dei_EntityAddressCountry": { "xbrltype": "countryCodeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressCountry", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Address, Country", "documentation": "ISO 3166-1 alpha-2 country code." } } }, "auth_ref": [] }, "dei_EntityAddressPostalZipCode": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressPostalZipCode", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Address, Postal Zip Code", "documentation": "Code for the postal or zip code" } } }, "auth_ref": [] }, "dei_EntityAddressStateOrProvince": { "xbrltype": "stateOrProvinceItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressStateOrProvince", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Address, State or Province", "documentation": "Name of the state or province." } } }, "auth_ref": [] }, "dei_EntityAddressesAddressTypeAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressesAddressTypeAxis", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Addresses, Address Type [Axis]", "documentation": "The axis of a table defines the relationship between the domain members or categories in the table and the line items or concepts that complete the table." } } }, "auth_ref": [] }, "dei_EntityAddressesLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressesLineItems", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Addresses [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": [] }, "dei_EntityAddressesTable": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressesTable", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Addresses [Table]",

"documentation": "Container of address information for the entity" } } }, "auth_ref": ["r822"] },
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Registrants not involved in bankruptcy proceedings during the preceding five years should not report this element." } } }, "auth_ref": ["r826"] }, "dei_EntityCentralIndexKey": { "xbrltype": "centralIndexKeyItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCentralIndexKey", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Central Index Key", "documentation": "A unique 10-digit SEC-issued value to identify entities that have filed disclosures with the SEC. It is commonly abbreviated as CIK." } } }, "auth_ref": ["r822"] }, "dei_EntityCommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCommonStockSharesOutstanding", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Common Stock, Shares Outstanding", "documentation": "Indicate number of shares or other units outstanding of each of registrant's classes of capital or common stock or other ownership interests, if and as stated on cover of related periodic report. 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_EntityContactPersonnelLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityContactPersonnelLineItems", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Contact Personnel [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": [] }, "dei_EntityCurrentReportingStatus": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCurrentReportingStatus", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Current Reporting Status", "documentation": "Indicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": [] }, "dei_EntityDomain": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityDomain", "presentation": ["http://1847holdings.com/role/SelectedAccountInformationDetails", "http://xbrl.sec.gov/dei/role/document/AuditInformation", "http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity [Domain]", "documentation": "All the names of the entities being reported upon in a document. Any legal structure used to conduct activities or to hold assets. Some examples of such structures are corporations, partnerships, limited liability companies, grantor trusts, and other trusts. This item does not include business and geographical segments which are included in the geographical or business segments domains." } } }, "auth_ref": [] }, "dei_EntityEmergingGrowthCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityEmergingGrowthCompany", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Emerging Growth Company", "documentation": "Indicate if registrant meets the emerging growth company criteria." } } }, "auth_ref": ["r822"] }, "dei_EntityExTransitionPeriod": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityExTransitionPeriod", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Ex Transition Period", "documentation": "Indicate if an emerging growth company has elected not to use the extended transition period for complying with any new or revised financial accounting standards." } } }, "auth_ref": ["r938"] }, "dei_EntityFileNumber": { "xbrltype": "fileNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFileNumber", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity File Number", "documentation": "Commission file number. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen." } } }, "auth_ref": [] }, "dei_EntityFilerCategory": { "xbrltype": "filerCategoryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFilerCategory", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Filer Category", "documentation": "Indicate whether the registrant is one of the following: Large Accelerated Filer, Accelerated Filer, Non-accelerated Filer. Definitions of these categories are stated in Rule 12b-2 of the Exchange Act. This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": ["r822"] }, "dei_EntityHomeCountryISOCode": { "xbrltype": "countryCodeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityHomeCountryISOCode", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Home Country ISO Code", "documentation": "ISO 3166-1 alpha-2 country code for the Entity's home country. If home country is different from country of legal incorporation, then also provide country of legal incorporation in the 'Entity Incorporation, State Country Code' element." } } }, "auth_ref": [] }, "dei_EntityIncorporationDateOfIncorporation": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityIncorporationDateOfIncorporation", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Incorporation, Date of Incorporation", "documentation": "Date when an entity was incorporated" } } }, "auth_ref": [] }, "dei_EntityIncorporationStateCountryCode": { "xbrltype": "edgarStateCountryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityIncorporationStateCountryCode", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Incorporation, State or Country Code", "documentation": "Two-character EDGAR code representing the state or country of incorporation." } } }, "auth_ref": [] },
"dei_EntityInformationFormerLegalOrRegisteredName": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityInformationFormerLegalOrRegisteredName", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Information, Former Legal or Registered Name", "documentation": "Former Legal or Registered Name of an entity" } } }, "auth_ref": [] }, "dei_EntityInformationLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityInformationLineItems", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Information [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": [] }, "dei_EntityInteractiveDataCurrent": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityInteractiveDataCurrent", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Interactive Data Current", "documentation": "Boolean flag that is true when the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files)." } } }, "auth_ref": ["r927"] }, "dei_EntityInvCompanyType": { "xbrltype": "invCompanyType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityInvCompanyType", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Inv Company Type", "documentation": "One of: N-1A (Mutual Fund), N-1 (Open-End Separate Account with No Variable Annuities), N-2 (Closed-End Investment Company), N-3 (Separate Account Registered as Open-End Management Investment Company), N-4 (Variable Annuity UIT Separate Account), N-5 (Small Business Investment Company), N-6 (Variable Life UIT Separate Account), S-1 or S-3 (Face Amount Certificate Company), S-6 (UIT, Non-Insurance Product)." } } }, "auth_ref": ["r926"] },
"dei_EntityLegalForm": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityLegalForm", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Legal Form", "documentation": "The details of the entity's legal form. Examples are partnership, limited liability company, trust, etc." } } }, "auth_ref": [] },
"dei_EntityListingDepositoryReceiptRatio": { "xbrltype": "pureItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityListingDepositoryReceiptRatio", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Listing, Depository Receipt Ratio", "documentation": "The number of underlying shares represented by one American Depository Receipt (ADR) or Global Depository Receipt (GDR). A value of '3' means that one ADR represents 3 underlying shares. If one underlying share represents 2 ADR's then the value would be represented as '0.5'." } } }, "auth_ref": [] }, "dei_EntityListingDescription": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityListingDescription", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Listing, Description", "documentation": "Description of the kind of listing the entity has on the exchange, if necessary to further describe different instruments that are already distinguished by Entity, Exchange and Security." } } }, "auth_ref": [] }, "dei_EntityListingForeign": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityListingForeign", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Listing, Foreign", "documentation": "Yes or No value indicating whether this is a listing that is a foreign listing or depository receipt." } } }, "auth_ref": [] }, "dei_EntityListingParValuePerShare": { "xbrltype": "perShareItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityListingParValuePerShare", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Listing, Par Value Per Share", "documentation": "The par value per share of security quoted in same currency as Trading currency. Example: '0.01'." } } }, "auth_ref": [] }, "dei_EntityListingPrimary": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityListingPrimary", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Listing, Primary", "documentation": "Yes or No value indicating whether a listing of an instrument on an exchange is primary for the entity." } } }, "auth_ref": [] }, "dei_EntityListingSecurityTradingCurrency": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityListingSecurityTradingCurrency", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Listing, Security Trading Currency", "documentation": "The three character ISO 4217 code for the currency in which the security is quoted. Example: 'USD'" } } }, "auth_ref": [] },

"dei_EntityListingsExchangeAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityListingsExchangeAxis", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Listings, Exchange [Axis]", "documentation": "The axis of a table defines the relationship between the domain members or categories in the table and the line items or concepts that complete the table." } } }, "auth_ref": [] }, "dei_EntityListingsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityListingsLineItems", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Listings [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": [] }, "dei_EntityListingsTable": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityListingsTable", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Listings [Table]", "documentation": "Container for exchange listing information for an entity" } } }, "auth_ref": [] }, "dei_EntityNumberOfEmployees": { "xbrltype": "decimalItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityNumberOfEmployees", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Number of Employees", "documentation": "Number of persons employed by the Entity" } } }, "auth_ref": [] }, "dei_EntityPhoneFaxNumbersLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityPhoneFaxNumbersLineItems", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Phone Fax Numbers [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Example: 'USD'." } } }, "auth_ref": [] }, "dei_EntityShellCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityShellCompany", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Shell Company", "documentation": "Boolean flag that is true when the registrant is a shell company as defined in Rule 12b-2 of the Exchange Act." } } }, "auth_ref": ["r822"] }, "dei_EntitySmallBusiness": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntitySmallBusiness", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Small Business", "documentation": "Indicates that the company is a Smaller Reporting Company (SRC)." } } }, "auth_ref": ["r822"] }, "dei_EntityTaxIdentificationNumber": { "xbrltype": "employerIdItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityTaxIdentificationNumber", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Tax Identification Number", "documentation": "The Tax Identification Number (TIN, also known as an Employer Identification Number (EIN), is a unique 9-digit value assigned by the IRS." } } }, "auth_ref": ["r822"] }, "dei_EntityTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityTextBlock", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity [Text Block]", "documentation": "Container to serve as parent of six Entity related Table concepts." } } }, "auth_ref": [] }, "dei_EntityVoluntaryFilers": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityVoluntaryFilers", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Voluntary Filers", "documentation": "Indicate 'Yes' or 'No' if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act." } } }, "auth_ref": [] }, "dei_EntityWellKnownSeasonedIssuer": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityWellKnownSeasonedIssuer", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Well-known Seasoned Issuer", "documentation": "Indicate 'Yes' or 'No' if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. Is used on Form Type: 10-K, 10-Q, 8-K, 20-F, 6-K, 10-K/A, 10-Q/A, 20-F/A, 6-K/A, N-CSR, N-Q, N-1A." } } }, "auth_ref": ["r929"] }, "ecd_EqtyAwrdsAdjFnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "EqtyAwrdsAdjFnTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Equity Awards Adjustments, Footnote [Text Block]", "terseLabel": "Equity Awards Adjustments, Footnote" } } }, "auth_ref": ["r880"] }, "ecd_EqtyAwrdsAdjsExclgValRprtdInSummryCompstnTblMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "EqtyAwrdsAdjsExclgValRprtdInSummryCompstnTblMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Equity Awards Adjustments, Excluding Value Reported in the Compensation Table [Member]", "terseLabel": "Equity Awards Adjustments, Excluding Value Reported in Compensation Table" } } }, "auth_ref": ["r922"] }, "ecd_EqtyAwrdsAdjsMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "EqtyAwrdsAdjsMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Equity Awards Adjustments [Member]", "terseLabel": "Equity Awards Adjustments" } } }, "auth_ref": ["r922"] }, "ecd_EqtyAwrdsInSummryCompstnTblForAplblYrMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "EqtyAwrdsInSummryCompstnTblForAplblYrMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table [Member]", "terseLabel": "Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table" } } }, "auth_ref": ["r922"] }, "us-gaap_EquipmentMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EquipmentMember", "presentation": ["http://1847holdings.com/role/ScheduleofPropertyandEquipmentTable"], "lang": { "en-us": { "role": { "terseLabel": "Machinery and equipment [Member]", "label": "Equipment [Member]", "documentation": "Tangible personal property used to produce goods and services." } } }, "auth_ref": [] }, "us-gaap_EquityAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EquityAbstract", "lang": { "en-us": { "role": { "label": "Shareholders\u2019 Deficit [Abstract]" } } }, "auth_ref": [] }, "us-gaap_EquityComponentDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EquityComponentDomain", "presentation": ["http://1847holdings.com/role/DebtDetails", "http://1847holdings.com/role/ShareholdersDeficitDetails", "http://1847holdings.com/role/ShareholdersEquityType2or3"], "lang": { "en-us": { "role": { "label": "Equity Component [Domain]", "documentation": "Components of equity are the parts of the total Equity balance including that which is allocated to common, preferred, treasury stock, retained earnings, etc." } } }, "auth_ref": ["r11", "r164", "r190", "r191", "r192", "r210", "r211", "r212", "r214", "r219", "r221", "r223", "r240", "r308", "r309", "r351", "r425", "r474", "r475", "r479", "r480", "r481", "r483", "r484", "r485", "r494", "r495", "r496", "r497", "r498", "r499", "r502", "r529", "r530", "r531", "r532", "r533", "r534", "r538", "r541", "r550", "r614", "r638", "r639", "r640", "r652", "r715"] }, "srt_EquityMethodInvesteeNameDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "EquityMethodInvesteeNameDomain", "presentation": ["http://1847holdings.com/role/ShareholdersDeficitDetails"], "lang": { "en-us": { "role": { "label": "Investment, Name [Domain]", "documentation": "Name of investment including named security. 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Such disclosures about the financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as appropriate); (2) for items for which it is not practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount, effective interest rate, and maturity, and (b) the reasons why it is not practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the fair value measurement; and (6) for items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of the effect of fair value changes on earnings, (c) a description of [similar groups] items for which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not eligible for the election; (7) all other required (as defined) and desired information." } } }, "auth_ref": ["r515", "r517", "r518", "r519", "r522", "r523", "r524", "r525", "r526", "r594", "r787", "r791"] }, "us-gaap_FairValueInputsLevel1Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel1Member", "presentation": ["http://1847holdings.com/role/ScheduleofFairValueofFinancialInstrumentsMeasuredonaRecurringBasisTable"], "lang": { "en-us": { "role": { "terseLabel": "Level 1 [Member]", "label": "Fair Value, Inputs, Level 1 [Member]", "documentation": "Quoted prices in active markets for identical assets or liabilities that the reporting entity can access at the measurement date." } } }, "auth_ref": ["r390", "r434", "r439", "r507", "r520", "r561", "r778", "r779", "r780", "r787"] }, "us-gaap_FairValueInputsLevel2Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel2Member", "presentation": ["http://1847holdings.com/role/ScheduleofFairValueofFinancialInstrumentsMeasuredonaRecurringBasisTable"], "lang": { "en-us": { "role": { "terseLabel": "Level 2 [Member]", "label": "Fair Value, Inputs, Level 2 [Member]", "documentation": "Inputs other than quoted prices included

within level 1 that are observable for an asset or liability, either directly or indirectly, including, but not limited to, quoted prices for similar assets or liabilities in active markets, or quoted prices for identical or similar assets or liabilities in inactive markets." } } }, "auth_ref": ["r390", "r434", "r439", "r507", "r508", "r520", "r562", "r766", "r767", "r778", "r779", "r780", "r787"] }, "us-gaap_FairValueInputsLevel3Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel3Member", "presentation": ["http://1847holdings.com/role/ScheduleofFairValueofFinancialInstrumentsMeasuredonaRecurringBasisTable"], "lang": { "en-us": { "role": { "terseLabel": "Level 3 [Member]", "label": "Fair Value, Inputs, Level 3 [Member]", "documentation": "Unobservable inputs that reflect the entity's own assumption about the assumptions market participants would use in pricing." } } }, "auth_ref": ["r390", "r434", "r435", "r436", "r437", "r438", "r439", "r507", "r508", "r509", "r510", "r520", "r563", "r766", "r767", "r778", "r779", "r780", "r787", "r700"] }, "us-gaap_FairValueLiabilitiesMeasuredOnRecurringBasisTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueLiabilitiesMeasuredOnRecurringBasisTextBlock", "presentation": ["http://1847holdings.com/role/FairValueMeasurementsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Fair Value of Financial Instruments Measured on a Recurring Basis", "label": "Fair Value, Liabilities Measured on Recurring Basis [Table Text Block]", "documentation": "Tabular disclosure of liabilities, including [financial] instruments measured at fair value that are classified in stockholders' equity, if any, by class that are measured at fair value on a recurring basis. The disclosures contemplated herein include the fair value measurements at the reporting date by the level within the fair value hierarchy in which the fair value measurements in their entirety fall, segregating fair value measurements using quoted prices in active markets for identical assets (Level 1), significant other observable inputs (Level 2), and significant unobservable inputs (Level 3). Where the quoted price in an active market for the identical liability is not available, the Level 1 input is the quoted price of an identical liability when traded as an asset." } } }, "auth_ref": ["r1080", "r1081"] }, "us-gaap_FairValueLiabilitiesMeasuredOnRecurringBasisUnobservableInputReconciliationLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueLiabilitiesMeasuredOnRecurringBasisUnobservableInputReconciliationLineItems", "presentation": ["http://1847holdings.com/role/ScheduleofRollForwardofChangesforFinancialInstrumentsMeasuredatFairValueonaRecurringBasisTable"], "lang": { "en-us": { "role": { "label": "Schedule of Roll-Forward of Changes for Financial Instruments Fair Value on Recurring Basis [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Includes, but is not limited to, fair value adjustment for impairment of asset, liability or equity, frequently measured at fair value." } } }, "auth_ref": ["r787", "r1080", "r1081", "r1082", "r1083", "r1084", "r1086"] }, "us-gaap_FairValueOfAssetsAcquired": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueOfAssetsAcquired", "crdr": "debit", "presentation": ["http://1847holdings.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "terseLabel": "Net assets acquired in the acquisition of ICU Eyewear", "label": "Fair Value of Assets Acquired", "documentation": "The fair value of assets acquired in noncash investing or financing activities." } } }, "auth_ref": ["r24", "r25", "r26"] }, "efsh_FairValueOfMarketInterestRate": { "xbrltype": "percentItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "FairValueOfMarketInterestRate", "presentation": ["http://1847holdings.com/role/DebtDetails"], "lang": { "en-us": { "role": { "terseLabel": "Market interest rate", "documentation": "Fair value of market interest rate.", "label": "Fair Value Of Market Interest Rate" } } }, "auth_ref": [] }, "efsh_FairValueOfNotePayableIssuedForServices": { "xbrltype": "monetaryItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "FairValueOfNotePayableIssuedForServices", "crdr": "debit", "presentation": ["http://1847holdings.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "terseLabel": "Fair value of note payable issued for services", "documentation": "Fair value of note payable issued for services.", "label": "Fair Value Of Note Payable Issued For Services" } } }, "auth_ref": [] }, "efsh_FairValueOfPromissoryNoteIssuedForServices": { "xbrltype": "percentItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "FairValueOfPromissoryNoteIssuedForServices", "presentation": ["http://1847holdings.com/role/DebtDetails"], "lang": { "en-us": { "role": { "terseLabel": "Fair value of promissory note issued for services", "documentation": "Fair value of promissory note issued for services.", "label": "Fair Value Of Promissory Note Issued For Services" } } }, "auth_ref": [] }, "efsh_FairValueOfWarrantLiabilityRecognizedUponIssuanceOfPrefundedWarrants": { "xbrltype": "monetaryItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "FairValueOfWarrantLiabilityRecognizedUponIssuanceOfPrefundedWarrants", "crdr": "credit", "presentation": ["http://1847holdings.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "terseLabel": "Fair value of warrant liabilities recognized upon issuance of prefunded warrants", "documentation": "Fair value of warrant liability recognized upon issuance of prefunded warrants.", "label": "Fair Value Of Warrant Liability Recognized Upon Issuance Of Prefunded Warrants" } } }, "auth_ref": [] }, "us-gaap_FederalFundsSold": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FederalFundsSold", "crdr": "debit", "presentation": ["http://1847holdings.com/role/DebtDetails"], "lang": { "en-us": { "role": { "terseLabel": "Federal Funds Sold", "label": "Federal Funds Sold", "documentation": "The amount outstanding of funds lent to other depository institutions, securities brokers, or securities dealers in the form of Federal Funds sold; for example, immediately available funds lent under agreements or contracts that mature in one business day or roll over under a continuing contract, regardless of the nature of the transaction or the collateral involved, excluding overnight lending for commercial and industrial purposes. Also include Federal Funds sold under agreements to resell on a gross basis, excluding (1) sales of term Federal Funds, (2) due bills representing purchases of securities or other assets by the reporting bank that have not yet been delivered and similar instruments, (3) resale agreements that mature in more than one business day involving assets other than securities, and (4) yield maintenance dollar repurchase agreements." } } }, "auth_ref": ["r126"] }, "us-gaap_FinanceLeaseLiabilitiesPaymentsDueAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FinanceLeaseLiabilitiesPaymentsDueAbstract", "lang": { "en-us": { "role": { "label": "Schedule of Financing Lease Liabilities [Abstract]" } } }, "auth_ref": [] }, "us-gaap_FinanceLeaseLiability": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FinanceLeaseLiability", "crdr": "credit", "presentation": ["http://1847holdings.com/role/ScheduleofFinancingLeaseLiabilitiesTable"], "lang": { "en-us": { "role": { "terseLabel": "Total finance lease liabilities", "label": "Finance Lease, Liability", "documentation": "Present value of lessee's discounted obligation for lease payments from finance lease." } } }, "auth_ref": ["r543", "r548"] }, "us-gaap_FinanceLeaseLiabilityCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FinanceLeaseLiabilityCurrent", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ConsolidatedBalanceSheet": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://1847holdings.com/role/ConsolidatedBalanceSheet"], "lang": { "en-us": { "role": { "terseLabel": "Current portion of finance lease liabilities", "label": "Finance Lease, Liability, Current", "documentation": "Present value of lessee's discounted obligation for lease payments from finance lease, classified as current." } } }, "auth_ref": ["r543"] }, "us-gaap_FinanceLeaseLiabilityMaturityTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FinanceLeaseLiabilityMaturityTableTextBlock", "presentation": ["http://1847holdings.com/role/LeasesTables"], "lang": { "en-us": { "role": {

"terseLabel": "Schedule of Financing Lease Liabilities", "label": "Finance Lease, Liability, to be Paid, Maturity [Table Text Block]", "documentation": "Tabular disclosure of undiscounted cash flows of finance lease liability. Includes, but is not limited to, reconciliation of undiscounted cash flows to finance lease liability recognized in statement of financial position." } } }, "auth_ref": ["r1094"] }, "us-gaap_FinanceLeaseLiabilityNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FinanceLeaseLiabilityNoncurrent", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ConsolidatedBalanceSheet": { "parentTag": "us-gaap_Liabilities", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://1847holdings.com/role/ConsolidatedBalanceSheet"], "lang": { "en-us": { "role": { "terseLabel": "Finance lease liabilities, net of current portion", "label": "Finance Lease, Liability, Noncurrent", "documentation": "Present value of lessee's discounted obligation for lease payments from finance lease, classified as noncurrent." } } }, "auth_ref": ["r543"] }, "us-gaap_FinanceLeaseLiabilityPaymentsDueNextTwelveMonths": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FinanceLeaseLiabilityPaymentsDueNextTwelveMonths", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ScheduleofFinancingLeaseLiabilitiesTable": { "parentTag": "us-gaap_FinanceLeaseLiabilityPaymentsDueYearFive", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://1847holdings.com/role/ScheduleofFinancingLeaseLiabilitiesTable"], "lang": { "en-us": { "role": { "terseLabel": "2025", "label": "Finance Lease, Liability, to be Paid, Year One", "documentation": "Amount of lessee's undiscounted obligation for lease payment for finance 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": ["r548"] }, "us-gaap_FinanceLeaseLiabilityPaymentsDueYearFive": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FinanceLeaseLiabilityPaymentsDueYearFive", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ScheduleofFinancingLeaseLiabilitiesTable": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://1847holdings.com/role/ScheduleofFinancingLeaseLiabilitiesTable"], "lang": { "en-us": { "role": { "totalLabel": "Total", "label": "Finance Lease, Liability, to be Paid, Year Five", "documentation": "Amount of lessee's undiscounted obligation for lease payment for finance lease to be paid in 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": ["r548"] }, "us-gaap_FinanceLeaseLiabilityPaymentsDueYearFour": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FinanceLeaseLiabilityPaymentsDueYearFour", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ScheduleofFinancingLeaseLiabilitiesTable": { "parentTag": "us-gaap_FinanceLeaseLiabilityPaymentsDueYearFive", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://1847holdings.com/role/ScheduleofFinancingLeaseLiabilitiesTable"], "lang": { "en-us": { "role": { "terseLabel": "2028", "label": "Finance Lease, Liability, to be Paid, Year Four", "documentation": "Amount of lessee's undiscounted obligation for lease payment for finance 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": ["r548"] }, "us-gaap_FinanceLeaseLiabilityPaymentsDueYearThree": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FinanceLeaseLiabilityPaymentsDueYearThree", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ScheduleofFinancingLeaseLiabilitiesTable": { "parentTag": "us-gaap_FinanceLeaseLiabilityPaymentsDueYearFive", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://1847holdings.com/role/ScheduleofFinancingLeaseLiabilitiesTable"], "lang": { "en-us": { "role": { "terseLabel": "2027", "label": "Finance Lease, Liability, to be Paid, Year Three", "documentation": "Amount of lessee's undiscounted obligation for lease payment for finance 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": ["r548"] }, "us-gaap_FinanceLeaseLiabilityPaymentsDueYearTwo": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FinanceLeaseLiabilityPaymentsDueYearTwo", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ScheduleofFinancingLeaseLiabilitiesTable": { "parentTag": "us-gaap_FinanceLeaseLiabilityPaymentsDueYearFive", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://1847holdings.com/role/ScheduleofFinancingLeaseLiabilitiesTable"], "lang": { "en-us": { "role": { "terseLabel": "2026", "label": "Finance Lease, Liability, to be Paid, Year Two", "documentation": "Amount of lessee's undiscounted obligation for lease payment for finance 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": ["r548"] }, "us-gaap_FinanceLeaseLiabilityPaymentsRemainderOfFiscalYear": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FinanceLeaseLiabilityPaymentsRemainderOfFiscalYear", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ScheduleofFinancingLeaseLiabilitiesTable": { "parentTag": "us-gaap_FinanceLeaseLiabilityPaymentsDueYearFive", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://1847holdings.com/role/ScheduleofFinancingLeaseLiabilitiesTable"], "lang": { "en-us": { "role": { "terseLabel": "2024 (remaining)", "label": "Finance Lease, Liability, to be Paid, Remainder of Fiscal Year", "documentation": "Amount of lessee's undiscounted obligation for lease payment for finance lease to be paid in remainder of current fiscal year." } } }, "auth_ref": ["r1094"] }, 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"auth_ref": ["r547", "r798"] }, "us-gaap_FinanceLeaseWeightedAverageRemainingLeaseTerm1": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FinanceLeaseWeightedAverageRemainingLeaseTerm1", "presentation": ["http://1847holdings.com/role/LeasesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Weighted-average remaining lease term", "label": "Finance Lease, Weighted Average Remaining Lease Term", "documentation": "Weighted average remaining lease term for finance lease, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days." } } }, "auth_ref": ["r546", "r798"] }, "efsh_FinancedPurchasesOfPropertyAndEquipment": { "xbrltype": "monetaryItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "FinancedPurchasesOfPropertyAndEquipment", "crdr": "debit", "presentation": ["http://1847holdings.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "terseLabel": 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"role": { "negatedLabel": "Less: accumulated amortization", "label": "Finite-Lived Intangible Assets, Accumulated Amortization", "documentation": "Accumulated amount of amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life." } } }, "auth_ref": ["r175", "r323", "r343", "r764"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseAfterYearFive": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseAfterYearFive", "crdr": "debit", "calculation": { "http://1847holdings.com/role/ScheduleofAmortizationExpenseforIntangibleAssetsTable": { "parentTag": "us-gaap_FiniteLivedIntangibleAssetsNet", "weight": 1.0, "order": 6.0 } }, "presentation": ["http://1847holdings.com/role/ScheduleofAmortizationExpenseforIntangibleAssetsTable"], "lang": { "en-us": { "role": { "terseLabel": "Thereafter", "label": "Finite-Lived Intangible Asset, Expected Amortization, after Year Five", "documentation": "Amount of amortization for asset, excluding financial asset and goodwill, lacking physical substance with finite life expected to be recognized 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": ["r1022", "r1150"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseNextTwelveMonths": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseNextTwelveMonths", "crdr": "debit", "calculation": { "http://1847holdings.com/role/ScheduleofAmortizationExpenseforIntangibleAssetsTable": { "parentTag": "us-gaap_FiniteLivedIntangibleAssetsNet", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://1847holdings.com/role/ScheduleofAmortizationExpenseforIntangibleAssetsTable"], "lang": { "en-us": { "role": { "terseLabel": "2025", "label": "Finite-Lived Intangible Asset, Expected Amortization, Year One", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r345", "r745", "r764"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseRemainderOfFiscalYear": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseRemainderOfFiscalYear", "crdr": "debit", "calculation": { "http://1847holdings.com/role/ScheduleofAmortizationExpenseforIntangibleAssetsTable": { "parentTag": "us-gaap_FiniteLivedIntangibleAssetsNet", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://1847holdings.com/role/ScheduleofAmortizationExpenseforIntangibleAssetsTable"], "lang": { "en-us": { "role": { "terseLabel": "2024 (remaining)", "label": "Finite-Lived Intangible Asset, Expected Amortization, Remainder of Fiscal Year", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in remainder of current fiscal year." } } }, "auth_ref": ["r1150"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearFour": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseYearFour", "crdr": "debit", "calculation": { "http://1847holdings.com/role/ScheduleofAmortizationExpenseforIntangibleAssetsTable": { "parentTag": "us-gaap_FiniteLivedIntangibleAssetsNet", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://1847holdings.com/role/ScheduleofAmortizationExpenseforIntangibleAssetsTable"], "lang": { "en-us": { "role": { "terseLabel": "2028", "label": "Finite-Lived Intangible Asset, Expected Amortization, Year Four", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in fourth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r345", "r745", "r764"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearThree": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseYearThree", "crdr": "debit", "calculation": { "http://1847holdings.com/role/ScheduleofAmortizationExpenseforIntangibleAssetsTable": { "parentTag": "us-gaap_FiniteLivedIntangibleAssetsNet", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://1847holdings.com/role/ScheduleofAmortizationExpenseforIntangibleAssetsTable"], "lang": { "en-us": { "role": { "terseLabel": "2027", "label": "Finite-Lived Intangible Asset, Expected Amortization, Year Three", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r345", "r745", "r764"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearTwo": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseYearTwo", "crdr": "debit", "calculation": { "http://1847holdings.com/role/ScheduleofAmortizationExpenseforIntangibleAssetsTable": { "parentTag": "us-gaap_FiniteLivedIntangibleAssetsNet", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://1847holdings.com/role/ScheduleofAmortizationExpenseforIntangibleAssetsTable"], "lang": { "en-us": { "role": { "terseLabel": "2026", "label": "Finite-Lived Intangible Asset, Expected Amortization, Year Two", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized 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": ["r345", "r745", "r764"] }, "us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsByMajorClassAxis", "presentation": ["http://1847holdings.com/role/ScheduleofIntangibleAssetsTable"], "lang": { "en-us": { "role": { "label": "Finite-Lived Intangible Assets by Major Class [Axis]", "documentation": "Information by major type or class of finite-lived intangible assets." } } }, "auth_ref": ["r337", "r339", "r340", "r341", "r342", "r343", "r346", "r347", "r592", "r593", "r745"] }, "us-gaap_FiniteLivedIntangibleAssetsFutureAmortizationExpenseAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsFutureAmortizationExpenseAbstract", "lang": { "en-us": { "role": { "label": "Schedule of Amortization Expense for Intangible Assets [Abstract]" } } }, "auth_ref": [] }, "us-gaap_FiniteLivedIntangibleAssetsGross": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsGross", "crdr": "debit", "calculation": { "http://1847holdings.com/role/ScheduleofIntangibleAssetsTable": { "parentTag": "us-gaap_IntangibleAssetsNetExcludingGoodwill", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://1847holdings.com/role/ScheduleofIntangibleAssetsTable"], "lang": { "en-us": { "role": { "terseLabel": "Total intangible assets", "label": "Finite-Lived Intangible Assets, Gross", "documentation": "Amount before amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life." } } }, "auth_ref": ["r323", "r343", "r593", "r764"] }, "us-gaap_FiniteLivedIntangibleAssetsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsLineItems", "presentation": ["http://1847holdings.com/role/ScheduleofIntangibleAssetsTable"], "lang": { "en-us": { "role": { "label": "Schedule of Intangible Assets [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": ["r337", "r343", "r346", "r347", "r349", "r592", "r745", "r764"] }, "us-gaap_FiniteLivedIntangibleAssetsMajorClassNameDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsMajorClassNameDomain", "presentation": ["http://1847holdings.com/role/ScheduleofIntangibleAssetsTable"], "lang": { "en-us": { "role": { "label": "Finite-Lived Intangible Assets, Major Class Name [Domain]", "documentation": "The major class of finite-lived intangible asset (for example, patents, trademarks, copyrights, etc.) A major class is composed of intangible assets that can be grouped together because they are similar, either by their nature or by their use in the operations of a company." } } }, "auth_ref": ["r337", "r339", "r340", "r341", "r342", "r343", "r346", "r347", "r745"] }, "us-gaap_FiniteLivedIntangibleAssetsNet": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsNet", "crdr": "debit", "calculation": { "http://1847holdings.com/role/ScheduleofAmortizationExpenseforIntangibleAssetsTable": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://1847holdings.com/role/ScheduleofAmortizationExpenseforIntangibleAssetsTable"], "lang": { "en-us": { "role": { "totalLabel": "Total estimated amortization expense", "label": "Finite-Lived Intangible Assets, Net", "documentation": "Amount after amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life." } } }, "auth_ref": ["r592", "r1021"] }, "ecd_ForgoneRecoveryDueToDisqualificationOfTaxBenefitsAmt": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ForgoneRecoveryDueToDisqualificationOfTaxBenefitsAmt", "presentation": 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"ecd_FrValAsOfPrrYrEndOfEqtyAwrdsGrntdInPrrYrsFldVstngCondsDrngCvrdYrMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "FrValAsOfPrrYrEndOfEqtyAwrdsGrntdInPrrYrsFldVstngCondsDrngCvrdYrMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Prior Year End Fair Value of Equity Awards

{ "Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year [Member]", "terseLabel": "Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year" } } }, "auth_ref": ["r885"] }, "efsh_FutureRevenuesAgreementMember": { "xbrltype": "domainItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "FutureRevenuesAgreementMember", "presentation": ["http://1847holdings.com/role/DebtDetails"], "lang": { "en-us": { "role": { "terseLabel": "Promissory Note and Series D Preferred Shares [Member]", "label": "Future Revenues Agreement Member" } } }, "auth_ref": [] }, "us-gaap_GainLossOnSaleOfPropertyPlantEquipment": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "GainLossOnSaleOfPropertyPlantEquipment", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ScheduleofConsolidatedStatementsofOperationsTable": { "parentTag": "efsh_DisposalGroupIncludingDiscontinuedOperationAggregateOtherExpense", "weight": 1.0, "order": 3.0 }, "http://1847holdings.com/role/ScheduleofConsolidatedStatementsofCashFlowsTable": { "parentTag": "us-gaap_CashProvidedByUsedInOperatingActivitiesDiscontinuedOperations", "weight": -1.0, "order": 16.0 } }, "presentation": ["http://1847holdings.com/role/ScheduleofConsolidatedStatementsofCashFlowsTable", "http://1847holdings.com/role/ScheduleofConsolidatedStatementsofOperationsTable"], "lang": { "en-us": { "role": { "terseLabel": "Gain (loss) on disposal of property and equipment", "negatedLabel": "Loss (gain) on disposal of property and equipment", "label": "Gain (Loss) on Disposition of Property Plant Equipment", "documentation": "Amount of gain (loss) on sale or disposal of property, plant and equipment assets, including oil and gas property and timber property." } } }, "auth_ref": ["r8"] }, "us-gaap_GainOrLossOnSaleOfStockInSubsidiary": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "GainOrLossOnSaleOfStockInSubsidiary", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ConsolidatedCashFlow": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivitiesContinuingOperations", "weight": -1.0, "order": 14.0 } }, "presentation": ["http://1847holdings.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "negatedLabel": "Gain on disposition of subsidiaries", "label": "Gain (Loss) on Disposition of Stock in Subsidiary", "documentation": "Amount of gain (loss) on sale or disposal of equity in securities of subsidiaries." } } }, "auth_ref": ["r968", "r969", "r976", "r1106"] }, "us-gaap_GainsLossesOnExtinguishmentOfDebt": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "GainsLossesOnExtinguishmentOfDebt", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ConsolidatedIncomeStatement": { "parentTag": "us-gaap_NonoperatingIncomeExpense", "weight": 1.0, "order": 2.0 }, "http://1847holdings.com/role/ConsolidatedCashFlow": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivitiesContinuingOperations", "weight": -1.0, "order": 15.0 } }, "presentation": ["http://1847holdings.com/role/ConsolidatedCashFlow", "http://1847holdings.com/role/ConsolidatedIncomeStatement", "http://1847holdings.com/role/DebtDetails", "http://1847holdings.com/role/ShareholdersDeficitDetails"], "lang": { "en-us": { "role": { "terseLabel": "Loss on extinguishment of debt", "negatedLabel": "Loss on extinguishment of debt", "verboseLabel": "Gain on extinguishment of debt (in Dollars)", "label": "Gain (Loss) on Extinguishment of Debt", "documentation": "Difference between the fair value of payments made and the carrying amount of debt which is extinguished prior to maturity." } } }, "auth_ref": ["r8", "r32", "r33"] }, "efsh_GeneralAndAdministrativeCorporateAllocationMember": { "xbrltype": "domainItemType", "nsuri": "http://1847holdings.com/20240930", 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expenses of managing and administering the affairs of an entity, including affiliates of the reporting entity, which are not directly or indirectly associated with the manufacture, sale or creation of a product or product line." } } }, "auth_ref": ["r91", "r700"] }, "efsh_GeneralAndAdministrativeManagementFeesMember": { "xbrltype": "domainItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "GeneralAndAdministrativeManagementFeesMember", "presentation": ["http://1847holdings.com/role/ScheduleofSegmentInformationTable"], "lang": { "en-us": { "role": { "terseLabel": "General and administrative \u2013 management fees [Member]", "verboseLabel": "General and Administrative Management Fees [Member]", "label": "General And Administrative Management Fees Member" } } }, "auth_ref": [] }, "us-gaap_Goodwill": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "Goodwill", "crdr": "debit", "calculation": { 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Includes, but is not limited to, the income (loss) from operations during the phase-out period, gain (loss) on disposal, gain (loss) for reversal of write-down (write-down) to fair value, less cost to sell, and adjustments to a prior period gain (loss) on disposal." } } }, "auth_ref": ["r49", "r50", "r51", "r52", "r53", "r59", "r168", "r477", "r611"] }, "us-gaap_IncomeLossFromDiscontinuedOperationsNetOfTaxAttributableToNoncontrollingInterest": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncomeLossFromDiscontinuedOperationsNetOfTaxAttributableToNoncontrollingInterest", "crdr": "debit", "calculation": { "http://1847holdings.com/role/ConsolidatedIncomeStatement": { "parentTag": "us-gaap_NetIncomeLoss", "weight": -1.0, "order": 3.0 }, "http://1847holdings.com/role/ScheduleofConsolidatedStatementsofOperationsTable": { "parentTag": "us-gaap_IncomeLossFromDiscontinuedOperationsNetOfTaxAttributableToReportingEntity", "weight": -1.0, "order": 2.0 } }, "presentation": ["http://1847holdings.com/role/ConsolidatedIncomeStatement", "http://1847holdings.com/role/ScheduleofConsolidatedStatementsofOperationsTable"], "lang": { "en-us": { "role": { "negatedLabel": "NET (INCOME) LOSS ATTRIBUTABLE TO NON-CONTROLLING INTERESTS FROM DISCONTINUED OPERATIONS", "negatedTerseLabel": "Net income (loss) attributable to non-controlling interests from discontinued operations", "label": "Income (Loss) from Discontinued Operations, Net of Tax, Attributable to Noncontrolling Interest", "documentation": "Amount after tax of income (loss) from a discontinued operation attributable to the noncontrolling interest. Includes, but is not limited to, the income (loss) from operations during the phase-out period, gain (loss) on disposal, gain (loss) for reversal of write-down (write-down) to fair value, less cost to sell, and adjustments to a prior period gain (loss) on disposal." } } }, "auth_ref": ["r39", "r49", "r50", "r51", "r52", "r53", "r55", "r59", "r116"] }, "us-gaap_IncomeLossFromDiscontinuedOperationsNetOfTaxAttributableToReportingEntity": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncomeLossFromDiscontinuedOperationsNetOfTaxAttributableToReportingEntity", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ConsolidatedIncomeStatementAlt0": { "parentTag": "us-gaap_NetIncomeLoss", "weight": 1.0, "order": 2.0 }, "http://1847holdings.com/role/ConsolidatedIncomeStatement": { "parentTag": null, "weight": null, "order": null, "root": true }, "http://1847holdings.com/role/ScheduleofConsolidatedStatementsofOperationsTable": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://1847holdings.com/role/ConsolidatedIncomeStatement", "http://1847holdings.com/role/ScheduleofConsolidatedStatementsofOperationsTable"], "lang": { "en-us": { "role": { "totalLabel": "NET INCOME (LOSS) FROM DISCONTINUED OPERATIONS ATTRIBUTABLE TO 1847 HOLDINGS", "terseLabel": "Net income from (loss) discontinued operations attributable to 1847 Holdings", "label": "Income (Loss) from Discontinued Operations, Net of Tax, Attributable to Parent", "documentation": "Amount after tax of income (loss) from a discontinued operation attributable to the parent. Includes, but is not limited to, the income (loss) from operations during the phase-out period, gain (loss) on disposal, gain (loss) for reversal of write-down (write-down) to fair value, less cost to sell, and adjustments to a prior period gain (loss) on disposal." } } }, "auth_ref": ["r49", "r50", "r51", "r52", "r53", "r55", "r59", "r116"] }, "us-gaap_IncomeLossFromDiscontinuedOperationsNetOfTaxPerBasicShare": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "IncomeLossFromDiscontinuedOperationsNetOfTaxPerBasicShare", "presentation": ["http://1847holdings.com/role/ConsolidatedIncomeStatement"], "lang": { "en-us": { "role": { "terseLabel": "EARNINGS (LOSS) PER COMMON SHARE FROM DISCONTINUED OPERATIONS - BASIC (in Dollars per share)", "label": "Income (Loss) from Discontinued Operations and Disposal of Discontinued Operations, Net of Tax, Per Basic Share", "documentation": "Per basic share amount, after tax, of income (loss) from the day-to-day business activities of the discontinued operation and gain (loss) from the disposal of the discontinued operation." } } },

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Includes, but is not limited to, payment to settle zero-coupon bond for accreted interest of debt discount and debt instrument with insignificant coupon interest rate in relation to effective interest rate of borrowing attributable to accreted interest of debt discount." } } }, "auth_ref": ["r197", "r200", "r201"] }, "us-gaap_InterestPayableCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InterestPayableCurrent", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ScheduleofAccountsPayableandAccruedExpensesTable": { "parentTag": "us-gaap_AccountsPayableAndAccruedLiabilitiesCurrent", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://1847holdings.com/role/ScheduleofAccountsPayableandAccruedExpensesTable"], "lang": { "en-us": { "role": { "terseLabel": "Accrued interest", "label": "Interest Payable, Current", "documentation": "Carrying value as of the balance sheet date of [accrued] interest payable on all forms of debt, including trade payables, that has been incurred and is unpaid. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r64"] }, "us-gaap_InventoryCurrentTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InventoryCurrentTable", "presentation": ["http://1847holdings.com/role/ScheduleofInventoriesTable"], "lang": { "en-us": { "role": { "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_InventoryGross": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InventoryGross", "crdr": "debit", "calculation": { "http://1847holdings.com/role/ScheduleofInventoriesTable": { "parentTag": "us-gaap_InventoryNet", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://1847holdings.com/role/ScheduleofInventoriesTable"], "lang": { "en-us": { "role": { "terseLabel": "Total inventories", "label": "Inventory, Gross", "documentation": "Gross amount, as of the balance sheet date, of merchandise, goods, commodities, or supplies held for future sale or to be used in manufacturing, servicing or production process." } } }, "auth_ref": ["r964"] }, "us-gaap_InventoryLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InventoryLineItems", "presentation": ["http://1847holdings.com/role/ScheduleofInventoriesTable"], "lang": { "en-us": { "role": { "label": "Inventory [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Additionally, this element may be used in connection with the fair value disclosures required in the footnote disclosures to the financial statements. The element may be used in both the balance sheet and disclosure in the same submission." } } }, "auth_ref": ["r1080", "r1082", "r1083", "r1084"] }, "us-gaap_LongTermDebtTerm": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermDebtTerm", "presentation": ["http://1847holdings.com/role/SubsequentEventsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Expire", "label": "Long-Term Debt, Term", "documentation": "Period between issuance and maturity of long-term debt, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days." } } }, "auth_ref": ["r1082", "r1083", "r1084"] }, "us-gaap_LongTermNotesPayable": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermNotesPayable", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ConsolidatedBalanceSheet": { "parentTag": "us-gaap_Liabilities", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://1847holdings.com/role/ConsolidatedBalanceSheet"], "lang": { "en-us": { "role": { "terseLabel": "Notes payable, net of current portion", "label": "Notes Payable, Noncurrent", "documentation": "Carrying value as of the balance sheet date of notes payable (with maturities initially due after one year or beyond the operating cycle if longer), excluding current portion." } } }, "auth_ref": ["r13"] }, "us-gaap_LongtermDebtTypeAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongtermDebtTypeAxis", "presentation": ["http://1847holdings.com/role/ShareholdersDeficitDetails"], "lang": { "en-us": { "role": { "label": "Long-Term Debt, Type [Axis]", "documentation": "Information by type of long-term debt." } } }, "auth_ref": ["r13", "r1027", "r1028", "r1029"] }, "us-gaap_LongtermDebtTypeDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongtermDebtTypeDomain", "presentation": ["http://1847holdings.com/role/ShareholdersDeficitDetails"], "lang": { "en-us": { "role": { "label": "Long-Term Debt, Type [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": ["r13", "r30", "r1027", "r1028", "r1029"] }, "efsh_ManagersProfitAllocationMember": { "xbrltype": "domainItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "ManagersProfitAllocationMember", "presentation": ["http://1847holdings.com/role/ShareholdersDeficitDetails"], "lang": { "en-us": { "role": { "terseLabel": "Manager\u2019s Profit Allocation [Member]", "label": "Managers Profit Allocation Member" } } }, "auth_ref": [] }, "us-gaap_MarketingRelatedIntangibleAssetsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "MarketingRelatedIntangibleAssetsMember", "presentation": ["http://1847holdings.com/role/ScheduleofIntangibleAssetsTable"], "lang": { "en-us": { "role": { "terseLabel": "Marketing-related [Member]", "label": "Marketing-Related 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Excludes temporary equity." } } }, "auth_ref": ["r78", "r124", "r206", "r307", "r367", "r369", "r370", "r371", "r374", "r375", "r528", "r605", "r678"] }, "ecd_MnpiDiscTimedForCompValFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "MnpiDiscTimedForCompValFlag", "presentation": ["http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure"], "lang": { "en-us": { "role": { "label": "MNPI Disclosure Timed for Compensation Value [Flag]", "terseLabel": "MNPI Disclosure Timed for Compensation Value" } } }, "auth_ref": ["r908"] }, "ecd_MtrlTermsOfTrdArrTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "MtrlTermsOfTrdArrTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "label": "Material Terms of Trading Arrangement [Text Block]", "terseLabel": "Material Terms of Trading Arrangement" } } }, "auth_ref": ["r916"] }, "dei_NameChangeEventDateAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "NameChangeEventDateAxis", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Name Change Event Date [Axis]", "documentation": "For a sequence of name change event related facts, use this typed dimension to distinguish them. 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For an entity that has not commenced principal operations, disclosures about the risks and uncertainties related to the activities in which the entity is currently engaged

and an understanding of what those activities are being directed toward." } } }, "auth_ref": ["r137", "r143"] }, "efsh_NetAssetsFromTheDispositionOfAsiens": { "xbrltype": "monetaryItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "NetAssetsFromTheDispositionOfAsiens", "crdr": "credit", "presentation": ["http://1847holdings.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "terseLabel": "Net assets from the disposition of subsidiaries", "documentation": "Net assets from the disposition of Asien\u2019s.", "label": "Net Assets From The Disposition Of Asiens" } } }, "auth_ref": [] }, "efsh_NetCashProceeds": { "xbrltype": "monetaryItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "NetCashProceeds", "crdr": "debit", "presentation": ["http://1847holdings.com/role/DebtDetails"], "lang": { "en-us": { "role": { "terseLabel": "Net cash proceeds", "documentation": "Net cash proceeds.", "label": "Net Cash Proceeds" } } }, "auth_ref": [] }, "efsh_NetCashProceedsOfFutureRevenue": { "xbrltype": "monetaryItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "NetCashProceedsOfFutureRevenue", "crdr": "debit", "presentation": ["http://1847holdings.com/role/DebtDetails"], "lang": { "en-us": { "role": { "terseLabel": "Net cash proceeds of future revenue", "documentation": "Net cash proceeds of future revenue.", "label": "Net Cash Proceeds Of Future Revenue" } } }, "auth_ref": [] }, "us-gaap_NetCashProvidedByUsedInDiscontinuedOperations": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInDiscontinuedOperations", "crdr": "debit", "calculation": { "http://1847holdings.com/role/ConsolidatedCashFlow": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://1847holdings.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "terseLabel": "Net cash provided by operating activities from discontinued operations", "label": "Net Cash Provided by (Used in) Discontinued Operations", "documentation": "Increase (decrease) in cash associated with the entity's discontinued operations." } } }, "auth_ref": ["r100"] }, "us-gaap_NetCashProvidedByUsedInFinancingActivities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInFinancingActivities", "crdr": "debit", "calculation": { "http://1847holdings.com/role/ConsolidatedCashFlow": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://1847holdings.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "totalLabel": "Net cash provided by financing activities", "label": "Net Cash Provided by (Used in) Financing Activities", "documentation": "Amount of cash inflow (outflow) from financing activities, including discontinued operations. Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit." } } }, "auth_ref": ["r199"] }, "us-gaap_NetCashProvidedByUsedInFinancingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInFinancingActivitiesAbstract", "presentation": ["http://1847holdings.com/role/ConsolidatedCashFlow", "http://1847holdings.com/role/ScheduleofConsolidatedStatementsofCashFlowsTable"], "lang": { "en-us": { "role": { "terseLabel": "CASH FLOWS FROM FINANCING ACTIVITIES", "verboseLabel": "Cash flows from financing activities", "label": "Net Cash Provided by (Used in) Financing Activities [Abstract]" } } }, "auth_ref": [] }, "us-gaap_NetCashProvidedByUsedInFinancingActivitiesContinuingOperations": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInFinancingActivitiesContinuingOperations", "crdr": "debit", "calculation": { "http://1847holdings.com/role/ConsolidatedCashFlow": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffectContinuingOperat "weight": 1.0, "order": 3.0 } }, "presentation": ["http://1847holdings.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "totalLabel": "Net cash provided by financing activities from continuing operations", "label": "Net Cash Provided by (Used in) Financing Activities, Continuing Operations", "documentation": "Amount of cash inflow (outflow) of financing activities, excluding discontinued operations. Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit." } } }, "auth_ref": ["r974"] }, "us-gaap_NetCashProvidedByUsedInInvestingActivities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInInvestingActivities", "crdr": "debit", "calculation": { "http://1847holdings.com/role/ConsolidatedCashFlow": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://1847holdings.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "totalLabel": "Net cash provided by (used in) investing activities", "label": "Net Cash Provided by (Used in) Investing Activities", "documentation": "Amount of cash inflow (outflow) from investing activities, including discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets." } } }, "auth_ref": ["r199"] }, "us-gaap_NetCashProvidedByUsedInInvestingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInInvestingActivitiesAbstract", "presentation": ["http://1847holdings.com/role/ConsolidatedCashFlow", "http://1847holdings.com/role/ScheduleofConsolidatedStatementsofCashFlowsTable"], "lang": { "en-us": { "role": { "terseLabel": "CASH FLOWS FROM INVESTING ACTIVITIES", "verboseLabel": "Cash flows from investing activities", "label": "Net Cash Provided by (Used in) Investing Activities [Abstract]" } } }, "auth_ref": [] }, "us-gaap_NetCashProvidedByUsedInInvestingActivitiesContinuingOperations": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInInvestingActivitiesContinuingOperations", "crdr": "debit", "calculation": { "http://1847holdings.com/role/ConsolidatedCashFlow": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffectContinuingOperat "weight": 1.0, "order": 2.0 } }, "presentation": ["http://1847holdings.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "totalLabel": "Net cash provided by (used in) investing activities from continuing operations", "label": "Net Cash Provided by (Used in) Investing Activities, Continuing Operations", "documentation": "Amount of cash inflow (outflow) of investing activities, excluding discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets." } } }, "auth_ref": ["r974"] }, "us-gaap_NetCashProvidedByUsedInOperatingActivities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInOperatingActivities", "calculation": { "http://1847holdings.com/role/ConsolidatedCashFlow": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://1847holdings.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "totalLabel": "Net cash used in operating activities", "label": "Net Cash Provided by (Used in) Operating Activities", "documentation": "Amount of cash inflow (outflow) from operating activities, including discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities." } } }, "auth_ref": ["r100", "r101", "r102"] }, "us-gaap_NetCashProvidedByUsedInOperatingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInOperatingActivitiesAbstract", "presentation": ["http://1847holdings.com/role/ConsolidatedCashFlow", "http://1847holdings.com/role/ScheduleofConsolidatedStatementsofCashFlowsTable"], "lang": { "en-us": { "role": { "terseLabel": "CASH FLOWS FROM OPERATING ACTIVITIES", "verboseLabel": "Cash flows from operating activities", "label": "Net Cash Provided by (Used in) Operating Activities [Abstract]" } } }, "auth_ref": [] }, "us-gaap_NetCashProvidedByUsedInOperatingActivitiesContinuingOperations": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInOperatingActivitiesContinuingOperations", "calculation": { "http://1847holdings.com/role/ConsolidatedCashFlow": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffectContinuingOperat "weight": 1.0, "order": 1.0 } }, "presentation": ["http://1847holdings.com/role/ConsolidatedCashFlow", "http://1847holdings.com/role/LiquidityandGoingConcernAssessmentDetails"], "lang": { "en-us": { "role": { "totalLabel": "Net cash used in operating activities from continuing operations", "terseLabel": "Operating activities from continuing operations", "label": "Net Cash Provided by (Used in) Operating Activities, Continuing Operations", "documentation": "Amount of cash inflow (outflow) from operating activities, excluding discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities." } } }, "auth_ref": ["r100", "r101", "r102"] }, "us-gaap_NetIncomeLoss": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetIncomeLoss", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ConsolidatedIncomeStatement": { "parentTag": "us-gaap_NetIncomeLossAvailableToCommonStockholdersBasic", "weight": 1.0, "order": 1.0 }, "http://1847holdings.com/role/ConsolidatedIncomeStatementAlt0": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://1847holdings.com/role/ConsolidatedIncomeStatement", "http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "totalLabel": "NET INCOME (LOSS) ATTRIBUTABLE TO 1847 HOLDINGS", "label": "Net Income (Loss)", "terseLabel": "Net Income (Loss)", "documentation": "The portion of profit or loss for the period, net of income taxes, which is attributable to the parent." } } }, "auth_ref": ["r90", "r102", "r129", "r168", "r188", "r189", "r192", "r206", "r213", "r215", "r216", "r217", "r218", "r219", "r222", "r223", "r231", "r307", "r367", "r368", "r369", "r370", "r371", "r372", "r373", "r374", "r375", "r482", "r485", "r504", "r528", "r613", "r697", "r713", "r714", "r816", "r1035"] }, "us-gaap_NetIncomeLossAvailableToCommonStockholdersBasic": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetIncomeLossAvailableToCommonStockholdersBasic", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ConsolidatedIncomeStatement": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://1847holdings.com/role/ConsolidatedIncomeStatement"], "lang": { "en-us": { "role": { "totalLabel": "NET INCOME (LOSS) ATTRIBUTABLE TO COMMON SHAREHOLDERS", "label": "Net Income (Loss) Available to Common Stockholders, Basic", "documentation": "Amount, after deduction of tax, noncontrolling interests, dividends on preferred stock and participating securities; of income (loss) available to common shareholders." } } }, "auth_ref": ["r195", "r215", "r216", "r217", "r218", "r225", "r226", "r232", "r235", "r485"] }, "us-gaap_NewAccountingPronouncementsPolicyPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NewAccountingPronouncementsPolicyPolicyTextBlock", "presentation": ["http://1847holdings.com/role/AccountingPoliciesByPolicy"], "lang": { "en-us": { "role": { "terseLabel": "Recently Issued Accounting

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Includes, but is not limited to, quantification of the expected or actual impact." } } }, "auth_ref": [] }, "dei_NewEffectiveDateForPreviousFiling": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "NewEffectiveDateForPreviousFiling", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "New Effective Date for Previous Filing" } } }, "auth_ref": ["r859", "r860", "r861", "r862"] }, "dei_NoSubstantiveChanges462c": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "NoSubstantiveChanges462c", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "No Substantive Changes, 462(c)" } } }, "auth_ref": ["r933"] }, "dei_NoSubstantiveChanges462cFileNumber": { "xbrltype": "fileNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "NoSubstantiveChanges462cFileNumber", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "No Substantive Changes, 462(c), File Number" } } }, "auth_ref": ["r933"] }, "dei_NoTradingSymbolFlag": { "xbrltype": "trueItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "NoTradingSymbolFlag", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "No Trading Symbol Flag", "documentation": "Boolean flag that is true only for a security having no trading symbol." } } }, "auth_ref": [] }, "ecd_NonGaapMeasureDescriptionTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NonGaapMeasureDescriptionTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Non-GAAP Measure Description [Text Block]", "terseLabel": "Non-GAAP Measure Description" } } }, "auth_ref": ["r888"] }, "ecd_NonNeosMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NonNeosMember", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "label": "Non-NEOs [Member]", "terseLabel": "Non-NEOs" } } }, "auth_ref": ["r843", "r854", "r870", "r896", "r905"] }, "ecd_NonPeoNeoAvgCompActuallyPaidAmt": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NonPeoNeoAvgCompActuallyPaidAmt", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Non-PEO NEO Average Compensation Actually Paid Amount", "terseLabel": "Non-PEO NEO Average Compensation Actually Paid Amount" } } }, "auth_ref": ["r879"] }, "ecd_NonPeoNeoAvgTotalCompAmt": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NonPeoNeoAvgTotalCompAmt", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Non-PEO NEO Average Total Compensation Amount", "terseLabel": "Non-PEO NEO Average Total Compensation Amount" } } }, "auth_ref": ["r878"] }, "ecd_NonPeoNeoMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NonPeoNeoMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Non-PEO NEO [Member]", "terseLabel": "Non-PEO NEO" } } }, "auth_ref": ["r896"] }, "ecd_NonRule10b51ArrAdoptedFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NonRule10b51ArrAdoptedFlag", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "label": "Non-Rule 10b5-1 Arrangement Adopted [Flag]", "terseLabel": "Non-Rule 10b5-1 Arrangement Adopted" } } }, "auth_ref": ["r916"] }, "ecd_NonRule10b51ArrTrmntdFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NonRule10b51ArrTrmntdFlag", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "label": "Non-Rule 10b5-1 Arrangement Terminated [Flag]", "terseLabel": "Non-Rule 10b5-1 Arrangement Terminated" } } }, "auth_ref": ["r916"] }, "us-gaap_NoncashOrPartNoncashAcquisitionNoncashFinancialOrEquityInstrumentConsiderationWarrantsIssued1": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NoncashOrPartNoncashAcquisitionNoncashFinancialOrEquityInstrumentConsiderationWarrantsIssued1", "presentation": ["http://1847holdings.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "terseLabel": "Issuance of warrants in connection with a private debt offering (in Shares)", "label": "Noncash or Part Noncash Acquisition, Noncash Financial or Equity Instrument Consideration, Warrants Issued", "documentation": "The number of warrants issued as [noncash or part noncash] consideration for a business or asset acquired. Noncash is defined as transactions during a period that affect recognized assets or liabilities but that do not result in cash receipts or cash payments in the period. \"Part noncash\" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period." } } }, "auth_ref": ["r24", "r25", "r26"] }, "us-gaap_NoncontrollingInterestMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NoncontrollingInterestMember", "presentation": ["http://1847holdings.com/role/ShareholdersEquityType2or3"], "lang": { "en-us": { "role": { "terseLabel": "Non- Controlling Interests", "label": "Noncontrolling Interest [Member]", "documentation": "This element represents that portion of equity (net assets) in a subsidiary not attributable, directly or indirectly, to the parent. A noncontrolling interest is sometimes called a minority interest." } } }, "auth_ref": ["r39", "r425", "r983", "r984", "r985", "r987", "r1148"] }, "us-gaap_NoncurrentAssets": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NoncurrentAssets", "crdr": "debit", "presentation": ["http://1847holdings.com/role/ScheduleofSegmentInformationTable"], "lang": { "en-us": { "role": { "terseLabel": "Long-lived assets", "label": "Long-Lived Assets", "documentation": "Long-lived assets other than financial instruments, long-term customer relationships of a financial institution, mortgage and other servicing rights, deferred policy acquisition costs, and deferred tax assets." } } }, "auth_ref": ["r269"] }, "us-gaap_NonoperatingIncomeExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NonoperatingIncomeExpense", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ConsolidatedIncomeStatement": { "parentTag": "us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://1847holdings.com/role/ConsolidatedIncomeStatement"], "lang": { "en-us": { "role": { "totalLabel": "Total Other Expense", "label": "Nonoperating Income (Expense)", "documentation": "The aggregate amount of income or expense from ancillary business-related activities (that is to say, excluding major activities considered part of the normal operations of the business)." } } }, "auth_ref": ["r92"] }, "us-gaap_NonoperatingIncomeExpenseAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NonoperatingIncomeExpenseAbstract", "presentation": ["http://1847holdings.com/role/ScheduleofConsolidatedStatementsofOperationsTable"], "lang": { "en-us": { "role": { "terseLabel": "Other Income (Expense)", "label": "Nonoperating Income (Expense) [Abstract]" } } }, "auth_ref": [] }, "us-gaap_NotesPayable": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NotesPayable", "crdr": "credit", "presentation": ["http://1847holdings.com/role/DebtDetails", "http://1847holdings.com/role/ShareholdersDeficitDetails"], "lang": { "en-us": { "role": { "terseLabel": "Outstanding principal balance", "verboseLabel": "Promissory note amount (in Dollars)", "label": "Notes Payable", "documentation": "Including the current and noncurrent portions, aggregate carrying amount of all types of notes payable, as of the balance sheet date, with initial maturities beyond one year or beyond the normal operating cycle, if longer." } } }, "auth_ref": ["r13", "r123", "r1109", "r1110"] }, "us-gaap_NotesPayableCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NotesPayableCurrent", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ConsolidatedBalanceSheet": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 6.0 } }, "presentation": ["http://1847holdings.com/role/ConsolidatedBalanceSheet"], "lang": { "en-us": { "role": { "terseLabel": "Current portion of notes payable, net", "label": "Notes Payable, Current", "documentation": "Sum of the carrying values as of the balance sheet date of the portions of long-term notes payable due within one year or the operating cycle if longer." } } }, "auth_ref": ["r63", "r64"] }, "us-gaap_NumberOfReportableSegments": { "xbrltype": "integerItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NumberOfReportableSegments", "presentation": ["http://1847holdings.com/role/DisaggregationofRevenuesandSegmentReportingDetails"], "lang": { "en-us": { "role": { "terseLabel": "Reportable segments", "label": "Number of Reportable Segments", "documentation": "Number of segments reported by the entity. A reportable segment is a component of an entity for which there is an accounting requirement to report separate financial information on that component in the entity's financial statements." } } }, "auth_ref": ["r755", "r759", "r991"] }, "efsh_OIDPromissoryNoteMember": { "xbrltype": "domainItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "OIDPromissoryNoteMember", "presentation": ["http://1847holdings.com/role/DebtDetails", "http://1847holdings.com/role/SubsequentEventsDetails"], "lang": { "en-us": { "role": { "terseLabel": "OID Promissory Note [Member]", "label": "OIDPromissory Note Member" } } }, "auth_ref": [] }, "efsh_OLDPromissoryNoteMember": { "xbrltype": "domainItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "OLDPromissoryNoteMember", "presentation": ["http://1847holdings.com/role/ShareholdersDeficitDetails"], "lang": { "en-us": { "role": { "terseLabel": "OLD Promissory Note [Member]", "label": "OLDPromissory Note Member" } } }, "auth_ref": [] }, "us-gaap_OfficeEquipmentMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OfficeEquipmentMember", "presentation": ["http://1847holdings.com/role/ScheduleofPropertyandEquipmentTable"], "lang": { "en-us": { "role": { "terseLabel": "Office furniture and equipment [Member]", "label": "Office Equipment [Member]", "documentation": "Tangible personal property used in an office setting. Examples include, but are not limited to, computers, copiers and fax machine." } } }, "auth_ref": [] }, "us-gaap_OperatingCostsAndExpenses": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingCostsAndExpenses", "crdr": "debit", "calculation": { "http://1847holdings.com/role/ConsolidatedIncomeStatement": { "parentTag": "us-gaap_OperatingIncomeLoss", "weight": -1.0, "order": 2.0 } }, "presentation": ["http://1847holdings.com/role/ConsolidatedIncomeStatement"], "lang": { "en-us": { "role": { "totalLabel": "Total Operating Expenses", "label": "Operating Costs and 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. Excludes Selling, General and Administrative Expense." } } }, "auth_ref": [] }, "us-gaap_OperatingExpenses": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingExpenses", "crdr": "debit", "presentation": ["http://1847holdings.com/role/ScheduleofSegmentInformationTable"], "lang": { "en-us": { "role": { "totalLabel": "Total 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": [

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"Preferred shares may provide a preferential dividend to the dividend on common stock and may take precedence over common stock in the event of a liquidation. Preferred shares typically represent an ownership interest in the company." } } }, "auth_ref": ["r807", "r808", "r811", "r812", "r813", "r814", "r1144", "r1148"] }, "us-gaap_PreferredStockNoParValue": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockNoParValue", "presentation": ["http://1847holdings.com/role/ConsolidatedBalanceSheet_Parentheticals"], "lang": { "en-us": { "role": { "terseLabel": "Senior convertible preferred shares, par value (in Dollars per share)", "label": "Preferred Stock, No Par Value", "documentation": "Face amount per share of no-par value preferred stock nonredeemable or redeemable solely at the option of the issuer." } } }, "auth_ref": ["r72", "r1039"] }, "us-gaap_PreferredStockRedemptionPricePerShare": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockRedemptionPricePerShare", "presentation": ["http://1847holdings.com/role/ShareholdersDeficitDetails"], "lang": { "en-us": { "role": { "terseLabel": "Share dividing price (in Dollars per share)", "label": "Preferred Stock, Redemption Price Per Share", "documentation": "The price per share at which the preferred stock of an entity that has priority over common stock in the distribution of dividends and in the event of liquidation of the entity is redeemed or may be called at. The redemption features of this preferred stock are solely within the control of the issuer." } } }, "auth_ref": ["r34", "r35", "r36"] }, "us-gaap_PreferredStockSharesAuthorized": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockSharesAuthorized", "presentation": ["http://1847holdings.com/role/ConsolidatedBalanceSheet_Parentheticals", "http://1847holdings.com/role/ShareholdersDeficitDetails"], "lang": { "en-us": { "role": { "terseLabel": "Senior convertible preferred shares, shares designated", "verboseLabel": "Designation shares", "label": "Preferred Stock, Shares Authorized", "documentation": "The maximum number of nonredeemable preferred shares (or preferred stock redeemable solely at the option of the issuer) permitted to be issued by an entity's charter and bylaws." } } }, "auth_ref": ["r72", "r676"] }, "us-gaap_PreferredStockSharesIssued": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockSharesIssued", "presentation": ["http://1847holdings.com/role/ConsolidatedBalanceSheet_Parentheticals", "http://1847holdings.com/role/DebtDetails", "http://1847holdings.com/role/ShareholdersDeficitDetails"], "lang": { "en-us": { "role": { "terseLabel": "Senior convertible preferred shares, shares issued", "verboseLabel": "Preferred shares issued (in Shares)", "netLabel": "Preferred shares issued", "label": "Preferred Stock, Shares Issued", "documentation": "Number of shares issued for nonredeemable preferred shares and

preferred shares redeemable solely at option of issuer. Includes, but is not limited to, preferred shares issued, repurchased, and held as treasury shares. Excludes preferred shares classified as debt." } } }, "auth_ref": ["r72", "r406"] }, "us-gaap_PreferredStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockSharesOutstanding", "presentation": ["http://1847holdings.com/role/ConsolidatedBalanceSheet_Parentheticals", "http://1847holdings.com/role/ShareholdersDeficitDetails"], "lang": { "en-us": { "role": { "terseLabel": "Senior convertible preferred shares, shares outstanding", "verboseLabel": "Preferred shares outstanding", "label": "Preferred Stock, Shares Outstanding", "documentation": "Aggregate share number for all nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer) held by stockholders. 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Note: elements for number of nonredeemable preferred shares, par value and other disclosure concepts are in another section within stockholders' equity." } } }, "auth_ref": ["r72", "r602", "r799"] }, "us-gaap_PrepaidExpenseAndOtherAssetsCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PrepaidExpenseAndOtherAssetsCurrent", "crdr": "debit", "calculation": { "http://1847holdings.com/role/ConsolidatedBalanceSheet": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 6.0 }, "http://1847holdings.com/role/ScheduleofPrepaidExpensesandOtherCurrentAssetsTable": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://1847holdings.com/role/ConsolidatedBalanceSheet", "http://1847holdings.com/role/ScheduleofPrepaidExpensesandOtherCurrentAssetsTable"], "lang": { "en-us": { "role": { "totalLabel": "Total prepaid expenses and other current assets", "terseLabel": "Prepaid expenses and other current 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Excludes amendment to accounting standards, other change in accounting principle, and correction of error." } } }, "auth_ref": ["r959"] }, "us-gaap_PrivatePlacementMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PrivatePlacementMember", "presentation": ["http://1847holdings.com/role/DebtDetails", "http://1847holdings.com/role/ShareholdersDeficitDetails"], "lang": { "en-us": { "role": { "terseLabel": "Private Placement [Member]", "label": "Private Placement [Member]", "documentation": "A private placement is a direct offering of securities to a limited number of sophisticated investors such as insurance companies, pension funds, mezzanine funds, stock funds and trusts." } } }, "auth_ref": [] }, "efsh_PrivatePlacementOf12PromissoryNoteForServicesMember": { "xbrltype": "domainItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "PrivatePlacementOf12PromissoryNoteForServicesMember", "presentation": 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be exchanged for a specified amount of another security, typically the entity's common stock, at the option of the issuer or the holder." } } },
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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": ["r130", "r131", "r238", "r245", "r246", "r259", "r264", "r267", "r268", "r270", "r429", "r430", "r591"] }, "us-gaap_Revenues": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "Revenues", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ConsolidatedIncomeStatement": { "parentTag": "us-gaap_OperatingIncomeLoss", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://1847holdings.com/role/ConsolidatedIncomeStatement", "http://1847holdings.com/role/ScheduleofRevenuesTable", "http://1847holdings.com/role/ScheduleofSegmentInformationTable"], "lang": { "en-us": { "role": { "terseLabel": "Revenues", "verboseLabel": "Total Revenues", "label": "Revenues", "documentation": "Amount of revenue recognized from goods sold, services rendered, insurance premiums, or other activities that constitute an earning process. Includes, but is not limited to, investment and interest income before deduction of interest expense when recognized as a component of revenue, and sales and trading gain (loss)." } } }, "auth_ref": ["r130", "r131", "r193", "r206", "r238", "r245", "r246", "r259", "r264", "r267", "r268", "r270", "r307", "r367", "r368", "r369", "r370", "r371", "r372", "r373", "r374", "r375", "r528", "r597", "r757", "r1035"] }, "us-gaap_RevenuesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenuesAbstract", "presentation": ["http://1847holdings.com/role/ScheduleofRevenuesTable"], "lang": { "en-us": { "role": { "terseLabel": "Revenues", "label": "Revenues [Abstract]" } } }, "auth_ref": [] }, "efsh_ReverseShareSplitsPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "ReverseShareSplitsPolicyTextBlock", "presentation": ["http://1847holdings.com/role/AccountingPoliciesByPolicy"], "lang": { "en-us": 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purchase price", "label": "Sale of Stock, Consideration Received on Transaction", "documentation": "Cash received on stock transaction after deduction of issuance costs." } } }, "auth_ref": [] }, "us-gaap_SaleOfStockNameOfTransactionDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SaleOfStockNameOfTransactionDomain", "presentation": ["http://1847holdings.com/role/DebtDetails", "http://1847holdings.com/role/ShareholdersDeficitDetails", "http://1847holdings.com/role/SubsequentEventsDetails"], "lang": { "en-us": { "role": { "label": "Sale of Stock [Domain]", "documentation": "Sale of the entity's stock, including, but not limited to, initial public offering (IPO) and private placement." } } }, "auth_ref": [] }, "us-gaap_SaleOfStockNumberOfSharesIssuedInTransaction": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SaleOfStockNumberOfSharesIssuedInTransaction", "presentation": ["http://1847holdings.com/role/SubsequentEventsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Sale of stock units (in Shares)", "label": "Sale of Stock, Number of Shares Issued in Transaction", "documentation": "The number of shares issued or sold by the subsidiary or equity method investee per stock transaction." } } }, "auth_ref": [] }, "us-gaap_SaleOfStockPricePerShare": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SaleOfStockPricePerShare", "presentation": ["http://1847holdings.com/role/ShareholdersDeficitDetails"], "lang": { "en-us": { "role": { "terseLabel": "Per share value (in Dollars per share)", "label": "Sale of Stock, Price Per Share", "documentation": "Per share amount received by subsidiary or equity investee for each share of common stock issued or sold in the stock transaction." } } }, "auth_ref": [] }, "srt_ScenarioForecastMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": 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Excludes information expected to be reported in future period for effect on historical fact." } } }, "auth_ref": ["r442", "r956", "r986"] }, "srt_ScenarioUnspecifiedDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "ScenarioUnspecifiedDomain", "presentation": ["http://1847holdings.com/role/DebtDetails", "http://1847holdings.com/role/SubsequentEventsDetails"], "lang": { "en-us": { "role": { "label": "Scenario [Domain]", "documentation": "Scenario reported, distinguishing information from actual fact. Includes, but is not limited to, pro forma and forecast. Excludes actual facts." } } }, "auth_ref": ["r161", "r224", "r442", "r941", "r986"] }, "us-gaap_ScheduleOfAccountsNotesLoansAndFinancingReceivableTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfAccountsNotesLoansAndFinancingReceivableTable", "presentation": ["http://1847holdings.com/role/ScheduleofReceivablesTable"], "lang": { "en-us": { "role": { "label": "Accounts and Financing Receivables [Table]", "documentation": "Disclosure of information about accounts and financing receivables. Includes, but is not limited to, amount of receivable and allowance for credit loss." } } }, "auth_ref": ["r74", "r80", "r272", "r997"] }, "us-gaap_ScheduleOfAccountsNotesLoansAndFinancingReceivableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfAccountsNotesLoansAndFinancingReceivableTextBlock", "presentation": ["http://1847holdings.com/role/SelectedAccountInformationTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Receivables", "label": "Schedule of Accounts, Notes, Loans and Financing Receivable [Table Text Block]", "documentation": "Tabular disclosure of the various types of trade accounts and notes receivable and for each the gross carrying value, allowance, and net carrying value as of the balance sheet date. Presentation is categorized by current, noncurrent and unclassified receivables." } } }, "auth_ref": ["r74", "r80"] }, "us-gaap_ScheduleOfAccountsPayableAndAccruedLiabilitiesTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfAccountsPayableAndAccruedLiabilitiesTableTextBlock", "presentation": ["http://1847holdings.com/role/SelectedAccountInformationTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Accounts Payable and Accrued Expenses", "label": "Schedule of Accounts Payable and Accrued Liabilities [Table Text Block]", "documentation": "Tabular disclosure of the (a) carrying value as of the balance sheet date of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business (accounts payable); (b) other payables; and (c) accrued liabilities. Examples include taxes, interest, rent and utilities. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). An alternative caption includes accrued expenses." } } }, "auth_ref": [] }, "srt_ScheduleOfCondensedBalanceSheetTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "ScheduleOfCondensedBalanceSheetTableTextBlock", "presentation": ["http://1847holdings.com/role/DiscontinuedOperationsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Consolidated Balance Sheet", "label": "Condensed Balance Sheet [Table Text Block]", "documentation": "Tabular disclosure of condensed balance sheet, including, but not limited to, balance sheets of consolidated entities and consolidation eliminations." } } }, "auth_ref": ["r957", "r982"] }, "srt_ScheduleOfCondensedCashFlowStatementTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "ScheduleOfCondensedCashFlowStatementTableTextBlock", "presentation": ["http://1847holdings.com/role/DiscontinuedOperationsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Consolidated Statements of Cash Flows", "label": "Condensed Cash Flow Statement [Table Text Block]", "documentation": "Tabular disclosure of condensed cash flow statement, including, but not limited to, cash flow statements of consolidated entities and consolidation eliminations." } } }, "auth_ref": ["r957", "r982"] }, "srt_ScheduleOfCondensedIncomeStatementTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "ScheduleOfCondensedIncomeStatementTableTextBlock", "presentation": ["http://1847holdings.com/role/DiscontinuedOperationsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Consolidated Statements of Operations", "label": "Condensed Income Statement [Table Text Block]", "documentation": "Tabular disclosure of condensed

{"income statement, including, but not limited to, income statements of consolidated entities and consolidation eliminations." } } }, "auth_ref": ["r957", "r982"] }, "efsh_ScheduleOfConsolidatedBalanceSheetAbstract": { "xbrltype": "stringItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "ScheduleOfConsolidatedBalanceSheetAbstract", "lang": { "en-us": { "role": { "label": "Schedule Of Consolidated Balance Sheet Abstract" } } }, "auth_ref": [] }, "efsh_ScheduleOfConsolidatedStatementsOfCashFlowsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "ScheduleOfConsolidatedStatementsOfCashFlowsAbstract", "lang": { "en-us": { "role": { "label": "Schedule Of Consolidated Statements Of Cash Flows Abstract" } } }, "auth_ref": [] }, "efsh_ScheduleOfConsolidatedStatementsOfOperationsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "ScheduleOfConsolidatedStatementsOfOperationsAbstract", "lang": { "en-us": { "role": { "label": "Schedule Of Consolidated Statements Of Operations Abstract" } } }, "auth_ref": [] }, "us-gaap_ScheduleOfDerivativeLiabilitiesAtFairValueTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfDerivativeLiabilitiesAtFairValueTableTextBlock", "presentation": ["http://1847holdings.com/role/FairValueMeasurementsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Roll-Forward of Changes for Financial Instruments Measured at Fair Value on a Recurring Basis", "label": "Schedule of Derivative Liabilities at Fair Value [Table Text Block]", "documentation": "Tabular disclosure of derivative liabilities at fair value." } } }, "auth_ref": [] }, "srt_ScheduleOfEquityMethodInvestmentEquityMethodInvesteeNameAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "ScheduleOfEquityMethodInvestmentEquityMethodInvesteeNameAxis", "presentation": ["http://1847holdings.com/role/ShareholdersDeficitDetails"], "lang": { "en-us": { "role": { "label": "Investment, Name [Axis]", "documentation": "Information by name of investment including named security. Excludes entity that is consolidated." } } }, "auth_ref": ["r304", "r305", "r306", "r478", "r942", "r943", "r944", "r1070", "r1071", "r1072", "r1073"] }, "efsh_ScheduleOfFairValueOfFinancialInstrumentsMeasuredOnARecurringBasisAbstract": { "xbrltype": "stringItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "ScheduleOfFairValueOfFinancialInstrumentsMeasuredOnARecurringBasisAbstract", "lang": { "en-us": { "role": { "label": "Schedule Of Fair Value Of Financial Instruments Measured On ARecurring Basis Abstract" } } }, "auth_ref": [] }, "us-gaap_ScheduleOfFiniteLivedIntangibleAssetsTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfFiniteLivedIntangibleAssetsTable", "presentation": ["http://1847holdings.com/role/ScheduleofIntangibleAssetsTable"], "lang": { "en-us": { "role": { "label": "Intangible Asset, Finite-Lived [Table]", "documentation": "Disclosure of information about finite-lived intangible asset. Excludes indefinite-lived intangible asset." } } }, "auth_ref": ["r337", "r343", "r346", "r347", "r349", "r592", "r745", "r764"] }, "us-gaap_ScheduleOfFiniteLivedIntangibleAssetsTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfFiniteLivedIntangibleAssetsTableTextBlock", "presentation": ["http://1847holdings.com/role/IntangibleAssetsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Intangible Assets", "label": "Schedule of Finite-Lived Intangible Assets [Table Text Block]", "documentation": "Tabular disclosure of assets, excluding financial assets and goodwill, lacking physical substance with a finite life, by either major class or business segment." } } }, "auth_ref": ["r764", "r1020"] }, "us-gaap_ScheduleOfGoodwillTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfGoodwillTextBlock", "presentation": ["http://1847holdings.com/role/IntangibleAssetsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Summarizing the Changes in the Carrying Amount of Goodwill", "label": "Schedule of Goodwill [Table Text Block]", "documentation": "Tabular disclosure of goodwill by reportable segment and in total which includes a rollforward schedule." } } }, "auth_ref": ["r763", "r1004", "r1005", "r1006", "r1007", "r1008", "r1009", "r1010", "r1011", "r1012", "r1013", "r1014"] }, "efsh_ScheduleOfIntangibleAssetsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "ScheduleOfIntangibleAssetsAbstract", "lang": { "en-us": { "role": { "label": "Schedule Of Intangible Assets Abstract" } } }, "auth_ref": [] }, "efsh_ScheduleOfInventoriesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "ScheduleOfInventoriesAbstract", "lang": { "en-us": { "role": { "label": "Schedule Of Inventories Abstract" } } }, "auth_ref": [] }, "us-gaap_ScheduleOfInventoryCurrentTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfInventoryCurrentTableTextBlock", "presentation": ["http://1847holdings.com/role/SelectedAccountInformationTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Inventories", "label": "Schedule of Inventory, Current [Table Text Block]", "documentation": "Tabular disclosure of the carrying amount as of the balance sheet date of merchandise, goods, commodities, or supplies held for future sale or to be used in manufacturing, servicing or production process." } } }, "auth_ref": ["r18", "r81", "r82", "r83"] }, "us-gaap_ScheduleOfOtherCurrentAssetsTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfOtherCurrentAssetsTableTextBlock", "presentation": ["http://1847holdings.com/role/SelectedAccountInformationTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Prepaid Expenses and Other Current Assets", "label": "Schedule of Other Current Assets [Table Text Block]", "documentation": "Tabular disclosure of the carrying amounts of other current assets." } } }, "auth_ref": [] }, "efsh_ScheduleOfPropertyAndEquipmentAbstract": { "xbrltype": "stringItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "ScheduleOfPropertyAndEquipmentAbstract", "lang": { "en-us": { "role": { "label": "Schedule Of Property And Equipment Abstract" } } }, "auth_ref": [] }, "us-gaap_ScheduleOfPropertyPlantAndEquipmentTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfPropertyPlantAndEquipmentTable", "presentation": ["http://1847holdings.com/role/ScheduleofPropertyandEquipmentTable"], "lang": { "en-us": { "role": { "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": ["r9", "r549"] }, "efsh_ScheduleOfReceivablesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "ScheduleOfReceivablesAbstract", "lang": { "en-us": { "role": { "label": "Schedule Of Receivables Abstract" } } }, "auth_ref": [] }, "efsh_ScheduleOfRevenuesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "ScheduleOfRevenuesAbstract", "lang": { "en-us": { "role": { "label": "Schedule Of Revenues Abstract" } } }, "auth_ref": [] }, "us-gaap_ScheduleOfRevenuesFromExternalCustomersAndLongLivedAssetsByGeographicalAreasTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfRevenuesFromExternalCustomersAndLongLivedAssetsByGeographicalAreasTableTextBlock", "presentation": ["http://1847holdings.com/role/DisaggregationofRevenuesandSegmentReportingTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Segment Information", "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": ["r27", "r84"] }, "us-gaap_ScheduleOfRevenuesFromExternalCustomersAndLongLivedAssetsTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfRevenuesFromExternalCustomersAndLongLivedAssetsTable", "presentation": ["http://1847holdings.com/role/ScheduleofSegmentInformationTable"], "lang": { "en-us": { "role": { "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": ["r27", "r84"] }, "efsh_ScheduleOfRollForwardOfChangesForFinancialInstrumentsMeasuredAtFairValueOnARecurringBasisAbstract": { "xbrltype": "stringItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "ScheduleOfRollForwardOfChangesForFinancialInstrumentsMeasuredAtFairValueOnARecurringBasisAbstract", "lang": { "en-us": { "role": { "label": "Schedule Of Roll Forward Of Changes For Financial Instruments Measured At Fair Value On ARecurring Basis Abstract" } } }, "auth_ref": [] }, "efsh_ScheduleOfSegmentInformationAbstract": { "xbrltype": "stringItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "ScheduleOfSegmentInformationAbstract", "lang": { "en-us": { "role": { "label": "Schedule Of Segment Information Abstract" } } }, "auth_ref": [] }, "us-gaap_ScheduleOfStockholdersEquityNoteWarrantsOrRightsTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfStockholdersEquityNoteWarrantsOrRightsTextBlock", "presentation": ["http://1847holdings.com/role/ShareholdersDeficitTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Warrants Outstanding", "label": "Schedule of Stockholders' Equity Note, Warrants or Rights [Table Text Block]", "documentation": "Tabular disclosure of warrants or rights issued. Warrants and rights outstanding are derivative securities that give the holder the right to purchase securities (usually equity) from the issuer at a specific price within a certain time frame. Warrants are often included in a new debt issue to entice investors by a higher return potential. The main difference between warrants and call options is that warrants are issued and guaranteed by the company, whereas options are exchange instruments and are not issued by the company. Also, the lifetime of a warrant is often measured in years, while the lifetime of a typical option is measured in months. Disclose the title of issue of securities called for by warrants and rights outstanding, the aggregate amount of securities called for by warrants and rights outstanding, the date from which the warrants or rights are exercisable, and the price at which the warrant or right is exercisable." } } }, "auth_ref": ["r38"] }, "efsh_ScheduleOfWarrantsOutstandingAbstract": { "xbrltype": "stringItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "ScheduleOfWarrantsOutstandingAbstract", "lang": { "en-us": { "role": { "label": "Schedule Of Warrants Outstanding Abstract" } } }, "auth_ref": [] }, "us-gaap_ScheduleofFiniteLivedIntangibleAssetsFutureAmortizationExpenseTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleofFiniteLivedIntangibleAssetsFutureAmortizationExpenseTableTextBlock", "presentation": ["http://1847holdings.com/role/IntangibleAssetsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Amortization Expense for Intangible Assets", "label": "Schedule of Finite-Lived Intangible Assets, Future Amortization Expense [Table Text Block]", "documentation": "Tabular disclosure of the amount of amortization expense expected to be recorded in succeeding fiscal years for finite-lived

{ "r764", "r1022"] }, "efsh_SeaPathAdvisoryLLCMember": { "xbrltype": "domainItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "SeaPathAdvisoryLLCMember", "presentation": ["http://1847holdings.com/role/SelectedAccountInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "SeaPath Advisory, LLC [Member]", "label": "Sea Path Advisory LLCMember" } } }, "auth_ref": [] }, "efsh_SecuredConvertiblePromissoryNotesMember": { "xbrltype": "domainItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "SecuredConvertiblePromissoryNotesMember", "presentation": ["http://1847holdings.com/role/DebtDetails"], "lang": { "en-us": { "role": { "terseLabel": "Secured Convertible Promissory Notes [Member]", "label": "Secured Convertible Promissory Notes Member" } } }, "auth_ref": [] }, "us-gaap_SecuredDebt": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SecuredDebt", "crdr": "credit", "presentation": ["http://1847holdings.com/role/DebtDetails"], "lang": { "en-us": { "role": { "terseLabel": "Secured debt", "label": "Secured Debt", "documentation": "Carrying value as of the balance sheet date, including the current and noncurrent portions, of collateralized debt obligations (with maturities initially due after one year or beyond the operating cycle, if longer). Such obligations include mortgage loans, chattel loans, and any other borrowings secured by assets of the borrower." } } }, "auth_ref": ["r13", "r123", "r1109"] }, "us-gaap_SecuredDebtMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SecuredDebtMember", "presentation": ["http://1847holdings.com/role/DebtDetails"], "lang": { "en-us": { "role": { "terseLabel": "Secured Debt [Member]", "label": "Secured Debt [Member]", "documentation": "Collateralized debt obligation backed by, for example, but not limited to, pledge, mortgage or other lien on the entity's assets." } } }, "auth_ref": [] }, "us-gaap_SecuritiesFinancingTransactionAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SecuritiesFinancingTransactionAxis", "presentation": ["http://1847holdings.com/role/DebtDetails"], "lang": { "en-us": { "role": { "label": "Securities Financing Transaction [Axis]", "documentation": "Information by type of securities financing transactions, including, but not limited to those measured at fair value or cost." } } }, "auth_ref": ["r118"] }, "us-gaap_SecuritiesFinancingTransactionTypeDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SecuritiesFinancingTransactionTypeDomain", "presentation": ["http://1847holdings.com/role/DebtDetails"], "lang": { "en-us": { "role": { "label": "Securities Financing Transaction [Domain]", "documentation": "Measurement of financing transaction securities held." } } }, "auth_ref": ["r118"] }, "dei_Security12bTitle": { "xbrltype": "securityTitleItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "Security12bTitle", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Title of 12(b) Security", "documentation": "Title of a 12(b) registered security." } } }, "auth_ref": ["r821"] }, "dei_Security12gTitle": { "xbrltype": "securityTitleItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "Security12gTitle", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Title of 12(g) Security", "documentation": "Title of a 12(g) registered security." } } }, "auth_ref": ["r825"] }, "dei_SecurityExchangeName": { "xbrltype": "edgarExchangeCodeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "SecurityExchangeName", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Security Exchange Name", "documentation": "Name of the Exchange on which a security is registered." } } }, "auth_ref": ["r824"] }, "dei_SecurityReportingObligation": { "xbrltype": "securityReportingObligationItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "SecurityReportingObligation", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Security Reporting Obligation", "documentation": "15(d), indicating whether the security has a reporting obligation under that section of the Exchange Act." } } }, "auth_ref": ["r830"] }, "us-gaap_SegmentDiscontinuedOperationsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SegmentDiscontinuedOperationsMember", "presentation": ["http://1847holdings.com/role/DiscontinuedOperationsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Discontinued Operations [Member]", "label": "Discontinued Operations [Member]", "documentation": "Component or group of components representing strategic shift that has or will have major effect on operation and financial result, classified as held-for-sale or disposed of by sale or by means other than sale, and business and nonprofit activity on acquisition and upon joint venture formation, classified as held-for-sale." } } }, "auth_ref": ["r4", "r46", "r47", "r48"] }, "us-gaap_SegmentReportingAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SegmentReportingAbstract", "lang": { "en-us": { "role": { "label": "Disaggregation of Revenues and Segment Reporting [Abstract]" } } }, "auth_ref": [] }, "us-gaap_SegmentReportingInformationLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SegmentReportingInformationLineItems", "presentation": ["http://1847holdings.com/role/DisaggregationofRevenuesandSegmentReportingDetails", "http://1847holdings.com/role/ScheduleofSegmentInformationTable"], "lang": { "en-us": { "role": { "label": "Schedule of Segment Information [Line Items]", "terseLabel": "Disaggregation of Revenues and Segment Reporting [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": [] }, "efsh_SelectedAccountInformationDetailsScheduleofPrepaidExpensesandOtherCurrentAssetsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "SelectedAccountInformationDetailsScheduleofPrepaidExpensesandOtherCurrentAssetsLineItems", "presentation": ["http://1847holdings.com/role/ScheduleofPrepaidExpensesandOtherCurrentAssetsTable"], "lang": { "en-us": { "role": { "label": "Selected Account Information (Details) - Schedule of Prepaid Expenses and Other Current Assets [Line Items]" } } }, "auth_ref": [] }, "efsh_SelectedAccountInformationDetailsScheduleofPrepaidExpensesandOtherCurrentAssetsTable": { "xbrltype": "stringItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "SelectedAccountInformationDetailsScheduleofPrepaidExpensesandOtherCurrentAssetsTable", "presentation": 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"http://1847holdings.com/role/ShareholdersEquityType2or3"], "lang": { "en-us": { "role": { "terseLabel": "Series A Senior Convertible Preferred Shares", "verboseLabel": "Series A", "netLabel": "Series A Preferred Stock", "label": "Series A Preferred Stock [Member]", "documentation": "Series A preferred stock." } } }, "auth_ref": ["r962", "r963", "r1040"] }, "efsh_SeriesASeniorConvertiblePreferredSharesMember": { "xbrltype": "domainItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "SeriesASeniorConvertiblePreferredSharesMember", "presentation": ["http://1847holdings.com/role/ShareholdersDeficitDetails"], "lang": { "en-us": { "role": { "terseLabel": "Series A Senior Convertible Preferred Shares [Member]", "label": "Series ASenior Convertible Preferred Shares Member" } } }, "auth_ref": [] }, "efsh_SeriesAWarrantsMember": { "xbrltype": "domainItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "SeriesAWarrantsMember", "presentation": 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{"http://1847holdings.com/role/ConsolidatedBalanceSheet_Parentheticals", "http://1847holdings.com/role/ConsolidatedCashFlow", "http://1847holdings.com/role/ShareholdersEquityType2or3"], "lang": { "en-us": { "role": { "terseLabel": "Series D Senior Convertible Preferred Shares", "verboseLabel": "Series D", "netLabel": "Series D Preferred Stock", "label": "Series D Preferred Stock [Member]", "documentation": "Series D preferred stock." } } }, "auth_ref": ["r962", "r963", "r1040"] }, "efsh_SeriesDSeniorConvertiblePreferredSharesMember": { "xbrltype": "domainItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "SeriesDSeniorConvertiblePreferredSharesMember", "presentation": ["http://1847holdings.com/role/ShareholdersDeficitDetails"], "lang": { "en-us": { "role": { "terseLabel": "Series D Senior Convertible Preferred Shares [Member]", "label": "Series DSenior Convertible Preferred Shares Member" } } }, "auth_ref": [] }, "us-gaap_SettlementOfAssetRetirementObligationsThroughNoncashPaymentsAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SettlementOfAssetRetirementObligationsThroughNoncashPaymentsAmount", "crdr": "debit", "presentation": ["http://1847holdings.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "terseLabel": "Settlement of revolving line of credit and accrued interest through the issuance of a new revolving line of credit", "label": "Settlement of Asset Retirement Obligations Through Noncash Payments, Amount", "documentation": "Amount of asset retirement obligations settled through noncash transactions. An asset retirement obligation is a legal obligation associated with the disposal or retirement from service of a tangible long-lived asset." } } }, "auth_ref": ["r24", "r25", "r26"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod", "presentation": ["http://1847holdings.com/role/ScheduleofWarrantsOutstandingTable"], "lang": { "en-us": { "role": { "negatedLabel": "Warrants, Exercised/settled", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeited in Period", "documentation": "The number of equity-based payment instruments, excluding stock (or unit) options, that were forfeited during the reporting period." } } }, "auth_ref": ["r459"] }, 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Excludes share and unit options." } } }, "auth_ref": ["r454", "r455"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExercisePrice": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExercisePrice", "presentation": ["http://1847holdings.com/role/ShareholdersDeficitDetails"], "lang": { "en-us": { "role": { "terseLabel": "Exercise price (in Dollars per share)", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Exercise Price", "documentation": "Agreed-upon price for the exchange of the underlying asset relating to the share-based payment award." } } }, "auth_ref": [] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate", "presentation": ["http://1847holdings.com/role/ShareholdersDeficitDetails"], "lang": { "en-us": { "role": { "terseLabel": "Dividend yield", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Dividend Rate", "documentation": "The estimated dividend rate (a percentage of the share price) to be paid (expected dividends) to holders of the underlying shares over the option's term." } } }, "auth_ref": ["r466"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRate": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRate", "presentation": ["http://1847holdings.com/role/ShareholdersDeficitDetails"], "lang": { "en-us": { "role": { "terseLabel": "Expected volatility", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Volatility Rate", "documentation": "The estimated measure of the percentage by which a share price is expected to fluctuate during a period. Volatility also may be defined as a probability-weighted measure of the dispersion of returns about the mean. The volatility of a share price is the standard deviation of the continuously compounded rates of return on the share over a specified period. That is the same as the standard deviation of the differences in the natural logarithms of the stock prices plus dividends, if any, over the period." } } }, "auth_ref": ["r465"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRateMinimum": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRateMinimum", "presentation": ["http://1847holdings.com/role/ShareholdersDeficitDetails"], "lang": { "en-us": { "role": { "terseLabel": "Volatility percentage", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Volatility Rate, Minimum", "documentation": "The estimated measure of the minimum percentage by which a share price is expected to fluctuate during a period. Volatility also may be defined as a probability-weighted measure of the dispersion of returns about the mean. The volatility of a share price is the standard deviation of the continuously compounded rates of return on the share over a specified period. That is the same as the standard deviation of the differences in the natural logarithms of the stock prices plus dividends, if any, over the period." } } }, "auth_ref": [] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRate": { "xbrltype":

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Excludes change due to standard antidilution provision." } } }, "auth_ref": ["r424"] }, "efsh_WarrantLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "WarrantLiabilitiesCurrent", "crdr": "credit", "calculation": { "http://1847holdings.com/role/ConsolidatedBalanceSheet": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 10.0 } }, "presentation": ["http://1847holdings.com/role/ConsolidatedBalanceSheet"], "lang": { "en-us": { "role": { "terseLabel": "Warrant liabilities", "documentation": "Warrant liabilities.", "label": "Warrant Liabilities Current" } } }, "auth_ref": [] }, "efsh_WarrantLiabilityMember": { "xbrltype": "domainItemType", "nsuri": "http://1847holdings.com/20240930", "localname": "WarrantLiabilityMember", "presentation": ["http://1847holdings.com/role/ScheduleofRollForwardofChangesforFinancialInstrumentsMeasuredatFairValueonaRecurringBasisTable"], "lang": { "en-us": { "role": { "terseLabel": 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M>7D9O[PP^^+YQ82]\=;KZ3<;EY/AN<\PE8W6 M>)=^N7ZIMX^+09PXP60UMY_^GHQ_ZPI3XNG*YU3[H=)+9=NVW]%O5Y?&VZ[# MCY3? _=>7]JO) YHY%R]&$GO%[]H]'B*['2+#R'&[KP3RW\?$2WS4%3Z^2W]Y M]>KC#"6,, F#! 68QPGZF;RC-U)U^%V1IG@AWW@S%P@C]$&[*"F1. (Z0>B<(LB;]JA M=Y$!O"_/\Z7#Y@YT3"](^(IW\V=7$>WUV4,^UETW"Q]=7#O?$%%4ZR-(M'W"1A'/\D'GR0<@^N ^3))QEG_WPW.2!C%/ZI?- B_!>Q][\(?TDNO \C%T7I MTS[YSN0O0<%3BT/?SL?'@N2["%Z<_+Z;. M)+G XY;E?_^'92K*A__\^(]^O/>#P)2>G>[K+T[TES . MT)M&T'&$&7[T? KX/PF"TF.&;)JD-^IG3[V?R+U(MH@6V>H$SP^/#CN3]?CC!]P,)?RZ<"_0?[Q!\S!*.H+GDMN^7RB&9)MDLK;I M&7BV&R_L;L*2*OZI,_\Q_>'!K=N)- *IW'?_\VOOYFYP<_7?KVX&U^:,:.^'Z MZ\WMU]!H3K@;"UA#W6$U),BJ,+X19/VU^T88?Q:N?A\(:\IKJ;B$WN4=^5JV M52T%8B8(*VZ=EIKX'$9"H"$OY=\%,:XB;'[@4N6:84 (J+%S87,WS! X') MA>L\7CPB)[I P3;@7-/7# *WCV,:A(W5Z=ZB>8)F!R@25$D\-(B7#__LQ1/' M_V_\JL_XDWCS\7:G2]S;YY!\^?=Q]!YS%.Q]6QBU<%[;%&(]:F[]^/%6/4=7 M_!Y9T;U4=-B3S12=]D+1,=5S*4GO;GJCVR'1:6U2=T<"?P45F*Q8O- 2!TRB< M"?^S]I^0A!M__T\+A:DTG2[#VX"XOV+XP?JL_+9TW M!KC+V=S4/<58?(.^>3$1IV2$OWEBLX$M.U.%2 *+PN_C]_YP]-NM<'5UN:'# MGE,H<KP,W361LB3&(M5'OO/#B= A25]G7D8;90=IE@!Y M=E?M-']LTCOGY!#%MV(1FE"R/C=#ELZ8F*1UH=]*8]OE,1034SU$(2=@URC$ MOE$D_+F(O-CU)M0]PHKIXWWTKHO5T!I(Z<71-R?P_]?^O;&5#HU\!T9JGN3P M[Z$8KC[,>5%R!YTW=5 M.EW=EH0OCNO%&#*] [RA8H.=R7B"L>NURN9KU4Y7D>-$^.R'9%W/YG67^-=Q M=!?^"#9?IG6ZA,;_'49_L7H5U3'CZ!];08]FU=;?AW7QZ+]?ZLHU-=L*Y3- M_3K$+H#__[SYICV7)8.UCRQ)BM(Z\Y-1B9B:>83!X-^):XSU M,XI;8&(PAP7"8K AC2]LFS(B1*/V(N1L2CK1<5C67RNR\N9E>B3OLZ]"3++K MAS#8&E,Q.UU--B]L2Y(.:5+N-,!3$.'?_V$ILODAQBSUT9S,50CH9$7B@/H+ M@EL!+UE(+<7Q!(U;H7HE'&3C]J0@A5O1&KWK;<5GB;G5C- +/>%V/ET=$($6Z MR,=_.*GMHB-Q G?Y\90FI022$\/ G9+@3? -X8$2WT?P'>S(132W\!+!9-[' MQ3!;,_3G(L8KJD>2UYO@A63BX>>DH2T480K,%U&| (#&N),0/2]>8LO+Z_LTK M;/Y):+XW2=X?;8Q,Q#K_D#8DZWBV\ODCTDNWQX.S(;K*+XSE_(Y4PA$?#SF3 M!V&"92#>Y^%G=%]- BTZHU%3(3$HO"/@@7>10NW?[,+L/_=?$%0;"Y,(M66B= M0@[]3+6P@#7.CP$B<(D4A]%[(?IV_UJ1-%%1+5'1 M]3!\PU_2ZDES]=(>\2X++Z-7] (W8"$=:2,U)O^.,,!T5 [<7C6\GZOY3?"@Q-C M]"'KI+C^YF72#RHOQ<>\9^PVW2/L@OP,U3[V'\[F*,D0TYNS.,P1J8? \6GGSBLSQ'B%,T<7]GW@&Y'IZ*;Z)C")(#BG& MB>D@Z"")UVQ+@NL\QF\S_A<+QUTNH@@_,JW](5HD<9+-BC%9P]KTOXG:>X;\ MK+91& (5"!OQ5$5 +:HJY #=A.N;WS$O(#BN\O)\D41@0H^H_"@@;V$=A2'2B M,Z%AO[Z3.&GQR3/L/SUC?2U!BOQ?:9).X'V#OBW\-*-S>W%7-]#3\:SPB^(W MY="Y-GDR]PRL&^B4I:WH?+6&SA4LGQ=W-5/3G(&L>%'SZG5+D EY0/:*BP4' MKZ\C[.8Y$[Q>R_;S$;Y$1/]L_53 M+S8^D4\P^C$;XF6*D,@V_&NP-&P_N-Y^9\^ M/2 E)7ZNEQR,%Q1^XG)%Z:,IOE%Z]WO!)B7)%ZO9&5+Y55RG>[5=,%ZHM6>>

M=>$Y[1R^5FGXO3P#?[&X; N/*Q"F8,D4HA;14I#H_F]A]+BM<(JX|%E=L&F MI93Q$F:,5M_EV=6&+)9+O-M=ZK{(WHWMFWQ2@M(7?
%K$7H#B3<=85G9N\.$=_MVPQAO+1,+<#*8+NY+XZ4%_LD4J@LG_\;??QE^O0UR$A;(S+T]R6-LE%_=R+/ M>;)<]ND/Y'U[6'VXMNEB1UCF1*(1>?
RC\@NVZ;O=/BO)L&YUM;WIMJ4<7I@27#)/OP7?=R8X$4T7KNKBR2^MIYL]5QY6%15/K)1UJ=TX53_(!=-MW)6F>
(VY3)LB[1,C$HI'2/A!_LF(^IF&"S#T-Z@J=S#?)AY6FO&OG>'H\R:1 M@\7LP@V3B^R2+4$R&OZ_3<+)7VD*8+QC[
1B4<1K'FR9$5W]+/"JEKXPIE=M M\D3K=&5#U!1=U,W5#I_E<+L$823%D-Z9H>G5!ACC!0F XL5K^/1V-@O0XPDN MEVTU5FTS=K356+7=8-
)6@QU;MM"0O/L#OQ_O!0HF9,9/ Z&%(>D-.V@K*UN(M:ZS1;&=NLW-@^WZNW:IK\UL-<]>PIR/D_'5QC[8XUG.Z:S77V)L>0F9WOI
MU\B;X^7K;'[&X;9M?CS4AV+'MC*^^F"P?NFJDX.0YD)(2IQ4-^%77/SGD<>2 M-@<0!M1IW.P%D&[=/^)H3ISM=[U/5P.R!?QR/+H;C.Y8MQ5Z,GV-
3)"W,.[! M"L8/PEH-(JZ/>*N_=M3./NNRL3:^#WUBCASA(2*>V#^<_Y'(7HKKWLV=,/SX MSBE23EG+8(Q.]_-PU!M=#GM7 O9%QS=?
>G>T453YL149SXI9UF8M4\6';?N? M5J3V*?>0\U{3U'2_%DD;9 (.N07N#XC[%'5RM/4[\, M\L'9HSN9+T:(RP M>]3SO8[""7(7M%"NR0D55-)5-
6%]V]^4RF-ON$CZ*+6B/)A1DGL9W_T^N&G" MA)X<6LHK1Q)JS&<@R957Z!NV$%1#T)(C1BI"9:/SM.54>@?G@B\E*EOX[$R2 M,&ID&A5XIN?U
\B57X,L2JWCI(&)P=_+|5D<;V@DN*+8$!=WC945 M3P5D*2;[''8#OZJ.10WV8KW-2/8<'+XS6)MRXWMRWIY#3N^\HL7(,SS*<*L7O-=
MN.+KTJG5#TX(7SFF>9YAL&I0WB[N*4L591R:++ER\//!N_<8+4%TK?[]>#GC MG[DBW\H'O."@JXWWY.U91O2#\"_'7[0L,+X^S>4$/PBD(?
I[X2K\@2)*V0\" MV;20$F(4DNEY&T'KY9UTXBT,LC<28Z?_.#2/EP624F&].?Z;!:NV!0]?C<@X MSH@V.N[T&A=-LL9'[[$B0Q$Y &)G9*O&;MKT7TU?
=6WT M*_Z+UP03X[&'9] M1DV3#34/R+. !S6\&WS!BD)X(ACM:O^%A*#?/AMK4SM^3S;!]'74^]JG1PE< MCD?]P>@V_>UV?
#7L]\C'*ZZ\>N(*1TDPKH/X*=1?KJR?E]/*RE-![4IH5Q]G M8[&E_6'E_$V/BO=\V.4=K6+11^@$08Q@CE80+SW*?UQ>#@:?/U=EP];*TTVO
MFO%&6S*$&+ETV/@OR@M;JOS)\,09>C+Y*CP^FO@+/%P/W_*& MKDG[:))=(=,KU!4M"WC%C"(V+(FE[$!%[3Q7F';=W,/SIS3*9@)AM0'R#@\J
M#;./R%+U2[!];5?BG%Y((+ .DI.!@\JODE#D1@!#B_7(R6LHBK,D%E8'4V_B M)8"@+835&E,H2B/XN'3B:]
(]\L>30@$0&!RK$;8=+49A@M(N54DHK#"SB9=M M&?V3Y+IYM*9;Q58\.2)]ZGE$ ^GJ1<^]-7D;YY%.*\G$0Y*,+FB.$U)H.@NP(M?7SJ7?
5&EP/A]O?!X+A!#R;-YW:&+9Z%-_*,O&RT(V[>W5/2SN>3CYC;.;>/+AO/$"""K[XE(*_+?^88V?,S#C)EPKPAX?9=JLKZ+E4I MUQ[5['S[]X0EO<
E/P9/O.@EETX4/6(@T+70U]V]B]C=W*>J=[JRJ,NF*-OR MBVVJ.6B8\NTP?P$%VU&@31M@U$ MG55R7G>
[(_QKD"'MB8G:XEFI(D2D]'+NP%3B5K? QZ7S#SZ0L9 M\YHQ/T&8O7A9C2*4'*VH.^E'57B)X*,4%((\!:QEI9BB5AEG@;@ZS).U6EM
M$UH;MBD::CZKU X+1'=/D5-/G4++'3X!4L6'S>CPAY<\7"YBS H4T15@09R0 MZ@3=%"VRY^72/&3V0 MEPYCDH4)S]QN9E0:I$3"ZW^ZR2F-
G1;2XU]G:T]J*.DVR.=1'*YC@1M8< WM M'"SGY8;XDOHKUXL)3]Q@D=5]A6LM(G(&_7.F"8O4@A_(,&[#*>G0?.'JO'CP M7!?A:]*?F%23Y$+.:%%;!*
(%].%2CE.)'4_[7CP/8\?_#0O)?+@\4K._!LY5 MY7$A\3:P5=9$R39$LUX)/R3(BO)69RO+=V%"6KV4R].=.B2K!*2*&Q$3HTP5 M-
5L695EE:KA/GE&5=4?5C1YXJ0YX8,>SS] MBI?%A"SY(\"5WNK]MB:9:/(#*BJVNEJMJB#$:V3R%H(K?0>@Z#Q F^>60# M1VHGS]O1?
2)'AAV4#'YF\,;?PM#]X?E^/A3IG:XB2K(I2CFK-,]66MG1W" T M5R0=N[[%
RW\FL\E$;B7RDJ!\)/#=3'LFJ2>UQ9E\RS.#CGF97P]ZGX=7P;CBX%7JCOG#[>^]F0%IA#&YN5WVZ!I^'E\.[@KO0SX!S@//&_M<;ZL>[GRG'O/STX!
(!RM@A<;C@2YLXC;2%#.NJ.9!(MEW_+LN+YT-='635%B7-9T^FQDL$N/&1L5[/^)MBF+ M9KWN7U.,]OS:,0# LK]M)]D2+X^%T$(RD(J)EX?
%ZV7;1W'&>_?*45RC20W+ M$BWC+/;O)1>(}/N,D$\;?,Z=J/VBJU6H*2%;5\KJ=M(JQE9%TSB'G;9Z0T0V MRA.98_.9K:#
(2>N$TN%PF8P)OM&!I.5V8%R?5WV5J+/%"6WUNG]"BGP M.HOZRRF[#Q)=OI:A*.#T3E9:,V=D\@'&)$$\DZ,@'I>R69Z^%EY*:*647PNMZUJ._EEY
M'%C7@Q4-156]C9&EB*8MB5*)?BOMHS2[VI&"E#8E3&ER.(TB2N8I=2[MHRG" M9'"%Q/FY\H4?S[N4:VO6M"A@Y$Y7-4[H%-
JC]JB+$EO!ZPO)+D7L%IK8]=YR MFWD[.HSUW-UIYNUTR-OQ*\>KV MP8G00^ACX,>K#FUHZDV\NA8J;21]:1=5>JOH7I I#B_ KA;^\(*QXTH^QS?
T MA!@%7ABM;R<2YM%R)1H33N.GY'8'C0*NH]GI!N%F2S^R=T+X[O@+A-^Y3[49
MZZIM./I<],C6='ZW23CYBZ(YBV2AS#"'!*WZKN4$)LJSSB@?DT.QDCV^HN- M+HF:L_9!QF\\[!A#F6QF^7!D-@SC>%%@>M8!%C ?
WWB1Q(D3$&G-/4@;-MFT9)U.UMWLMS!I"N=,<%53&*6]*Q05^"XI9,8K%X56)L"\3NP+Q'Z9 >*O[T M2L&A-;BW:)Z@V3V*!%42!452-
'IA'TVR3V7ZJ2H*^%%S-"$Q%/^QW5$[H[SW-MN,G'?Q%]GLN+M!3:']@RSR& ;C9 7UK,(XE]"0(S7*H?T\'YQ-C!L0LX.+)4 MP<.QFO<>+.T
A&T.QD@6GI8[JNJV)H%5_1OF3"AH;0^YF,S'5)\;8A\SCV]Y MT+5ACJ:"Q#[D3#(?7QEBDUU>LJB?@6>S3[-;368=^'0G[..[$S;)Q&MX;6D7
M;T)U:H&42\9^AJP4<334"HX&]E(;M^*V? #=[=9S#C8F!W8RS"V[KRNZF7(M,@<<<4(_.@1+FS]8*L.&@P\&>[@5!I1^B.?,![EJ&YD<^_:
[>W49]AWA2<(UEF M!),KLM:;=@"RS%$_)(EG2D]M%*MZK;.>67O@CDC"EDY13J4.F_P.)63I%D4L>DV*HH*4P2->RA59#LRM&Q7X;1
M*C@7E9R+'J58)9T+1=+(KC9)E-OB7-3>6^9D@AD]WP\GM STR;7(70B85X70 M9E=/;RII-Q7IT.J)W> *;MY#47MV RNC<4W21FY[>7Y>->RLF'7
]RAE8ECA MXY#SQVYP!?%A'VU@)?!!DI95\<'$3+?;,)=M OB<@_G-LBSO9MRD]3M*5#97
MI;Y2EKIMBSQ]>4,NE=;1:S,L:W'E0QY9114GBP&27M<2 MW0F:S\(5=GC8LJ"87R&;=?B=.P=7QK<@QV'IHL&F%)8MF@K2NA8?CB6M%8FT
M$M'U F51$%UAV4UBQ<+\3H9"CKDNOGNJ?82MU#RB#&&)]W86&]+[7IQ$WOV" MTCS"PNE];4))*]K64VM4^-F18Q\)D"$G 5EZ?
I>?'2W>M)Q;95=G5;BD83.% M=OMUQ^,7O_UE>OC9A!R.CU<46LH7D,+$F7N)XW./MJL]!-)KC%%AL%E2H]\
MD,.K'4,1;4T5K1(%D.VCOT3G;OKX.2%)>\6OG8A\R\8+:,D6- M> EYVR,WX"6RFU*2ZZVLT:;@S^7GC)8T%0VK3M M*>W]K.1L?
0K+&0:.I2KC5)*.M413,41-RNEC-]]-2OM1[-7.:#RZN!R/[F[& M5U=8QPC#T=W@9G![=U:]O&K32U^\((PP](?X<1&*"YI*E2:L+4D1=9M?I73Z M
*B@WRH"@.;457+REW4R09NZ7"5&SM'IPYFIG[7JE7F===D?O)6F$D@0F[T+2 M*Q._.@I]'U]24@A4[)L9HF(JHJ7P&VH^?=PP=?,.@!L2\99$29-
$PP+7D$%[M5Z$WZM-!;%&U3-6L1A'OA@N2W6 XHW]N&UWND;2_H6POY@*Y5-IDS 01P[$TN,M!S(_RSKL')#B323C#U'@D14+I^3). MA#\.!
]?]"VB>:<(G#'S*GE ,2*,=E$0(Y?\1@T^37%,Z4E;'KX\)E65,_R* M^.VQ)O*":,O7_=O%A?#90[[!7KAVOF&9N$5_+U PP3#6/@$01/0KBXR&ZD
M8$AOQ?\LQYJ.X"()Y_AB99XLQ[22/H-\]DPB/IUT]IYF_W(2JV?2MTA;7I** MW=],EG/Y(-P]SO$\>A$6GK>\BTZ:4&PUW5W3OX^0 M\]?%/<)2C)|
[IW1<'ZRQ9;"$3.L37F/B!KNVOWQ]O&0>3PPZ,H[6QO?1H1K& M^1^)%.5]?.=T:QW*Q_ON9ES]ZNKRX[O[]K%$"K__E_[0SRB-\=\\RZ(4$N!
MK_+]S.6E%HK\C6W-9/GWIO'&SK/OS&,L5,O?/@@_/#=Y(*.5?DFM;IZ1=W(Y M[B^]\WT3)';PI1^_DN_4D=_F*N&Y$//Z;\?HI%-W1=0E:^S9SO?A#*
M($#I['E@.5"02O)<1,M6$NOO:.5LU:..:+?"VQ&RKQ.,B;_>O%4D3%=42%5U_M\U)K9'Z"KORR922A$S772MMNT'<4+%#\2'9+C^.7O5'?
U56;A"7/IY&*K<^T M?]D>A=C;#$.K4@>43C%?D(>]V#]MBC9VT+V.ZBT:?[;04/3= MFZ#XEBQL94QZ]81!@/RV*N(K MYSZ,,#-O$-W"E/E
^=BI$R6L289HZ8<7,ES*0@4E7(5P!E' AJ&*BM%.)5)! M 5>A&XVBV:8NZO*VIB?\TZV*\JU".*O3547#UC'@CJ=XF:S1EH]VC^81IDO:
M:I;T$7)FI%#V?^D';56^ZY/"G.VM32D?7TF4SC"Q(UR5]^W3OU5IITM8)E19 ME+>V^>&?=A54<&72R:0KGBFJ2DMA5T$+5Z8=7GS9Y-
O:KEYRZ0+CT.:>_65CV=S8CP>V,^16RP3K;MB(JDBYIMM5-L*FAK)A34 MB-NL*2:&;#O=OPHZFPD!=>
(&FK8EZF>HN9E0T"!";&DF@]!90X[T=11.41RG M;;VFJ+TAG9*8$YLZ7?D*:LBQ*:16 "CJX','PTE&WB>%]9YR]TEEZ9>AE
MDQB%INJBJ1RNF^"18E5T;"F2&>D!$I8LVCE*3?ARBG>4Z^76QL/9W$BLH.) MI/2^A:'[P_-3U]D+$B?X1L_O<^(8)2^*Z0I4.69W""I)S%^]4^Q)M?
OG&=VP M;1^NJ-8C1'NB;SXHDD/=3%N4UT+2R-BJ@JAX-$9R>1=:V,*C)-PTLDT:+'S /3CF4#*_),I\UP;%T6 M9?
7PH@.8QFB!6)%KI'\"$PW5P$O%FCR6A@N+H-(>!M-\'3(3%Y)"^6[\>RM\ MOAE_V>C>T'+UN+\O'!/W<1A,PAFZ"N,-
S7BXRYMADAR/)JM$";'3D&].G62M M;=JBOK5O:C6>@=_8%N\(!L-)24*Z_S)Y0)&0RK3P.EL.ON&0.#"85@R&V[+(M%.A>!G1T'*#7N%
(ATQF%0;AIEK=44^6PS/1@!X4ZP*<+)> M^D*FD%NKCY<3R7BWSM1\?"0=S459D_#JB$<9J"]^4YERM"A8E@VL/7BT7K6I
MX,J$HI%*F9Q\:!Z.>_%&N"IZMS+EZ(9.VU1%TZI .6Y]Y?5M5:0PTD7WB>!Z
M\02/(*F[8KT^;'T^K?'T<]K&_BD7VE],.!\&;*IV)!/_7Z:8O;T*FRD9+1H5 M- SL_QEE=H*V5GNSI:),O$#;-$13+[.[K;V]G"T9%:+7+0FK5*.,0UU8KS/5
MVB0D+V#:XNOQEPLO?E@6MA/]W5]M_9OC!3&9&XK'P6!C;N-I'\^LV&+3HHM- M0U-$4RJS![CVQ6;>NE=[9]WKJ<4:6"- 2W<1JJ)6:AKLAQ-
%#M9L_M,!4HU&@"HHM\]X M8O1LHI[(YR).4DC_D-NRCROM,>_-LT>6M+ M<&IL5[6D%Z$L\8?&P=-
G(Y1OSYEED$4.V5.NJ;#K[&BI!C:,L[']+IRDZ7NG# MHIEC&4E&G*,Y=L.R12U'QS/@':-^84R8[!0L=FWIF["Q+946U PV\[;M16!]
M\2M&11(V;6"F2[*HYXA:0,DS YO-BG,:Z4FCFECUY^B6#YRK;K)9,4ZG9P69 MDB(:,NSF,_K6U.%3X-
/H]O!L)P=#G^,A#N>O\UN*V9OG46!2ZW2GV.PMDE?JP7 M+:#!-LKU481[_0OAQ*+WNSOF)XL')'*P2O8")WH<)F@68XU(!A2%OD]U8EJZ M5%
=FJ1'ABUKHFE52&RW,#/ #PM()T=1MPS1E,^L3)$7#MBTZ0C^3;3/K$J& M%QZH$FDV*8FJ;HB27:.'F8],!S5JV=ZYQ/DIW*, 3;WD^2Q:Y]['7;!
QOC*G M_E.*L((8DCM=53=S)1HAD.K4CE;E'(FCZA)P[HCI"S:,4_%R6L^7VP?&,37: M53E'BMT.NS[.M25UD77YRESED2X[
#B;_P%X12UZ0@.PQZ21)Y]XO$ MN??17*T+YR-PW"' ,WK]",PG%01 MVJ(NR[F6Z,#QNL,'1V"Y12,"DF7FB@@!,>Q
MO"J5A$V279;P0E!11%5O']&KU V2G.95NPJV":J/+:&J*]XKSZ]R8VZ>"L?S"HER MBD WPM,+OL)=+!L= U1-\AN-MA >N1L
M,$L^6D56NJW,#6L5'(!#!-#*X!#?)+CAXMY'Y=,%NYYQC /?O>3YN0^[X47[
MXV'[+1HE2@^T*DJ"5];49ZVW\^:P+28MA'31TFU1*K$U32EMC=O)H0I6N#2# MR+9Q4J\LB4J.)]WGSJ$J!K8TBQ1R%I%I87](*>[1'N(0;#6#P?
]&,ZWFO7N M[FZ&G[[>]3Y=#82[L3 :CRY(3.=F?'5%*O^&H[O!S>#V+D]-8 NZRQVN[!A7 MSS' ER>/!94AR488HBR7:;QX%(@W6##'G-
A:IZO:HB4?=MUX)':MM6K,:4U. MK"9E:.4:OC=/[K+Q)A3V\#(5DQ1-LOLT^,XQ_ZC3&*66;(!M18\R,?66C
M8G:ZFJ3@I37#4V5/)$S*1^*B*,]WL]JB11@YSI^!C,91,QHU2#6)-YJ&J*H, M>SF=AU0?*?
O!3*15B7@AHJ2S/Q6\S9F1%VZ+;&FF\/OXJH]]EH/>"*^!Q?KZ M_Z%D^Y'9NW$GTP,*9'*\U.&CA2!U4JW)WR[V'#8%JD*S)XI%LJ@0FZ^QGU\%
M'JDT@:(9Y7:4G1N3*K7NJ\ EC>10-,L0=8E['A)R*# 8O@2#>0YE3[N^7+Y@-MZ[8V'HYX%M1OM'4!,4)&J8AF>WBR#0F)/5P^K)0TLE-?)>XR@-
H:F0AFA#&0+D+3(W!>OI"TR$- MP7\;0C,@#7'ZP7883(/NX$%,7]\,/@JN;@9]X?;WWLU-Z__->P/1OWV)A.N
M(S1%483.$$$S2>;@IG/O$C=9<6VZ,RVA\Q9VZ'ZN.?#9@"^VHV?_7QCP8<59OQT5ZG M6'*/O_LR'J5+)'+R'MQ Q'MO(*CWW?'\-!=S&+SQ)R?
V)OD@ MJA&(FCIM20@Q\2/&Q(LQ\"'L3Z;8EBZI:/+MQ;@%95E%SYEPT:%S=T&S1 MT""Y<;2X.G,^DFI$(HJ&:"CL^UQ!Z!T&P_=@^-
P!0*O_KPAHS%E]:Q_V.9B% M2AG05>>>KC8Y%%IZ6Z4 ^_ATE7@GJR%UNH:DOS7:!5>#>[J2OIZB)EEOS0JY M)XY"_8/>S8C4W2T#%MN-QJX-
!,_.1FN#;4]1.5\NE>,XH3'X<,UV?X)*XI(R7P7"Z487=_'RREI2.:LK;$LVE M3VT/P$$G(T>:)*^OP6N KS878^!$ 28 <6\I2O_:9
M$<:*N/F2+G1/4V1_'6N8?/*_@!3#EF$8ZI;V4X$*+.2 !3EM'CRA7#>*O#
MQH)3C>'#8'CQ,6O+;O2'5U_0!OV3S6_T/7^1(+=*>,&4.EWIK7;$O0DMR&^P MH*L,&8YZ"*M CJ,FRJJ0Y=AG/DXTIG:\/,+N!$YMNM"PH-I
MPF,+LXKX!3:D/(Z?\JC&,TN"I$<#28^*3),A[7'RP7T8S DXFW\,AK_]CMW$ MB]Z_!C>]WP8;SN2M,/VZ=WO7&Y'6F@T6T!18*,'S*H>CSX4TZ!^(O
*Y/>^\&8J%$?HAW(0S M)Q#3#T3A%D7>](,P4&VY>O^[>)"^.PAWWTO7&/H?<#/_'N!@@EZ+^@? MA'\Y_@+_)@L7%]F-
5"+36]>Z@*8CN$C",;Y8(>#)/ED"RB"?'4KFE=M9F_W(2 MJV22MTA;7B{1};>^H^51>= M-*'8;KJ[IG\?(>>OBWN$11X_=T[IN#Y88\M@"9G6)[S&Q
UV;7_Y^GC)/X8 MQ I'>&SWJW'<=]D#M;/EF?0?A^HPYW\D12;7.-U:)0//">|\ M_^5XU!^,;@=]4G!],[X;]GMWI//['?
[Q93"ZPZN4SQOY['__AZ7(YH=7_<'G MX>7P[LC#??UUU/O:'^(AOCGFFY^KL!IA2$T:?K'O9X:1FEKR=SQW)LN_-]YK M'GYMIOXFH>|
[\Q@KBN5O'X0?GIL\D,%+OW1R+9M?+HISU(&L>(AG$;P/_V+] MS#S_\?VA&=!K8^]_$9WO$TO(\\H4IAQA0"LR86*33W_M&)V]7N#.XJ+58$LC

M;]_E]IDR6&{)-RBF!,G[7P|_+O#"2+@, PI$+!>IS&<4GA.A:2M!5LUY7Z4N M]LN9<0EI[@8$,E9%QCZ!C/$';>X&!#)61<8NST/&4MB H(&@-25H_?,0M-,W M9MES?]#(-%EU^NZ1Q4[96&%OC*1F"O9\/YS0W1Q9R*U=I&S#&*MIV6,#(FWN M3L>|%'R.+5@[^=^],#VD'@M\V^C8AC'RQ.L>IA'AL^/345T[GGLQ!*Z? M.M1)P]V%26;2J(.'4&4Y8G;1MCA,/K,/9 V%(MGH? B!!S&LX="6W4"+:5X56?OU54'-NFMK.A>|+P+V^KC:).[*K]5?MDVZ;6) M?')\AW3@ M/7;986C?<_>W'S+7VP])A9H/E6XO9$N=KJ(8HF%L:Q-UB$FU$+9Q[O^S38Q/-MPLE?6:78X.^%ESP.@XF_(!"X#B/RKEZ2%L:3]=%=. H#\NZLC'!I&W>=%+$) M%= (!W99$=6M'L?.$2C.*PFI"42B=KBV+.NB)YO1$%X?44^HV*1HDJC9VS!\ MGR=46.F)BQA-+KR?%P^>BQVV]T+Z$[N:D^1"T5XZDQ?G2G &LKF7UCK0^KC@ M-H#@1P.W";1NS,@KHO($DZV'[6WBQ<0K1V)4CF58WIP?8O8#1N,) M,+MQ8G6ZNBD:IBE*6P!\^!?UR'/VB\P27'/K%[G1-3;14752W'FX""J9VR!BM M@HPF262=H!\J;J%A@DII 3+M\&$V2L0^#'1A-$@WK* 'P3<2P/;.M2'' @6$. MXWA!ZP""*68PZ<4FI&M+.HK%G/R-DL2GAZJ0BYS))%H@/#C:P5+H"?-EY\;T M1L'UOGMX9.[SRIZJXL'2-R@]"[OB;"S&U";Z{(U/6OGCD^=&-Z!+"3S9@"? M$SL\J1+@"? #$$$\RX*D4W12@&Y.PH%HUW4!\?^3V%Q%9>6%W/LS.PQRA'_2K M.&?J29.43M=0]+S+*N#J<;E*CYK@2PD\%2C"/C>Z 5U*X F29H G MEGB"\%DINFF0'.(V?)GMB$@>4)0[(&UTNC$+\L(F2URM$-LE!\QWUWZX\'7 MT1J31&M$)?]&^7-GZ%Y!@ 1(,;I!J)SOD&\!!6(=7X&TNP2G/O3EBM#CZ5>,WGA_$?TVQ]K&T+9D49%S;]2IN-,"V%O4 M417D\G/M)9.]-;HB*ODW>YXQB\%$YW!M(O\L->&*))TCJ 9Y8X@F2>N7H!LDK MSH/F>UW!?7Z^3/;+BIH*58^<\O>PI[_:P5=A7UULC[B^KI4X]\@X3ED#!(X,(*_M\5[\N@/4LE:)/""4OW M.6" [_2X36J244VN0;FT^C,Y(!JSEVD,%22@A"9! +T0'4G:)Y9X@DVC@">6>(+$'>"))9X@ M$5",;A#P;C[*E[LP^O+)N[]%$WQIXN5O? 2V3#9&B;=65>P5^LRX,S<_NY]$N M18+"Z7+Z$!)9S4=\CR ?,M&%BB&+L@V9D3)R IF1+W*%'TX4.4$2"QX%18!2?/SPD@?!$>:+>]^;X.=, M$>'M"0D$*(H<"A82;KGQE/MAYT",8*"F6>(+!L' "))9X@.U>,;I"% M:BX:BJ.QP\NE6!KT7JX&R!J.K 723WN!>[U5J\!? '7@#TKJG[M\Z_[S! <47M=&U1K6UC$L"AT.(<*KZ1C]1-/%B>N'+P/@)(1PD/X?&A&0L MX(DEGB!)#7ABB2?(R0&>&.+)@G1<.;I!V@GDD"6>(.U4CFZ0=LHMA_N;VU6) MHO;Y MVRL7D%PH1S>(-+/2)Q5"]C7I$^O8^N0(1<0UEPR_")'204"8] S$?:^;A,02 ME 8S!Q7$WD%)L<03Q-X!3RSQ!+'W4G2S(<;,22WHKL88],OQG+PQ'F2^_O8U MU;9Z7YN<&JA#91NO/*;E1?E9_'S9K$J=+C1Z+:/W($?$06RZDE N3 MCE,-3MN0["I'-TAVE:;/,49.AW-;$#GXF^):%%S^0R/I:72P=Q5IM%R'(BP&>6.()<$@B)Y9X@MP!X(DEGB!W4(YN$",',62(OUF"Y$%)PD'TD5%$ MOD3PD39DR5/%MKDF'T^5JK:KI\7X5[P67\8FQ],735ORA?"53M?2-%$_YM[@ M=D%BORQ!P+(DX2!BR4@)E:BFY4T)J0THH1:W\>TC-$.NX'K?/?PX5YA&X4QP MPQ\!'04=[J3"/PN\>/;#."R T>[JZ8K^2A;T> "BF@()@/P"**: @V@^ 8@HH M"/>7)!S$M4$2F0(* O[E""=#8+NY^&R1C<;CY %%^2(<&CFJZ*@-&-O-UP-5 MO_J1&9NCVE>OE\.G6O$KRY"-*DFXHZ8>N*U=[6=1T%BX$&(4D2+5'OXE\,*(MCF/R=+X<+5:EG72S'@8MA@: (3!F1@:13;D#E?M@Y$&<_JB#*#FJ**: @R@Z M8@HHB+*7)!QDT2F0(*HNPE"0?1Y'*$4R";S$'4<16EV#S,A_Z3+X)L=+I8 M"$3-5B#"6% "(,+ (2@(]=&ZM+@'F<26@S06B+V.BGR F>K9"OE\[P@X&BD=Q5IM+R(BP&>6.()<$@B)Y9X@MP!X(DEGB!W4(YN$"',62(OUF"Y$%)PD'TD5%$ MOD3PD39DR5/%MKDF'T^5JK:KI\7X5[P67\8FQ],735ORA?"53M?2-%$_YM[@ M=D%BORQ!P+(DX2!BR4@)E:BFY4T)J0THH1:W\>TC-$.NX'K?/? PX5YA&X4QP MPQ\!'04=[J3"/PN\>/;#."R T>[JZ8K^2A;T> "BF@()@/P"**: @V@^ 8@HH M"/>7)!S$M4$2F0(* O[E""=#8+NY^&R1C<;CY %%^2(<&CFJZ*@-&-O-UP-5 MO_J1&9NCVE>OE\.G6O$KRY"-*DFXHZ8>N*U=[6=1T%BX$&(4D2+5'OXE\,*(MCF/R=+X<+5:EG72S'@8MA@: (3!F1@:13;D#E?M@Y$&<_JB#*#FJ**: @R@Z M8@HHB+*7)!QDT2F0(*HNPE"0?1Y'*$4R";S$'4<16EV#S,A_Z3+X)L=+I8 M"$3-5B#"6% "(,+ (2@(]=&ZM+@'F<26@S06B+V.BGR F>K9"OE\[P@X&BD=Q5IM+R(BP&>6.()<$@B)Y9X@MP!X(DEGB!W4(YN$",',62(OUF"Y$%)PD'TD5%$ MOD3PD39DR5/%MKDF'T^5JK:KI\7X5[P67\8FQ],735ORA?"53M?2-%$_YM[@ M=D%BORQ!P+(DX2!BR4@)E:BFY4T)J0TH

MN[JAB99M@TB"2()192-1S2]6GJ,O";*I[KB!PD&"2XEP7(|)%BG,3L)%K4@-MO>-2/Q-AI0F7F/3T$&4%$LL@D&!.V(-D@N2>TZ2>Z-:1%9Y$MW#ME22&U>DJQ"4^$;<8BDE-C!D88(TG*=XMO':GJYFB*FNB*9^"](:E!A%F9HEU-MGF3XL"4V)2S,BFA)FFA(U@D(,YABD&,&IKC"5HT1QY1?A42B%8N49K/$!9S-M\CM*$A_-\,#(!W$\K-.NV^9"*^8&#!/7_5HXIQY-[O@=-MZ4TXA@DP"6J0)^H!Y!I0@W#R%V"2-TS"R5^R7:9YOWQ&J5J"2]9+2.WOXA(-ME-;/('33\D-\/OK5]NWU6XH#3:73K2&KR3GO06-:4.)PXA=@DC=,-GT:",?DM!4RVS;&H6AGYTK'XE^,OT'Z_XD6>1\-.A2R+BL%^$R[GS->):4"+-WW0!.^?D-M!4P>'Y-6T\=N<$Y>P&3;/(NJ)6)L/O]5#P+OOK^5OT,7'B!Q_%L8!.^HFCB-MQ8A<|\.)(B=(H+#CU'00F#V-'"-7K.EC<3@G+V-2U"!-CG^B556#39^+Q#EY-M9,-8+++I4XHX)R]@DCO3S+ZP-TWCA_U5'5RE:*[M=<%GF-4-+1'_,Y)N@!P?D-MK<6PH-5,-M@AKDB7H-N0;4(!1Y-29YPR14WFVV6:&VI;0;\E)-14PN+_#[&BTVG%FE;+AGL#]#D'-8@-M.PWHST>|>OOM@>G0%;XD)7[^ON\-MMM-!)OG'I";!)AO-Y$GY%!6*;-JM#'/-M%K1X30UX5DEG)'$-^3X@-Q^*P2;F@"3H-9YHAY-K@$U""N!-),\81++V-@$F-MP33S1#V-7-J$"KL-9.\81(]'P&3[3+-]54I]-P_%W$R0T$2WX4]U_7(\QW_MVO'<87#IS+W$\Q]!UX\VR/P9B31-C@_(]3,-E%MH#)=KF+--=8DK!(GU\NL2-K*C/R3-MKWK'Z'1E61(E78;]-Q"2,A4WE-4#)D]+-<5DM#W\&U>7/5%",4T+EYP22'-Y-M+5!=Q:,-76!SGR#P3'8->;+M-OM^K;'J?#T@\2-&H>D[)#B!O%(CW]-JFM\^!-M%(-4-"\%3>]%-BD-*0"'AU.R-\C;!?+]JK[IC0P@!2-%S4M!TW7L(-4@!8U+-M@=-ITY3Q(-4@![VY_K<57X=1+KL(X+G9$CBUUNJIHFI)HJNR['1Q?*"L67H$\M@CP^R:/>@#S*G:YLVZ{JZ2"-((T@C8RJV4I*HT*LHXVMHZ2R+UEK6A[;UB*(-MK\JV3X[O!!-$9^,DPO]=!$A0)5%0)$4%M0=]+-^\<#F@]L[S6NZ4]J<:+)$Z<-M@.!I:XUNVKEJ4^VIV-D1\0_1UMB?G-DK]=,6RG^"/.Z01U)*_Q#Z>'+QX.^%-MESP.@XF_(*"Z#B/RLEZ21-[](G'N?707CL*-O#P*?1]?,L3#P(*:Y"JTMS4B-MP2JVN:9V"HX+2#"85:9B;#5A5G6\FC!MT;)M$$D023"J3*3QB$;5Z'1M6Q$U-M^Q1BIT%>(2GXA;#4G(,8,#+#"-MDQ3O%EZYT]4L4;8,T50@I-PB?%8B?,@2]SS)<-Y+K&!A-O%B6!-UXQ12MF"-%M8X9F.(*>R*.;8I5[$=KHJO!*-O$%\3W27PK;*$XIOC2%PGQQ-M[WL3?,<4/S?X!JV5&[-P7'=HX9QZ-+GC=YA7X5@EP"2H09ZH!Y!K0-W"25Z-M2=XP"2=Y-2;;99H/!%Y*E.2B:?R01EW(JABY_059VJ;5?]MP+U>+H__R%;'P^-R#-)$!_6'ESSTKNE2>9RME'/6!AJ2WNEJDM:F8-M/"'75KE4MY]Q=M9ND>E/5%=$PV==_-<8X.$*<&5'S3IUEQ3E[-9-.8;/K8'<[)M"YALF=M1M62F=J_#6GD=%OMBF=97Q=3:-I&;NIG/CA?167PG@"*5,UEUC.:[-MSKWG>\FC$*%)-^"W-][C"8HYA[F4Q1'+URZH:T'(GIN7-L+DF#M[39\NQSEY-M-9.@!@%R_!.MJAIL^N0USLD+F&P-DTV?@\8Y>0&38)H!.YPZ#2V?N-M)8Z?)432_$F^K(A-MA#+NB&J-732XK=/!\A._H<==M)GG#).R@-4R>E(]1-MH0ZC'A=#ED[-"Q>"P$PEO?4=HN03ZB:*)%T.YQ'EH(S"-#GF3AELR0%,@AKD-MB7H-N0;4(&Q;4SRADG8M@*8;)=IKKD1PLO-*FF3$?KE>$Y>&0^R-?'V@,F6-M-B*RW.DJEMJF:-E(#[?2LU^C0VTZ8)(W3$*A,&"2-TQ"H3!@DC-,ZE"U"9CD-M#9-0M0F8Y-V3YU5Y!NTA2M)R\#/!CU]X\0,I@ED6.;QL$0&%##NU4$F>D-P'R-M?$!NOUV"ZE/-)*A!GJ@'D&M-#4*!%V"2-TQ"\0U@$DPS3]0#R#6@!J'>"S#)-M&R:A8@4PV2[3S+XM!#WU+,^&S"\RH+9'HJ_SL-@6:$XGKXX&2W?-M)D^%;O*T-%%IUR9/$##AN!6Z_$8-2,<D;YB$*$C'>&-9-]6B%&C3FSJ2F)-P*8;,&'NH;GK=O6!8K"!YU2,/C;X4?7O(@,,(\\KX[*<*NZ7V"KTX/P@4-P*$&-M*,#0,/*Z$_-*&-2U"!/U-(-;&SZOL&##9!DQ"R2%@$DPS3]0#R#6@!J'D-M$##)&R:AY!-PV2[3W&!=PS*6O:IHB/%7]QCV'U!RT+M-]A]=)^,L_!UOF(&MM=,U5%74=05*&4#&:M?[4&,)E.0-DU!C"9@\)5^DQ+$87+@BVJFX(M"4@E'1-MQI8S-S#4,8UB@G!\08R?@[_IX5\"+XRR;Q/OWD>T406*(N1F]X,6/#$M>,.!T-M(-4HJ0>?=-PEQ5_;Y);4CE^NP#>>WE+H]6X!\"Z?<'>]A%UZFQ?FH4ES-;I-NEJ3KI@-MZ0B08Q[.@-U"@$G>,-F[A0"3[3+-[(]2]7UMN7=);7:ZEJJWR=T%P0+!XF!!-MN7L=:>%U)-@4"%3=WI,)1Q\-)D])R9F!8,?8*"H98JA3.2>8-<'Y#;;X=@=R5@LEU]%!-MEWF$Z,RG.NH^%:G352Q+5-5659!#71=(6-,25]QI4I$'75.71=LV0+9-MNKT-M]*-W-&"R7?]>@YJ&H@[57C]*Z70U*!8"P3]"LH>&-(!)WC-)#0$-DZ?D@!RE-MWJ;0>G/W,E-MY3(3Q(I;L=]OZF&S%&"2-TS"9BG-)&>-8M,ZK!+V5#7SXK+YQ-MX@S-MD[QA\KSV8-F^]MZA$*@L6M8.U7]K#13#)&R:A5!0PR1LFH:(-,,D;)[&B-M#3#)&R:A]-8PR1LFSZOT!IJ*E"YKV&@],H_"F1?'8?0H!&$"C4.X%/PSDFN-M'!^0VVMK[/,JJ0-,\H%)@!QCBLU".5=@$E0@SQ1#R#"'>38ERTLXHMOCC/?-M7[FPOLMS;6/G+9K@2Q-OQYI,;64*]$1376M57RZ0)9-E%K+T+\=?H'*B]&)[-MM-'I@@R!#-7OED.Y,6#RE/1ZF1X81]3K9J>KBK:MB;HN@7X'6:I=OT/I/F"2-M-TQ"A3%@\I1\#IUKE\-Z-M,-E[Q@"3[3+-#57)X/'1K_)7PICD?)66QUQ8/@0F/U*#99-B9XP-1Y,:($-M3/*!R?H-M&H0M.8!)WC-)6W(-D^TRS0T5@8R3!QZ$+0!1E4Y7MEH>30%AX4-]BMP*+-'-M3/*&2:AV!DR>DE-15P'(;I_B18Y&[71U3;14&YP*$);:.%3AL#0!,\H9)]'0&-M3)Z24U%3[4/-M'H3C!<*/[/1B4%4G]JK.@+DF'MLL-\(-EJD"?]->2.KP9EV$@#F.0-D[*1-M!C)HDGZ@'D&E"#4)@.F.0-DU-E#)ALEVFNKWBBY_ZYB!.R+3&^"WNNZY'G-M,-ZUX[G#X-*9>XGC%TAX_'_VWKX[;279%-[!\BDTG,E9R5IRHE<028:UB.WL-M[?MX@X]Q9N[Y:R\A&],=66(D8]V54,49)X!Q;.-*=FFO<#YYP*T*F<+;JD!,2U/1_W\+A;SVK-#'XS446>?T;L-MS2%7#*55H]#KD3B$&>@.(Q635,\@4CDF^-5=I]3CD3B&-M>50WQV3%,*GP$%N.R:IADH?8$\PQ^:KD]AZ%)O87VT;]Q38O+W'8:(EO/%KB#0HIOB]R-MR!U<5^.Y,AR37-Q6:?4XY$X@!GF\,=DU3#YMN+E.2:K@4D.,0ZY2HE!'L_-M,5DU3/+@6H[}JF&2!]=R3-9+72PQ6F+YM*WWX,W=<#!)KB;G*E=N#[Z;?I#O-M+*[3[*JR*!FU:DS'0RBJR#C;A3D/$>;8?%7"?(\0BG)DN2;57Y97O<9$'![!-M'OY9D#_JL],%4_1)2.?F>,&>P1$;9E9-J33R_#'QDY%^Q0967G8.\7B#?JE*JI\[PX5S-N8"+^HHN.P=YO4"^7=2?.G&.M#40>R<"S@7-MG)X+3ATVS[F>T%0K#>,)C>[NF@HAJA*^L&/Y(_/E'M&-M77%^Y/RXX$?U!/RH-+N]+9;;FAP:+42>S!.8>S-1PZI-MJ3:-(,C=Z#5=A=Z0UJ-.C/@]\T$4N9X;FL9M6RU-.:745HP3E:TCJ"!;+4UT-MSHP9I_@[Y\-L/L3H^:GGP-R"RW_/(?#YRK6<.0+JQO/Q9;TPI.W1/#1AEG=>-MWW/QY;[G./"3*Q@&,&B8+[9>;W;ECB2J;MT.,=RSN6<'YS;J@?G&J#_BI(D<;IE?,NU-MWYAYVZ?0?CO-KB$:AL99D;,BWT+WY,+C:,&Z!%8KYUG.LV^#9U*-#&JQ+0O-M'UCK,IBNJ-?10E6ZA<_PEGXU;'P"QS[-L?]BP)B*@4YBAV_-G0[9JNM9#'RL(A^A*#)$67GLIGZ*96MCU]4F>2=\B-M9;Q$HOR;FE$\ER_"W?,,YM'SS9%M?1'ZP)=LOGT/IZ:G;_H4WT4GC2N63'?3-M]$<^,7^>C0@(WCNC*YC>K"MC,'B,J4GG,+'-O$;7YX>+\YC0:!R(9H:V-+;-MZ']*H+,/R4%S/>OG\QNJ4,!%I4-K2W\/KB^N.K_-A2NK\^/R:WP_O-!_-^*RM/[R\$.#3<'!]==&{@R_#-_CGC\O^W5-8?!?,>\/?A>_7@W\-CSRZ!S_ZO1\7-M5S"B#RMO/@U&J*B&7SE.M<'0/0R_@V"WXN\Q2S%98<'F9\X"X*KXTQ?AR1Z'-M4QRM](M%7E&WES)[7MYXQ4KL.3FRHI3P2U3WR<-M,]Z8G;D5-4ISRP-W-X4B*5JN18LTK?0[;SE;]3"S+8Z:[D*V"]]O!W\(@YO+-MV]X=[$9"[_SNZI]7=U>7PWAP>5]KZ^\1YCES@OMEL9S@-MVYF%Z\F]++-MB]1L!O%D?C-M%^G]'>8+/YAY@>D,)ID_,48MM2L73&UR9_XJB!"CV55%79%-MCIKE%-V*EFK5]+*E\=8):[!YB7O8"'"S*NFBULHZ#7YIR0MSXBY[VAZ\BLLG-M)'&=.EL2C!O(@3S46"/;=.W2=F<6MI&AU;,^(B-@3L$0@\FU-UZY0[CR3WG-M@D!+@A(HF2H0CEW3%0GJ0+-^8.V5X9KT>INU"0N)"P.N9$TN[WQ7_,@I'Y!-M(?0$GP#%+1L,=#?>,_J?K;,8"K,T<&((&5L[-X+N/"/-%42?"YY95_^X1$%MZRZ#J:S3>T8U)L%T',^BDAK%$3N/P"]4C0BG1-#13E-Z_0X+-M(OR!7="-Q6NF2)!),(U4Q%XRWXO4='$CNYL2)K%PIO%$\PDK&?>-WZR'4&MBDY[^2V3%G.@IQKN'GI,+*EO2&<-[%6(-EA]V<128^+;-MCZ"P/I+7P%47R6QB'|+-75SKDYQ;-+K%Q9;1$36YB@Q5HCON,-L'*KZFZ&(GMLU+6P=UK!^67BZ@!MQ";O^K,!VP6B6/T\M<,P[]^$9>-E5IP?P%]6.M4=',1-MDQ<.N8:=_=>PLGO,!9GYL(,-S8-&A?F$:C_H1=|:D^DYP2?'4(C:MUQ+S6U-M7,*P+36NM06526K6D.U(GR6.A0BR@WNYV-*DI[NQ=.M*VD0QS[CM@GQPM-MK1'P+Q9Z6E'"DD^M3&B-"1DDZ$X63;V9JYP%U;&52-O8;-^PC<.>Q)Y30S]8.5ZE_$!ULY25SX]:-M3R_\\HBZ6V(1,,%'3GT-4C"B?&2^"\+^O7)3D\K';^B44251,RH9KU&6[,J]-M<"_;H.TVK*-NB2U]%[=,!93H<\Q?A-'7>WM?IV@\KW_9X?1\'L#"$9_N307IM;V!K"5'7*AM'>$0N.=2;=-L!ZUT6U]7)T="VVDBOW$7[C'2$&\'CLDYI3,>(;-M$!BQ\W+A_709$,T.GOLR";2FY\,C/ML4"8QL]48R^<M$E^PYKZ/D1*O;)..)9AQ[M2-3I^>.!SAK*AJ+LH_2[+8V=39]<]O3='TW+RL&-MH!@J2/M=]O&JGQ7T+.;(@C_TPQ>>EY@63ZFDL3<^'JLG'BZ-VRVZ/ME<[U>-ME.$%NA%#>,A8S6Z/P]57P7$6E*W>['9:DJAJ]3NX3HRC5Q@&D4^=C\G\7)#(-M-+K#-#)WVKL]=+TP;XBG)NT8-MEDC_-+\BE7PQA2YB-A2$*WH*Y$-)T=),P#Q6T-B_,@-#GD@.?!\F1M_'+-M"]1:B.[8I?UV-F!VZH)]Q(UF^:QH5UG8:79511,E[>63[-R-JM<2[%\9&0^[MLQV$CAT)S_C:HB&_;.(6I6/EMCJEC>CI\\G19.E[438V_NEH-0!*DP0P[W.8-M]HWO/=IC,OI_"/-T+\$1KUD\N?)M),L](<;3P<3^C#-V!U8Y=8E_JJH$===-M9A91I*NB7O\M?H4[9]$""J/G+1SZ0IV.VFXD1Q8"F94G\CGS.BIF1BI21]35-M-^H"V6OYNNA8@IC9AY-;.3>$A7MY0BJG0AY;(W@0*)HFZ)0>X160-\HN.FA-M"U/4V@96]>++&1[5TFH*D;#6[NMCJH*__9?VE//MCCW"#RD;V56HPQQ7\S;4Z-MDU?]?UX.B]29Y#0[7=R"9Q$R#EY7-9U4F44Z.ZR7PXKEP!40H^'SC6.Z8<|=-M8Z>#6>Y;#AU:?M&0|+BGNCDEN5W]FNK2W(96+[WA-7"HHC6UP5K>F[!YK@(-MVLT'7(/6#=W8:K)FP%4J489DWQ.6F[EO34T,%@-1-MNI&F;\V+46+98?.9EE2\\WH60,PG>VZ'6/BT+<+$W]QI1MI?^C[R6'R_-SV2-MH#)G&T=V-5S%D\_O<[^$+-BH*++T:FM:1WMJ?-%FAF?J&)]I&_4,,2CC;W+Y7UQ[$I]_R-M\VWO:J'MG8NBX^L5!>6.AG*G_34M5/*'7ZT4!DW=3E'"]^O^KW^.3]:J,'1-M-NZ_LZ7C!=8P-DK4JJGQFSY2Z.-\HFRA?/N>WNQJ8D<'];S";M@2FU[ML70T-MRT:3#^'!KIQS:3/+V$$P-[';KSE'"<91_6I:G-?(Y!)&L2<[-MG-HF/-GKK!)6&\Z;3(@/;ZR,#U^O6IV).6DF:=!?1<0<3,XI*8>4DCUW'-+8MI@E4$14QA:IWPTB(`10&$0&#G%5SVQ(F4(GM%NC9F5W6:[F%[.4/Y%C6T?C-MA"-L0-M-%:E2WI:P-*^HJM5N':,;6C7!>Q@*;J*V++J,%F5#P0A/PBOF4'-MZ28)U8,Q:IE#2TF/)@45I%E&<6Z;!@@F78I+U7?+*#]EDUA^?OM'4MO5O7$M.IN)8,WIN)'"%CFF/'X5ESA>36VTZMIG*NW>VI9$O9J5(/'OB|5HA+=O5%14-MWD>,')(>.D,+VT!',-M;F!+T=;8*V5"P04#WHEGY31L$&P+L*GVA_+[G/^.HDKT;_%"*FD#/\!(J1D-M+!>DL6VSE"*>JPP^8*B]C,H*\U6*HTS30G0@\1-M]R-C*6ZQC>?O.3QZ;RA+\ZA!73L1=S--#93PDJR)6H[6L6\I0_PEA>)UH_8H-M>DD^A^(WN*08HI%#!WEK1DH%E)[<5%0PUEX2]?9+5-Z9R7%0!8A'<-4S@FMWMF=^A(O_R3CC_O=?_[5*XZ@LT&*S7OV-?+O_GQ]4_>]>7-;LH-NQ\T+^[ZQ_-MX+#!S>5M[^YJT!^^;C&RIW:*_\.4KT<0$FX8W)(@]&TK)&/\0\|=+U](_?*&-M^+8W7J^29SES7-W+7ZP]*T9DLO)A%CASF.8@IT:15T#6S="'Y*WML>4F[10-M'7B\;$I2K.K28;845\^Z^3QQWSW.I2ODVY3^VQ,%5K<2@VF2CXS%&\;O-2"-M&=(;$R-R;[LN_=N$7IA1.5C[76;K}[.>:(_)ISU@[Y.V*FJ'S$IY);K#5JIVM.I4F]];L&BU95'($MM;2,:8=7C@1;$A51"QIN\-7;A+&WGSDD*PE_GLNX&YZ-M1A[<*I6&K4X]+0IFV^?H<;89%#N(HUI24|:K3<\6V!RZ(BHY6I3L0$QN=E1F-M,*?>#PHYS88_;FZN+_\-^Z-W+5Q<#<^O!\,?MY=+8?!=2/(IA;O^]\'M'}06-MJ;TJ4TC>\4*W0%7H5SCJ[!V0UMK@N@7;-@BCXBF|)HNR6MR3Q6T-;FOL-M>\31'_3/J/&0*N[>O^#U6"IWLE%D5\6(.M:67C!905A:,!%IA/1[8%/9YTV$MJ_.?PN4S>2*F7UN)GCO1II.[T89O?46VON^F[?_3=.9D,&'JZZ,JQ.-\,Z",-MT88MM2,:K3>O#ZHX>[V]#?.25L_KF5M.GT&-/QIL7A#SM1AKGJ:X7KDG*U(3>4A&;J>?.:M>747,3?G/CD,?!(:54FHH35K/KVMQYJ9I3-M$=#R23@,H0#Y5!)GH$Z,;B9CC[TG5Z##8GDI5(4E.C5LCFO"J2[;KMIC%[-MPMWBNMW$RW;E%JK"I&J8],8!5D>3*OM33*=IBNW.Z:5)V;(B+F.QJ%:!NSRKM:=%;K6GQ.H6$K.\0&TA!%RU>4H)AX-[IRO46M1CHLN4#'58.5751VZ$B_AL4-M%+I6":<UFU\5UD1)+<6JJI/6L4V2K%7'>:V21*\$*WT0'7:Q?.0WJ(!,?%'FS=^^M5;;ZM7&>O/S&672,'0(5@S$'YC+I2M[-M"X:N+?U+M>}3'NF$??.Q*9;L526QLT/SL-?)IZ6:]+O32<6@0EF4C5("C.NTMQ^\C2+Z]>D&RIWF_.T#Q"$$5E4Z'RY'R3?K=R:2#2:6)AEH*F6JC;;#:[4$4-MDI=H&;_:+-A5QV,;*_8C8B7TYVCCN]G-E^I&Q;*26'&UM8O%Q[@78&=6:HU2]F&/KSK[GHO08^#!%K>6PT'H0^G/TU/8>-M4);+^8!)FPRV.AVQK?\H?)%S>$([I*L0UD5Y?:,;#T5A.O:*$H?#0]-%'7=-@HN>^RQ-R)-MXU&4YE7(>DM4JV=74:(+(>TYX-+EI7V1=]O$%27CG'L?'G'P2*B"CAW]K88Q-M7OX*X=+<#]9Q'$.6AL-9M(@FLKRJZSL)[A^7T7+NO'^TJ9+;T42#;P1%^;WU-M)B,?ET\"-W:5%TQWG(0S\>J=.Y\NI3K;]W%];CR]MQQ%%L35YC,Q^\&;]S7-MXF>'Y5H)R%N!^N&RDJGK$RU.NDD5UEE5VQ*7I*B*U$G2M,9^%A2/WQ>N-X-ZH$]CGI3Q#K*-M-ILDB([14P!O2;0S=YL7+2ZHJ:1?OZ:R.6N*,_V^.Q@+<+E8"7"YPITL6M5_-MP:+V;MB2HA-^$"UHKFVK)3>[+4D296Z!%.5KXZUZ'(9+61,^>?2<1,B-X-@-N-MLUI-1G:8:8.(X12&?C^EE1/3IQ2FX)*GC<|Z_6#BQ4_+.95<8#6J?GI+0MMG-M%T8P!-:MZXZA,E*DP!#-OP?LP#*?&%6H:2>I8J><>C?5V?>9F@D\/9O[UM0,-M8)-G80TS&-.SY7H"ZN<,E_!5PG'GD\9HX6JB=4_(5LUL#0DXS7+AS>UV945-M56SQAF:E'B4>DF0:B-B]\1K:F_*C+I-XS;/':H9#<^\R=DJ+%7@>G$6Q+IWN[88@MHW+'-M_"\S9K&>R\NQ1GBHD)PIV-1?1#L!@;W_:%LO!R-C6T[PM\SV:L1[@&@B]"E'-M+F7F:?ON^<-HW?+A#OM<=I2=BG96LNG>@>B66Y#FKW?]ZKH3WQ++@8W4GL#P-MXF8BZ[:XM_D$\57N'KMR]>IJ.N:.#XRPQG?F21(>.%V0B3EW/N??QL(L8F#,/CZ,7#04E@U7*BRU.:E;%N.961NL2(1-MC2W:4U-5.F),*C77]E.(P*>@Z3;@_R(\S.)'3SQD.%F"I;R5'X!5^N1)N/4>*

*M3%=D%T0!SULF7X0'T[^WX5WX4VGY]1;!#70Q@%G\OE+?=D>[@UG>P\QTG]%T M9KQN^ACL0_?T>]]T@/=!],HWPBD!6QI !P2P*8/GZA*98:HPLS,^&[39SQ9^'&O >4#\F_Y\2UR&?!^")0K1H&(9R=13=2 MQF.WIH0$&\%9Z,W@QPI")}H2PZF%UU[2/)NIV;]/(GDF? 8N4\1()I41Z1O%<_MO@AWSS.81\\'8]3Z(O2!U]A\^QY.K96^Z5-\%YTTKE@RW4W3'_G$_'DV(L#@_M\-P97G,>"0 <#TF9>H_\QJ:PQ_Y04V .^_M?C* [JZ]]D8+K](.'!W6729I)W M+0SOX (VMQ]6="K#RQL8X+?+VX8JB8(B*5I%!_K^1[_WX^(*EO=#OA$FK+#'M>V/^V? NMB/WYP_P:VO-9L+OM@N[?0\TAC_[9CCWR6 2.7%A7SFSI#_Q-W^" M-D! '9CALH*IN1;&M';G0DN0@674YB%$Q8YK%&U6(;8^HW;T&=1G&*=E!B1A ME8:WPE7_^=# W#WHU(=V(D@\H=]C=^:]Y$-J3YT"K(OC!"6JL:1$5US/K9#IB#E5970#$,) M+_SN.:BI!BCAA?<8TH"$5:0OY^P-(OTJ? XDO/Y'X2B.Z,@^2WWA^_#-O[D<7 M/PA3\Y$((T)<#*T'Y8ZUBL4Y^&,,.\%"JBQ:X)G-/-M&._,@66X)RXPFN,\ MX]_)+%RTF? WAXIP;0YP2G4Z/!IK[SO\#$A_]C_XHEMR/W?83<.S__=1 (H\-\8>:K/8 M7]Z9CT&?=9SH0R+1>GT1M MGF"M#YT-+%[>!(^- (G@,IM[<@2<2>+HYCF+N_I]J]:"[<.HQ>^"%1T7#CI'2 MB(GW_XD"K,3$=DB*TD-BS7V67X3TN?QE34T7-$",NK8#EJ7@"CV 1",H.MN5 M/PI7# (/>S'8CGP9P*BB.. "1KIH%P2F_TS);0H3/*L MM@C@AXE_!!^=-3.1/2F@3 *+0(MJ#L%$.9@ O7X MA]K)SF%W5Q0B&'$1S>0"Z_Q$%Q8ZQ@T WGJ^@]N^.9!U,Z^RDNMA2_H+!OI6 M=(73DVDL9B-DK'GLGHF6OGJHR=(78-#1#,W$_;4K,A1&UL)XJA[U!V]C.QGY M?[B%PVJ-- 'G+K]J<7WQ'FJ*L=,J#UX:Z3(8'0)K0V-/ M8]$[@C]-:!J+:N.&02-&/3]8TLAZR7V-WKU/Z)Z0*#AT0QO^)D3'LS'"%CR+] M="+&N&&,*CTK>YK:UG1E\9BYP"+>4'\8&K/Z&$;,&-X4 Z3#^%^FZEA>)&. MLD&]MJ(0V]$#"X_]1G(L9]MTKWTBN!/"? %WI@%UB'0? \? (M*Y1KW(87 9 MHZ=;N]W?UQE[S2GO$4&5W=B<*6"#(X&3<1P@@UX$!S[@:JG]\#S@#N ((+1 M106?ZB*(HEM"U:*Q<+XU(Y4N6_B<- >:AR@FHR8TECD7] M/E%[Y$C;%H%7PR=4IWK?A.M(9QG>_%.XHG@=?QI],H4_T)(Q ;NW]AAU27-F MA\#X:Z/!^?@IN023"!>KL2Y^4$O%&R^? R1.H3"O2+O67Q3-3%Q.;C]W'WD?E M%OXH.039,W$?2XFHDD:$?A9N45,%IK:^NN+A.YPF.*-!,"&(J81%8BY% MP@#HG1KWQT9Z$FC-V,F9H#"GC\X> 4Y07*CZY@S;+)M.+.4]^(\OI&;'[&O$ MP%B@$AL]T)'5 [9.8V4^)FW".86KM5D[@@C/#OUXX0LC'IOP"4< MVM]?.$F4=PRBB*+JL:- QWW-[R7BC4>8[2.Q@#25%ES*#HI89"]1)3.!,+5YQ M;9W9OIO8F&QGH0%N<]C]XP!W!"]J1VLLB9DJC1CGJ &X%*X;N31"3":CXE^B M_/YGE- ,+]%-5(=BD*T2_;- 1+_2!S0CBRL#RMJ[MI P##_ M\BBKK%D3OP/J%[K A8?N4?-A]D6X0S_9TMZ]]-/%[KVFNS?2*Q' EIV]XRRS MZ/(XX%$X6^[_0OD""W*/(AT%*+ _/&19:.01J,KNL1EQIM*=1]//?7+C>V-T MO3X2FNR4+]"T+=&X,Q*IF6)5Q&7Z"W:Q!D8;$9\NQ,PG9RCUJ,L,]W(Q"!<7 M%CXT+FY6!(>^D[C1*BANT/:(/90 =F.UL;+SI;X8=H?GP$78V6OJ? *ZQ,6PL+C!_+3!K2Q+S8:6=]ME*WJS3%QE01Q@!V+NLMPSSH^<:B:RYS.[&:<'+)*:G8T<^[7\JE!QBI\ MA"D2 >-,!94)HO&8EH%8/I-98KRJ06?].'I- -*SZ(=?C/DJ*4UK,:NV8?N M4N?-1"BU7U.$4LD(*BE0IX)OXT)=1I2#T5R>__M/4=7&#IG49=A6B"U(3:K@;;;6 V Z0W/@37T.P58)+ (*5XX]A<6*XZGGQSCL MIK<8"BU#@E$DGDMKFV",P3VU:UDQ1G8l0)=;K*TVT)NZ:9C,E$P>#_>P6 7T MTP>P3B&YMRTAF-J3D/GRP&[$MS[9L* T].!D!G+L\23<3"-Z\4Y]9RITT%@[M?T+7$@V.\!S>Z)ZIV6!>2Q9>"]_6@K!>WA:QIP_" ^$>I;@(188[\'$ZD[M@JJ1B@I3W:>PS3:H!\W$1(7WR@=V3WI5-ZPI6RA"G9"CY^@!\//WZD[/.# 7 M-2RL&S],>(\C([],#!02\:HY@A7SV'DBC7*"Q8!GA+X]HBXSG",]UV- _"V8@ M+[W)Y,-'#&L2D \6PUI?"1JDP=S;?M;\\/+Z,.6(*6B$&HYX*<:%#-@8,S"W M[.MA& W2D22--3LM0F@F@-^S8"!FXC\+]VBJP6C .%KJ.!"AI Q"JZ*%]QT B]9]FL=RU!K#2VJTM?/ '#0H M"(\>_KPEF,%$:.FT(6 H+!H4%&6!OO"4=#101ZEN-% TD0:=B<"F\D8B@0K" M(8H$*@RBZE%^X#;^[]QY%HS,4P&J7N"V)%T8<=S%K$UWCQ$ M?SG=$I:J4W\4>N@\W_1G%B 7AKF;1LA/JE7*6 MJ?K;T3LW3L9,O]Y!%S]]= [P5N7/JI 0]97FEF%(5:=I8]?E=.U%>-G^]I,_%G M%0XH.GM>2N,R+3*H?GDD;">_D85*1?9MH\)5 29MK-7B2W-,N@.75?&% B*W^,N@.?#? H"1DP$%G!/U&4SW6#GN*I& L,@5\$OJ>2;&/9\K9'-1(&(>^G[)/E*,2 M>ACNEFP/@CD/IYY/S:AE$([M,0W]84D7P-QH^S!#;Y% P-Z2OC%Z&0:2--BY M%]9K1,\-"T:++>6"* .U_%Z,)O))RMBE>3&1UV7II[&/!9X<_3EU5C4S[?$9 M!M^P +_8(5,W[CEL"L,-6FXWU'!;+? [12P[5+\!$\]>T97LR;S5#TN4NFC%Y% MA38V998G\XKM&.I"W@,?U2/A.8LE:?BK1*1Z!#J;DCJ1F/7D8JG9Y8RL6&:E M'1Z)6S133K/3=QJP&=T;N7H:[.ZLNY;\;U1(^X3%70HVZ&91>"<5V]$SL\,B M: 0_!@I-'.\IB&/WUIU*;UL$PFMZ23KKC>^Y\-%BU&.JQHX)746? NR0"6U4\ MC4E$(,S!>E9CPBCS"8I+ "\BS?3++;?S@B*$[_V@&#U4"5LBQ9$@9*J*193!HO M0S2T3!^$T3I> -2R2WX:O/1+;86!S/ M#"\UXBBO$;AF6F.P\\+H@>F^PV*+'9^4S\!\0-C^&?KHMZ M<'$QBC1!F82 M!["Y A9=>N@S@4$OI44>_@Q-94\JK/@3OQ@ MA_'Q"H8E8_(2PP%.E%G?]#0(YDCMK=C;@%--'\G806I9HA-K' \M+\#V;AAV-M(01A!=GKXTHF++]8":UZ;=Q'%*WJQJ*UBDX[$*T)I%.B%:1E(B43MNND Q.N MV/'E'3N^9$*OK64)O<4OMPN[!G&G> K(CGMI$ 96"W$MECB*\>3

*(9W#(BQA!+*3IH^*!^3CAK"364TX#)*B\-8(S;1<_>_%P;_PRRL^/NR#6@!@,U9_#I8_.F+\&2/PRG20'K'_+5YZ-',*

*M=>*P_32!,5!E6;WT04\$S5D$/E4C@\ EA>O_J/9:FX94-9VG<,(V/D M!3B8CO /QL67R,5?1_XG-NXE=BYVP+4VM],<<)56P;5BH%(J!"JFG%8(+)Q:*

*MVZFE5HI:QV3M\Y12@YI3HG8)"YWJ&%'0*614.&C[C<^^W*B*2.E]M|ZMNX5+ MB)N@,1,;^#[6_]Z5>AJ2O.4H@0W1VSKO7N4)7KY0O7;A-*

-9R:+3I/([CKFZ' M:OEP9^R067H,Y!TRBV:/02T2>P,_3?,)++AE@R7O1F:YL# 9W3!T'',_S)& MYTV6NO+Y&#OVX1?*

A+61M<6)4B!BGBI$]4/O&"S(AO@]B@-?+SP@T[1PHT)3+ M@^/@S)K:T0,D]1\CAI@?6-5A M& '5HR3M).GWA^W)2@0\FI6:@SMCLN 1/*

M@LP'#+OZ#[W >6'[67]9M93R]HQ+$[#GCGLI\N72_36IV6V+;4DY 9]PB7O2 M3*UCH@SS;=6..:$BY[G>DV#%F P" K8HRFO'-D>VPPW+:MLR

MG!@5(L8^"MF!U:],;8A'[$:-"WJ%6 UE"W8^GY@!N2#LWRLW195B5H>F@#*E MBNW\7E0N=BH%H_V\\@>#D8K:4EO4M=Q-G*LB,7?*

*1E@XL4Z_<1^*&GG^DR(#7 MRPP'E:DIJA1D!LS*E551[7"A6D\|<'52H[HXCO=G5%%$[22O,HU4(/) ,O2') MS+3'*

*F$N6&I]TD%XX93X@C7W?:!"9(=R[JB,E(WH%GG."S((MLR2#+%E5$3K MX% Z;E!);BQMAE"[V35:HB&K-3IU]>3I<<^RL*A\ ,]]HDDCL0*

*V+NVDDDPS>#'F/X7 MC/3%M&Q= C.TK8F&E%M'XO58.7IWV%!*0:^,Z%5%7/6*/#',8;WWNTQV3\[?E'@"&. M@YA\O81ZV8D&DW!)U[13G,?*

*N'UG+# M^+7&]:7]B5(@8]0FP7*DPD*KF=-0* QOFG. C-%HPZ.O.N'+O3W-ZHT9U@X;"Q MS%M(;&&UR,7'220E^$BV)PDJO%W=FT=*

(12RL&_.9"HD[KV?]>V[)"4X!ZZ'" M GZY+Z'BOH0] @(6I!], ^DCT*+(SGQ^AU>QJHJ%6UI/ P5H]L.YAW>T'5JQH M*X, ^E;N@[>OR>[V<)T(]8?*

MYN98I7(D;&:6+<"]7I?>"+.?)IYB$!W;>& 5W M#AX;5AF$'=@]5Q;".D7%?07D.O?

*0O7X#D1.C0L0XE;VK!4*ENYWQ\?"'URQL8GC=>S=>Y_!65Y80/%'2W9D@N)Q-BA07*=Q;A MQ6O5QOAUU/UJ=Z_.?S0NG\D3,7WAN^>3J-*

*FS,#31DV]W5QIM5W >=5CK7M 8 MD\#R[1%H4N;(>R2B "LOQ"O_9-(ZR6,R,>=."/P*4I+V0<8?77OPTMZ]3VB3 M7M391.')#]?T!^9L!A:RZ>*

Q#'YG9;[PMAO31^M8I)V7L=GC6 8]AHEB+[']R MZ'GQ-9D)?BI6995Z(JI ((('((/C>8CX+0!)8S'>=9@/_@11O+.+_]SC86X!=Z MJ G##1UV'PS++(@&\?*

*C;W@SDVG@X]6 XJ6OJ=LY8LQ4/^X=HH>H5S[^&!^!:\ M!3Z.86KTR82*P+B?-.U5C#?B4O^OY_^D XX>*Q1^;&/UL>=*

>W!=,31DV'VFY$BW"T@@!VYB/T([W,]1NSE MI?")8S+&I0-'QOK8^)XTAH^OB6E8P4VA,;OLF9%/;"?'G)JVA^K+3CK(-SO MD(,C49E:V?

^+T.1VU\2>EC)X* 6M[;F-?(+2,=5JFS(>?1UVYUT# MHW?OVO!5PKW)N;JN_AFFD2"<-P^P1PR2M^KY\,ZNHN]=J@@'TS6>@M2E7DP*

MR;POG[!37ZJ6U&K5:C(:B_.IUVH^^HOSV:^3S;'GP^(C-%EL]W$.5;X@M@P MJ:PA,Q.EC>"@:++!!%E!=\YE9/F:SO.NL7Y=6P_XD:T;"?]=_E+6;'

<2R_ZV]F9\-TFSO@S/KWY L\ M[=]SXEH$7JI]$?YI.G/*)R=13=2;U RXGB8[.5GH3>#'RMHR$=78O. ^A==R M](A/)IX>?]QC/OT6*>,E+%TF-*

:5X,E^$N^<9S*/GFR/;^B+T@479A/L>3DU6 MTG=]BF^CLZ:D6U H>_XCGY@_ST8$E M'B],9$&ALC%T.

*((['NZ+E%^G^W\N"]G0VL+O@^N+[_YOP\;U]?F*LZ(]X^P/ M[BZ'PMU .;_T+R[[P\N+!GP:#]ZO+GIWEQ*"]ZM^KW]^U;L6AG=PX8_+_MVP*

MHE,97M[+]=WB;"O(#?:^CW_MQ<07+^R%[A#7EMI6]2$CV\!ZH-7\N>8]# M%US%>)7Y@>Y@!M\$A'?H5LX:+UN W>Y6]C0G)XF);[M,9\5Y)?*

*8CJEP/XE~@ M?%D.&$4]+5MH=__EN\\:/ T)R$Q*4 I#6B1@@R+H31H]TB67CAB*P$V+"P% M/A,>=T&LR-*

B4J8!0%\W=UO2H:MKS63Z',B"F[04Q9"AZ) +RU'&B4QEJ8.!W M&+L5?U\^>[, 6N8L &TG_O1%>++'X1177GK'Y@#VPK"@:A M#WHBZ+*

[#X3CC#1D2Y1R[PO+BU7\TE>:6 65MC#G4[5W'&W.G'25RZ->1_XF- M&7FU6&CSVG1.$VUSB#"X\Z6^(%O$XC&"LU+(]7

*L6TO"$2Y9#MR)V8]N.I5 =!47#):@DJ'M-:01Z) MNS707"E@%HP["!:$[),P'[\8V*M!;QMBNY6;9:K")V6D2NW'2:FV<9R3:L)) M,([4R'|]TFEU=E!55U-*

JYPU>KPC<'RT[?CUFBSE],B4MU ,S3_6^KL<-S M?TO(_:T$KT:0@?UN@!CI46@4X=LVQIQWQ$XG=V.BDU1U/'7N2CFU.Z\T'18 M"LN.%CQC^]?*

#]HQY:0Q&;L.P"?+S6Y+;*N:,"@5*F)QH(V[P]ZFUZ"8OIFT MQ7TR%#WW;%; 6%(. ,F9 . L&H^ M618WYZ^R?8MV4BS 7*

*D=KY&,MS@?;P(T9(IU/K["+EMBJR.)G9,44ZG5?G3M MP8-"XC]LZL;+6:2"6Q!U%"VVFR+,H36[M(5N[9I85V_/N7)#T[VW,0**[2[*

*M>*0F_+.@'&.=HIH;+:4OB:J1NQ%U5;AHE.K M1:DJ=?B53_)C_*.D2FU%E+7< 5V9<**OQ81_5R^<_E>;C>=Z, KG:?%3[U> M,YS*J<"W:*

*(X<)_[HH,Y-'H14FR"D M70V??#N 1B.1.NV6V.KDUM!.&(D4]ZS;M\(M^^']'8,Y3=#O8U/^@E 8(+T^U M4"L$_>VT0E!Y*X23,DY%"M_SI@A'GPIOBE*

*9OCM2>P3]T.T1M&:%VB.PUE;# MN.E3\0X)^1YPTB8) >UD$-KA/(P[*0)MMC>^7^T8R5HB-.:N"53'?@@E-,U: M[|GW-OLIY(/4EI8*>4'-*

*NRK4HZM"JT)=%>YH|TT5FK(PBZ%"..+4VDZM:O7)X=3BO/5ZJ%4M MWCI*CR-=V:>-T"UY)& Y\4Y%)1^+&=)1(B0B@7#T,T]FUBJ;"C*M>ARR.P<-*

*C4*D>!MO-+NRQLB*JG=S5?#D&:XQ! MM7H8Q+9GLJBKDBA5<#/FZ74\W(] 3@Q.#$X,3HS;$J$T6\"(_\[+619+>_]@X M,3@Q.#$X,2I.C$,4E3]*

*(Z3(OH*4% .QC|HZ8"IXA(,V"P01+O0=#//+Y<#H ML,,$0Y24BJ0_,*DMQ6 6.XZ>E51$$]=:,"&^('GNF2U Q%GC(]UQZ+U MDM*

*M330TA8.JEJ#:03,L&52M9E<1I;94I*YR5?3!8]=5O" S'XA#EYFFL9H/6)_T M/R:O45H/?V*:@-A/)$6^?-S2!D6Q(VKY T2Y_*T4S([C5]P;9AB")QEB2ZV(*

*M2.8XJZ2#<6^<82<5#7"F<9S5$V?'\33NB;..)&'GK9HJ)UJX*S.Q:U_(RZ0 MQ6'ZY_C!=NT@1#(]$LY*U=+ (^HA%RW1+@JWR\=.,KHK6Z+,Q79-*

*L78<-?0@ M6%-0=$NBKN6N5LVQ5BFL'4<5/0C65.K@5%JBTN8',?5VW4TH.@36MV.[HL MMQ(GN55%*3VVRGGC>Q,2!+ RH'=.,"*

(^=K/[Y=XIBWTF^QA0=26]VL6F,PD^7 M@JL]Q4X!M^"K F^8_FV3:(M9K=EBR]QBE"VSYP=%7]0'PGL=4&3+45T=\Y*

MJ$4]D76,4_&=D(7G,*HB=EJU4Q&/V%)\/]WRZF%FVCY6,J;#\2;"O>>-GVR' M>3AM-S3=>QL+&6/MZY#W$5^?^_[MU\X"8IW9O\ZF!GA,X#?

*L7QB<%9[IAA)5 MI\LYUK,B)#K>*G&$E(<0E2/DS2.D7IKF8MMA&12XX?3<\56RW?3H;E/0NF&9 MAW(+-(;<1S,<]#4&_7:QJ-*

*58+)Z@8^\|F<%S+$V?'\33NB;..)&'GK9HJ)UJX*S.Q:U_(RZ0 MQ6'ZY_C!=NT@1#(]$LY*U=+ (^HA%RW1+@JWR\=.,KHK6Z+,Q79-*

*L78<-?0@ M6%-0=$NBKN6N5LVQ5BFL'4<5/0C65.K@5%JBTN8',?5VW4TH.@36MV.[HL MMQ(GN55%*3VVRGGC>Q,2!+ RH'=.,"*

(^=K/[Y=XIBWTF^QA0=26]VL6F,PD^7 M@JL]Q4X!M^"K F^8_FV3:(M9K=EBR]QBE"VSYP=%7]0'PGL=4&3+45T=\Y*

MJ$4]D76,4_&=D(7G,*HB=EJU4Q&/V%)\/]WRZF%FVCY6,J;#\2;"O>>-GVR' M>3AM-S3=>QL+&6/MZY#W$5^?^_[MU\X"8IW9O\ZF!GA,X#?

*L7QB<%9[IAA)5 MI\LYUK,B)#K>*G&$E(<0E2/DS2.D7IKF8MMA&12XX?3<\56RW?3H;E/0NF&9 MAW(+-(;<1S,<]#4&_7:QJ-*

*58+)Z@8^\|F<6^<82<5#7"F<9S5$V?'\33NB;..)&'GK9HJ)UJX*S.Q:U_(RZ0 MQ6'ZY_C!=NT@1#(]$LY*U=+ (^HA%RW1+@JWR\=.,KHK6Z+,Q79-*

*L78<-?0@ M6%-0=$NBKN6N5LVQ5BFL'4<5/0C65.K@5%JBTN8',?5VW4TH.@36MV.[HL MMQ(GN55%*3VVRGGC>Q,2!+ RH'=.,"*

(^=K/[Y=XIBWTF^QA0=26]VL6F,PD^7 M@JL]Q4X!M^"K F^8_FV3:(M9K=EBR]QBE"VSYP=%7]0'PGL=4&3+45T=\Y*

MJ$4]D76,4_&=D(7G,*HB=EJU4Q&/V%)\/]WRZF%FVCY6,J;#\2;"O>>-GVR' M>3AM-S3=>QL+&6/MZY#W$5^?^_[MU\X"8IW9O\ZF!GA,X#?

*L7QB<%9[IAA)5 MI\LYUK,B)#K>*G&$E(<0E2/DS2.D7IKF8MMA&12XX?3<\56RW?3H;E/0NF&9 MAW(+-(;<1S,<]#4&_7:QJ-*

*58+)Z@8^\|F<%S+

KGE'07]4(K<$0U9K1MG'9MOKCUX$.9^ MQ-T<.8O48 NBG[[%=E.$,=1F5^F(&C_9.,3)1FBZ]S:&,+'=A9]OU(1_%I1C MK%-4<]. B42E98BM_# [3]O#1.I<5+\Y.LUPZEZ_I0X?A>+E-#$ M,#PC,RW+!_ M1<35$WZ;=OYZ;.P[Q&'?,#+VW'&/$?%Z(5P*A;NTT=WR_[/W MMLV)*\FZZ.? +K]!P]SK1'2&Z]?[2O88(VL9K?*X;^S3NF3B?5LA0MC4+(T:"-M[O;\^IM9DD 8 8*21,FNB=A[V6Z0JBJ?S,K*>C+3,C39M*SFAULJ3@:"S^+2 M9"UY,_7E;84D:4@_T8J.GA13D)AYK;I@ND5WW=4U%S2N<$H=+]I6MRI[%K>*(4)G&J4PB MN2.4Q%84I=VU9-LTFJ8>C=B,IIC?&# <4CSULH4NJKBD[UEN^P^8GW>ZHB+>P!,VW!&F0)N/<5I2Q\VJO8\.>9MJR M59SMS[G:B]M)<9W$9>*>N,-*Z [=991!FG+%#YZK%@_M NH-6QK/XB8"TM>ZZABO;N@AX,>O88..8GM&H[/E=.:7G1^<7YV.X.Z^=I8NIEMGN:JHAN_JK MOOFO,/*5[F>E@YE[OY:;UK,XT[/.,^T!6IKBXL;[=?UC]7NZKJ1V[ZWF6=:.M!GO,-F45Y^&W>#2I)QNCU$"G2,EH3$K&L8>@8EN_'=_T6]D'QW8K#$MXR-M M.5%1$]CRAIS;]7U;'_CZ&L&WNX>U@7?>3AMX2[2!/X&2<-+H6S2!KWTJH@G\.MB;6MIA;P3MDMX.UV=4M]< ^VN/7?,&V*=W@:MF(/.&DGMH@V2YO[\\4\[98. MLDE:^F[ONR:][+M&^_NIA[(G;;F+K^MX&9?TS?5M*TH&$7?ME;T;,,XZMMV M2_L*XQ"_OJK71]6CS=O6]>^PN.'&Q(1(;Q/I QIXR1Z>$^^-VL^>&K[&/OW-M'.% (2&NWM/CJQ"FD)73K]4B++]VJI8NJJ;$T*OU&?A X8(I>J!.7?4CE&+8R% M1)S%[J><=M>6+0WPI?/7_U1@L'P,UL.:.0B#+F+0T&U9ZU4/R$,(0PA M#"$,SH71F S=5>YDO!%E7-\"J(0PA#"$,@+&&4VORJFY'-$D Y3#_GD$@ MAL-+!)19='V/K:BB(5Z%%0I@:+2,#[A+BN'RD8\LX,7E_V M;4? JY'PJB?T?QR\C'97-63=<&2C^$64P!=7^*HGJG\,D,)(5?6>8L6@H?-B"IF!8A]#S/B*Z0MFIH)'-M*$=V5>$J-A-G=17M8\29"CC37=E219RQF3BK)| [(C#,-7$IZ2A$X;R;.ZHDW M,N,,.TX46[9L3N+:.3;[_0>9@E@FL0,Z?O*G?C1',?T0C>8:X((FTD,M6I-= MPKHKIDYX4R1K!A[<1'BIF6BKQQ$M!6UFN^LZBNSR8KP%UKAT1DO!FD7#48HF MZ[RT2A=HX](E+05M-M[].98C6P8G!Z#&]:^X"8-[$D6P8$D=!WNRM9*#:%W! M1^N*6F[A,]BX(4[5F@..+:N[!B%:T&6[MK:A -'>(KH-_< RB=;P#4QS9T MS" 6D!:3K8C\P M184]!N[:1"T5(0PA#"$,(0RNHV(.4XK;NDGOL.G>^[CKWL'MOH?2697?^8ZO M"%@,EBN 2M;WC&"]?'V]W=CFA%C)&%=N5;8NCN_7W M]\GZMJ#H3EPWL[JNUV MUU94V7 *LZ!%P$ ^P21L$.![;2[NFW)NB)H(P+8/$?"#@6VBXQ;4[-DQRA< MPT+$PL0A4YSXA3"$,(0PA##XB84QC/UZ_DA"*0U])==I+Z,! EC< $L(0PA# M"$,(@W-A\%LZ+M[P?+KA"?RP!#AJR%VDPHJ=$[++)]-E_VV(HM#Z'JQS"/19F MBBN8U9!0R PSM=TMWC5=X(LK? -60WL>,+RTU8YHM8-9,F-60X72ZGYN\5IH E_GX, ")K+$4&&-;"\^?TH$DF9 D7$B6W1&9R%F M18M0%Q#TF"91MAHA!$^08N.,HOL%LF\ M$ K*F8+6$3U^> C)@S&RE84\% M/%J$P#)= %[ABK\.+>5DB]K\(IC4=$1@IL+CN^4W/N"=+'GJZ&S-[C2H:O_^ MGHP.4?7# K46DI9 *T2K5@'V$SOQ-8#==:'<-36!=8/W4)X<:L(X%)"QAV 78 M3WY;J0'L5KMKFC;W8*^6P&K4=#8Y(&)?/[VU3C!1B;072^Z3WZI,8%F2"!$])! M5R@,)A-X*7PLKN,:E1&K$V'Y4Z5^,43M5LVB+P !N9YRE'J^O0R:;H-!,,U M*:T(7,P[5MM=1]8-CF+R(F^7=Y S!.], W*MW=4XNV85*.<=Y0Q!O..@7&]W M;>.0*NX"Y0+E#,&\TZ#C&,EN:)FO'1Z $NM\:ND]R9CD*W=@S2E945]:MHRLCUL@] M^$CGVOU]EGTNG)@4D//.IWZ6GKSPP8?!X4>5]?$B]\.,? RYOR+,N7/^$/R6_)+51/$H:V]Z&^=CG3AD\GXDW3C/8":#,E_%F0Z M(O!2]I/T3V^RP!^E3B?Y(M7_Y8C38<8O[\R#&7Q80T D?TE!8N'?]D46VIF) M9\<_(G@"7SZ3OH7)>8E"C5UF2NED/DNWSS.81R_TIO5VD .A=/>!#@U%0[M^ZV/Z=?HK*DT5Q+*G_]=2+R_.G%IF4]PCL65S((6RADMKE-VQAD!KA"U]>79 M\>)$5A*J&D/E*4G^#\_Y@V#]OP4_#ZZO+\]YM_URZN!ST!F>7O2MI> M_^-H?W XY MG!TH.^^#WK? SR]A>=_GC["AVO9B,Z).P9]K]3VC MW04^(_SK)(@6(;F%@7^9!*,_.B/E3_SDGTZ[N@5Y.?+ET'K@8?TY'#V2\0); M&9P%&%V,R/C,BQXO)L'/X=R;$\K>1 [3Q]#-V#5B>83!(+#;1]*Z#R;PEIAN M$3N-,,-92")X9R3-'PFLT;^#4!I-O"B"IP7WTL2? $LF'846X%+!*\P5Z@33C MS;_W1]YTGD8ZIP\R//@'B>@'L!77O3_UIBA;013E.[A[2WT_G[XP&8.'\;QX+[NX2]1NG;TF\O71>@=T^]-<2)/ M*;'2"*P\./6D,S@*W=+1F""/N]1'&F*N$>J&V& ML$=D,DG\='H"P._AS:/T[_5#TPA@Y\TB\%S2GSY+/_WQ_!'73?DM;K46D!9 MA2X6=E\:Q&:]JF,B?=!/@N<_',YDO(6"5,;"\3;Z ZWST M/0GH'1WAUUCW^JA[O]^%'^-QKRGA85=8&W,[#1.OLLK*G(%*XPA4L4O'$5B$ MM'9+2^=*6G6]JEG&%4%_9^DL22M/] XZ=@89'+/'W_CLJR5/)$Z7;?VV&5&M M@!Z14".V-'[[?Y6ZO7"\BVU\!>2M[F_O<;;KL/JG=B'9]56(ZN=F[48<,N MI0X#H7-,\FMM,"PSU8=A9*N\XPBY:2&!Y1_Y<,J?+DTXS=A) ^&XTM+*(R!@# M,GG.S*_#\Z7L))#E.KD;I.(]:98T2J<74B1ME" [4XT3'Y,/IV!=X@U6 MA6_(UZ;-8&\/!]1V'!F (S"[FG7R';OQ'NT,#K]^?%F.AM=[0LKK?^D?A*Z< MR/8>T!4X*\#>=-S+B*^8*IGMKF&8LJXYPB8W$F=LM?EJPYD%,%-LV:(Y:=/& MM:N<75[TC;L:*[O+U*VWUD0S2-0C/-40.6TPH:S MHR'KRBD<&6%\3VI\RP62T^Z:CJRJC;.N7+K%+^TO15$GN.\LHIC8AUQA881/ M9H2OTSNX*^)%Y!N._K^>T1Z*):L\)*87C$=P@;&AB7;E@A/-!-1#-.X$D2Y M"B!*MV5#=_E %"?7[V>/WO0!/K!^FTY-*@U"3'SOSI^(FW6^+W.%,#@21K4. M5\GNU3Z'B'L4+3G^0Z3P(:TJ7:#"^Z[23&:D< M;"?Q^MLR9*MX91AA)U^QG=P"I.WX,=I=P]5DV' ;9"6Y#/#=A&3F^6.)Q*=Y M>NR,B4CS1Q)*HT48@FA$F(\WVYO(+2<(4\#\TJ*ANFP9(K[*91J-;,:L:0= M0A9V!95I;F]C#/ I]D]&\=T5//>95L]G:LW&H58]"2UNT(?N#&MJ+CSN M#*IM6%(5I=UU35FS7^&5]M;FD26;WB79@ YH@J+9885?!I=%!Z53=U JU4 V1LW*@!D(O?);^N;E\OMQK=-K&1 MU^961?^2]OM2F!1HD*US,@N#'_Z8C*6[Y]Q:)X=T*Q:N7EWQ'"RY=Y-([LOS M]PCSVI<*V5L*+[_24#"#V\O91M9YN8IPI\BL'/2LT0-_#/:7=.63;/!)PL! M[]=*L!3"X$@8]89>68*L+RKA9GH%U%H)5\!,Z'S#A=']$0__(AP]PF$X.JC(MD8B3E!$GZ41DU/%_=1[],9R1/TGQ?V%PHWG'=)VDX'K!L79.%GLX]#>E0$@# M(VDWWC.M1'L;]$9@$4*R5AFI-QT? 5!Q)59#F)IO%2]*]KOC9_GMS&E%CBY:M M5P1>.G4)Q4E$RHZQR&XY%EEXA'QQ(DH..5VFNG9(R*G M8-UH-'DP#J*J-/K M/_0(87 DC,9&G58]*474B7^8"6%P) RNTRR^OD5ER=L38TC28M]7D74G2:C M)7M99@)SA_FU#'!O2\<:TW0FDR-Z$/EGGF3= (H0+$SOMWNZJ8IN^;I,T$%=&H\ M$I4 ':P4J,CF26JP\Q$(JC;FOS+*:= ?Q$\GAHEP.T9.1'4YC^HR&/D5#&C; M\10 Y^2N8!@7L_EQI*7YZ412B_ M"48V+T*\K*1<;H18I7TU+=625>T4>;J']{JE*FOW#L7D;+7&BD3PN!(M&-62Y0S6;"-I1"M H\=%W:^T/ S]!6EQ^!D8ECS +=KFYO+-M@CSR'P4FD< M+.# 5TO_\X/&P'<2$_Y??X6 ;R2:A_YH3L;X#[WI>/T/F4_>P.B"\,M2-QX5]'\U6]_7[1_SA]UEV M))\D50&8[1S'9^G)"Q_|*P>=&0/&#H\QN98>.,Z<,M M/.G+)!C]U1DI?^^3_E3;$@&@S-#?"!3V0KB^D;_U_]@??^T.I-SB7AOT_OO8'M_#'F^MOMY>#/Z0E"NXH$@_$ MW*.5PS%>!)-)\!/#A?-' GXJ/XG[JLYF$QˆO]B(IBC%, M__SB4^29_"1>F'Y$IO]^%CS!\)ZE:?!3>O0B: <^NXFS?53#,C#O+3]@$(S)] MN:F ZM^1$/4-M0NM7J)N^49]!C-=M^I&NSO_&6S8=)AA^L!T9IF^+EP*M@G@ MNWTDK3/8<<%^QD! (I"5%,^S4.?'_2VB+G3'!N!. 5);N%OYD3'I"M/GP76\R M05[8B-:"@O/7G3\E\S#.3Z)U^^#8&,RB#WPO15/$U5O *@=SL!/2<($6 ;Z0 M2BVINQ%)CT$8]V*.O'LR?\9_&(.$(^D=F8 S!ILSB,\/P3B X/^2<=0@-/AO M,_"T?-H0E+QCA?H 7]35:,;9>WK4_D$>??B81&"K? R#3T7/V=3^]$,$B3=#Y MA9>.O#!*W@7_S7MH_+K5PY+'1^\%:DI2\G@#B,UH)(',)G7*[Q81B#Z*LC=5 M\T2/Y\N:%%GP&Z/\%7"^F^%64^F X'MJH(^AJ2L23SD4QAZ?Y"]*W*S.#. M%>$Q(MXTHP@FAW]/7M&"#]+]##;2=+C;I@,3QH,*_&&$+37Q80$V,,9W^_-'MB? PBHP5517B<[T:B).=19>E8X@6?P2'1'\%:T$7]A&1'"TC?D$4[=SC:]/T_MKOG[+\X":.[]4-9>-$\IC?.AWIPB>3\22?I:B3R&9[VGP68%/))TN I__0F"_A1 ME3]=Y(LTP+ _<<3K,^.4=V+?@PQ]>%)._I*=''_^V[]8^>X3(CG]$<%-7/_PI.\W]U[@AH"CQX1E7UV>]V/[]Y]+%Y- W.+OL74G#6_@#'C^'G$YEV+^! 7[H?VOIB@R61C,X M'>B[[X/>]_.+6-[W^2-LJ+:]B*.5'6O2XE-J&4&KZI;V@.C;MDG*FQ$#!609W4^6-(P"^#QSY&$IEB-<(AFD5$FI6P8_Z-2]'*^F0=!SA&=A;"83:'CA[_#[^>=27:JQX%@2'3A8 AU M?X]/$2,RF23=>!H-PM]AK*/T]_5KEA'(P)MX%X(6D/WT&YWL\?\255GZ+>8U% M5KU=Z#9[]UUVZ<)9OZ*@#_I)\-2,XYF,MQ#_]IEB@_7%O_Z]K:Z$D#.BO"VK M@"_\?'PTI"-$G;ZE.OTUUND^U>G?[!*A10VM?LP$NO&5$]#IQ _'M;XPA_MV? H5X 24MLQWE64-+8-2:14"+ I KP-YMZ$*W$=;L!9$L!B;[8.=F2. ^"MG M,'+\.+$NKWU=JLT93LNW MU$+%2] [F_E8NZ6Y;^ELUD]OI&@BIE465=%D2<>EV?!$&3WG=KY9TQAZJ;"3C M6^]7,0ZCV>ZZNB$[1N&F:@*"S86@]W (08M?"%;9^.LRG;8R)!S* <8'GBD2F MH[94D5!6KQSV6"B50PMEM[NJ(UO:*>H4"4RQ8TKC$%,.7YCBLHP1VQ89RRA) MR:24X.@E(UC4@2F66U99[: (]B]MSJ+ANNZO+CF(>HKNBP\(;P3-798L$ +@$ M:_9_!DU3FF+0>*X'06\+I2VW9MM63>2]UYJKIK,VETN[0QAU,X*"L@V& (8. M5(*&+5B+1XRD8LWE,']"7%8=GL]O)2^X MK"L]0->0AFW9EJQ:/%O,UT+#KK .>VGT;N,H>K?.XL05J:X^]:=5%%=_T1SS M3997-X^2N"$(_4UA=G)+Z!^@4HOJZ]\=?SPQBP6AOXE2$X3^A@M0$/H%H5\0 MUSEZW.M9%T'HKR B]RIXN8+0WT2I[8F-LI>H*/TN5]?QXDEQ3-FP=>[XU_*$ MY8.0PZP2W> 9A(+4_WIXOX+4SX<<]M@H#M..=+/=M0U7-@R##_ZU_-5AH%(Y MS!31+=X8I3@=+]2/-M2_QL'P!Z# MQF&6DNXTQ:)4G\92OAV*:HJ>TI-08JJ6X)*"?+T&T)F7>DF1MQ(0S=D5[4% M,@4R]Q4"@4S=1:H).W7 :"CJUH%,+VC:'CWL]ZR+HU!5$0EX%)U+0J9LH MM3W14O82**7?HAE:NZO)AN+(ENYPQV05(""P?A.SU3LH'H*X?S2%#P.M>;QF=QEV4PR:H%27H81OEAZH M:>P06@7I@4X)*B6(]V\(F>RI-@6129MBF(HMZT[A&A8"F6\8F76EH9A*NZNJ MLF7:LF$WJ50Z]_3IO#+<&W\9^S^09_T1_[O^2U7SPY&MO>AOG8YTX9/) ^)-T MXST RH? D/PLR'9%/DJ9^EO[I31;PHRIU.LD7]>8N1YP,.WYY9Q[,X,..XB'Y M2XH1"_]6@#HVR_,=4^I9]BU*SDL4;J8R4THG\UFZ?9I!/'JA=^>//DL#4)EX MPH, IZ;ZV6]]3+]&9TV%N9)0_OSO0N+]U;DCH*CPX!E=R>QHK9S1XCIE9YP1 MX I06U^>'2].9"6AJC%4GH[D#W>OY#?ESF*)[[JJ8]C2/ZZOSB\'? PQ;5U=G MOW^\ZW(XSL'U;7\HW5Y+9]>#_Y@V#]OP4_#ZZO+\]YM_URZN!ST!F>7O2MI M> M_^-H?W XYG=RH.^^#WK? SR]A>=_GC["AVK:STP*Y MCQZW)?I$O>EX2!Z>8/&_D5D0XE7X9MZ/'KL9[_2VM4M:>SM#!9A)W1N@N& M"4K9%? ES.'HDX\6$K(:/,;'^+T#@U)ND\2")C7@2TL:HM0"Y=>4]I=*\]C\CY*R5:?A8$K1,+6QˆJ#/<3-I.-NX<"L[I6V$]3S M5KL(:? 9_#B0H[XX6UE4:Q%1L:1#%E"U-S0D6'L :SHQJNKT?)W)]_T<0C.-07.RZ#M$O*V2F*&W?T$Q9,_*J.7&:L^KV=],5,]M= MT[9E4\N[=N5B[3;V<#YER+ KL\K0PF0Z1=%DV\YC'%5CW!A,UPT)HV Z)9/& MVJPK#XZD(*MO9(+]K_NQ4U%,6C;:*U4U94/-2WUL M89[!7+RCF 7(3W M)UZ[2G6GP-II[ZQC0U!ZK7;LW0.^:,L9D?'"K.FK&C<;G0'.N4UQWQ2TW9. M9B%0(![HQBM[PD)'O^MPZ)5YWQF9P4 ZV7F5 Q>>&*V++!F3?4&&'8#YL6# M W.!Z'@SU+*!WARS_"P$OPW'Y;Q^9J_"H?N#3$GH36*#-W[RIWXTQ^CW#*]}8 MDY=,"06^-J&#=E4X>![MP[-9T;M6W.K-7R@+"^5NU;5DWFAFW8#I_E[* +@8P M7-FTF[F 3(:[C 6TX3SNZ)H,N_"IXYQEF^;EX?O)FWH/!.FKTCTY];4.0PV. M4N2-QVY=UO6\=$7^]473&5+ ^2UD_.'K;<(Y4C@E;\+!^:#$G;I;P?'L1E36WR M$C)D%Y>RA/1Z5K?+T.(&>MP Y"Q/T!HXY':D*VCKL..'%55ZSG4 M%%A$.->:IJP:S8NRZB=VRVV\D55=V;;XM?'-"+?>A,$]B2)8-["%IW=>&50S M.Y,+4I O:>/]M"$;2C.]5:;XPG$+AN=A339LUE!<_^,)1RV8_^=?" [9*M;%. M-X8 PG$K!B=(6U5EFE;6*.=S5Y6U(L;X\FGF^2&-(P3WTD,0C'_ZD]A%]:=S M;_K@WTW8!E4>S:I\N1H')/8DWSBF[%\^KHXKVU==]#E9//R+I=+1W-15XM< M#(UP'K=L5U9SB]P46/_B2]@X\6VX.&(-P3WMD@"5!A[+DV!]8H5N-HRET7W$)HS M$U>U#+9FSKQ.G#%M%,LTH^3X6=!',3"? $4Z?LJ;L/[T+JU#6F>5(:9GMKNNJ MLFKM]RB%K,HZ+ATI*PLUR]4V:6$9M6WWQXIK;@8M:W)NK8_%%SQ]EK-(3D?!$Y'>38(H>B_=A\%3NA<'T[U[L'$,\G87.MW(83ZJ4&GU6V^\;E>P M:L5 Y[2[!N;B[*<%%:PW6LPZ\"JAW?<=Y>RW^2+:?\?A8 %C6[;/\Z!57.9GNLH%R%9=]]:[(J9ZL]6E:TFHJAZKBQE2ZKEP63-XH/MT39O&*U M[/3ZRN9IKZIL7C6EZ8N7PJJT#WH59?N.'O:!%$-(1'E[S3S^LU4O.!;]3]H1 M_*RDEMOQ3?_6:AYR!"@AM4(IC6/;L*S;* 38# $NZTXFMCVM/2GDUPSY);4S M.1)7724X&4:J[]M;IFA@A?V*=M;<* [TST9ZBA=7T(%+]JBKJ:O06SH5SL%X M!5$U MAIP 2RRD(60X3L,&3I[:[CZ++BY/&+!:X:AZMMC7Z%U'B6VAYK4%>- M9=? JKJ6:ENV6"N_"+]IB0$(80AA"& M$;7PJ@VIO R!T. DS 88FHQ]WL+7)TDAL!8F]DU:04!0Y?=W-MU897X1P]# MG(5/5:I:VFF!AY?6X$=CC SK98@) #5SI\N@X++]WW[EBN;-MY'%.N7:'J M'9U,+P"![Y-X. R%BEVGW761KY];'5W81?YQMQ'/TF-6I7I#>QH-"3R=)++%V"L& MHR-=C59[XN30(,!37WB+&3Q8D%F5W=QN,P(!'&!''7-WQ(8?J0D;,.FRWN[J. MW9HY\4:;'C7:U9I,Z,A)G*02*NAKB@-[G6O+]B+N 9L)H-.V8- 4;%'NV+*A M"0 U$D L%X)E $C%FT"D/7<+M,"0-P#B,7-*P5]{0ILQS9S>VZS;6SQYRM9VAT)&C=<0X;3M!3=62=HQYE8-+2?/Z=MIZBI^HYVE (_'.!'A,3X MD,,>/3YM3T]--X@*13]>(&-PT@-54S%/4,>Z$*>X M:A14&384<=($5E,M0)%[HG0,.2*F/?W$$5@5T]1,0U8TD9+!*8 $\2J'AK[9 MT9]54[+ZBR8XJKGV:"9B:.R!KJ@N ,60UMU6[SW@&&Y)SP* M,)K2[]Y**6M:7LML@1CN$<-R,7@<8E0DLVA;FG%R[8%5&-TJOTSZJO4N'=+V M)N7+!N6Y:U[C]?;D:<>T;:Q&"X]K^UCV^:-P)\9J%D$ 0 ! $ 0 #@C0&@ MS%K5Y;LWM*M*VK)W>R%K@>&Z,5Q="_RHMM>:IK6[ENP:6*;T\E56%R!5L;X MVY%HU9$G]JH'W10)M JT,@;_CD0K,I5DVT*N4N$K!H%6@5;&.P..1:#7;75/& M5E&64KA8..>N]S$AR?W.N<$6>;2MTJ5WDR"*WDOW8?"4^NG!M*A_SC:"(W5R M=ZOZHT>SK1'3,:WN>7;+8[E?@=2+J;/5[CJF)BO%*_?GH.1T&X> :,D0W4,# M+,49S\?H?NJ?9L,ITE7@"'FT5ZZ5OG.\I 0*I/*!U% (<\:.1ZI3@DPNLOA6L MEN'*&'XU5EV8%*S:V\.$5JZD5_G'N@7"Z=)BXAOYT05W:;JOU^RS[&C@D*"#, MG2_!S-WPP8>QXD>5]>'_>Q'_?

OG\O1@5N487RR'E/Q"QCU T9_#T2,9+R;D M^CYMXWD!!X+^KSD)I[/D#)X"R FQ]<=5,'VX\G_]R@?XB'QHELAP"T,XLLD&/W5&2E_XKO^-&),U?$JG4$F0_) V1C^-%8Q7"OX29H_ M$FGJ3XGT!]{C"0R'9,Q?&DV)T[W))1T198T13,H;0-^T"4O1-(&?'DR"7Y& MGY9B?@G,B@7?!'#&3S\Y1,WZ(&KK*FEDD9D,DF,);7'^#NL^2C]?7TW&@&:-MO%E$/DGI3Y^EM"^NHOSV62HJF7:AT,7NL,12@"E6UK< BK:?!'=&?-YDO/5^ M,?/]Y?M@?@BJO[=5H[WCB=GQC$!Q2?A9VA= ,:WH$9_C36ZCQK]^UWX ML;M2:SJ:5+4+!ITV!KF^/D6C1CPLO5;^RI\%TV@>+D9QVF89"]J$6?<6\"\! MIB-)P\5L-O'Q"ORM3/YLF;$[3/J&O9VY4P)$O8;CN'!SLHF8VF_M[K=EO]7U M<2\;L.>OX\M/Y7G[_I/EF=OZW.\\%:D,BMK-KNZK*C&[*KYO$^&KBRG4.:>B<>5(>AA\9A>,!.*YJL MNXILNR4"HDR:7+M[G4-H2]):=HBKJ/!SI+/_@WD/%(-IP&#J3&QQT07:[*I>MZ9I4MX6S]:35=+W=-63%,63#S0MK_U&768!FC'Y=RRO8W# _:5!H6I2JZ#DB9VZA4=3:NE"6$ [1IN]EO\$#="D+""=I35? 76OF MC(9Z5(6T,70LJHXL(3UF>K2#?'V[C\G5 [SQ-US3'IV5K;T/^%?.33SQ.UC MX/U=3=O6/Z8)"WCBOAVF1ET$M&(ORZ3E+RRW##7FVI?F. A[\M)N 0;2MU4$(AG',1=6)HZ%F/0T'"JPBMCXQ=-G-[5IQZE7_U M.1^0U9)\XYBR5OGX.:XL577AXF3AP'6X7"X;3<-<+7 QU,&)VK)=6;7WNUZ%MZTSE+V'CQ+?AMX@%>&,+4&&HN#0%UBI6X%I]+&\OE?R:$<2T!1Q78-#2VUU7 M-E5--G-KF@E]K^;@<:2T#)JEH:JRJ^Z_#!+2*NO0;98XW3T[XQ@L[2Y1MI&2>TR)L3T1 M[5+VTV,KA5DV;*TF*+]Y^,;ZM4#8^]JJN1;0%-8?M"W9+1 S?_.2*F4? M/5I2+LN6^M9D5JRL[+A.B*7(NK'_:N%06;TL<5A1-;94YK/<6G4;?QG[M/[!XVT?\[_HO%5:+6W_1WSH=Z<(GD_$GZ<9[--@.R7\69#HBL*:.9^E?WF0! M/ZI2IY-\D4)Y.>)TF/'+,_-@!A_64!3)7U(!62BW_35_5A//CC^M&91]BY+S M$H665LU,*9W,9^GV>0;SZ(7>G3_Z+ TN_&$!P%.35.RW_J8?HW.F@IS):'\ M^= ^%Q/NK MG/<'P_YY"WX:7E]=GO=N^^?2Q>6@-SB[[%U)PUOXP]?^X';(Z52&_1L8X)?^ MM];J0B"7 WWW?=#[?GX)R_L^?X0-U;;7!4-Q)R;WT>..?YW]D/3R$Y(^?57& MDY9(H/5=OY$9IH],'VY)7O78DYHK16J^JE*DU725*%Y@L(JBZ)660CUZMP!=!7!XUMXZJ**0:EI$53^L@4],2<13=/ 1V*ND..,1XUTO(LL1H(34=HQW M5027CG-5"%<(L!D"7!;RC>6W+,8KY-<,^27%B#D25WTUC8\>];H8=T](W^RI%%M-$961TBM@5+;8P_J:AM@8YZL*ENF+1NYW-33 M0JO>]+\3>"KM3U4 /!K6)K=D58"'0_#LQH[%T!BM9:O6L7;7(^LG@8OP\;B->599 IG='=K37T[@Z22Q+=8.88[1[CJZ#8XV)Z<& M 9[ZPEO,X,$*_J8L[G-%05X."/N+WC0P[5!8V8E=C"+NBZK.1V0>?:#>(S M;K2K3Z70D9-X266T7'%L["E:[ILFV*[:R:$3MR'S7'@Y(\|"JN?KW"R/(/H!.[>:ZV]U^Q !-'!)A,3[DL$>13^TMZ>!NVQPI M\NL-C:UY4_FMX4B'4^3L7AIG>T:H%**):M&X6HQ@B_##8IX:1WNTM;ABFSG MMO(0*,)Z4S]QZW37:G=-PY+=W'85PBOD $"""?I7#1M]L7R\P=)++Q*/Z?+MX M>ZBXLLG++;M 3'UWA\G0PKNI8>D%SP-AOG+ M;O"21WO9,%G[&LNY)T\[IG]P-7IX7/_ALL\@A3L"5[,(@ " (@ " &\, M -5$I\H"$6VSDG::WU[66F"X;@Q7%P9;UC!/@N\%3QRT$XFF.++E%,XX%!97MH)4Q!';IB$[9F%VA4"K0"MCZ/%(MM!K(X9 MW9+=XK7#.?>]JXE)&DPJ<15$D70?!D^I?QY,B_KE;"\^4A?AI=(X M6-Q-2'"W1FX:0\4$JU+\\"*=+AXEKZ$\7U+'MMEJMWV?9]\ 100%I[GP+ MYN^&#SX,%C^JK(__WXMH[M_EZ<(LRZ'8Z0!_%;,/9#NGC.A_(@\T+QF+T+6MPI#,YN3ICH22KLB2IFB&Y(5(6@"L3B;!S^3@3W_/,D\4+#%&E^';X>B3CQ81<-MWZ?]3R_@^-7_-2?AU)NX@WV1M6X7.M7N/K&6+I)UT,?I).@W<7Q3,;E MWUWMV*=@??&O?V^K1GO'B++K,0)=(>%G:5]PAV' O2CE$&UJXV%ADXVYG"9N M(A#V]!;&$<#.@FDT#Q>CG+S+TP)*2&V765C (X-E,NUP,9M-_,.NX(4 3ZMV MV?82PZ0/FY!?4^1'26BNQ"7X!LSBE>3PENL2?IF'],H3&<2ZB'41Z\+]O6QNM"LCRI&UJOY4:YSI;A&&:';(S!20]Z?]6:6AV^99:@K#)V]S?ZJ0\6 PW_%F ME\BL&-W!Q50KVS5E52N<;E6-%';Z=0)>9<&+H:W9X?!2;2:;?I;JRJ15F*@IX M-1A>#(W/CH"7BN4+9,4Q#F""'GPU%U\V0W.T(_"E ;YTV7!5654+WY37AJ_2 M^\F7.F"\@.I,\ 8]WW,42?AUN86#8#J*41^K0#'LZYAD/^1-4NA4=6\[9AA\ MO>,P8[2[8"MU_1I5% 5@&))'A1QX4EP6+^,4YE;@LEY<,E]P%L,E[;MK*YKL6(5K9PM4;?7H6@XU'-O,F?.7\;^#YKC^1%_X#^[,!EO M,MQ8$H/%$WQZM X.$"@!V<[0XP\7)*>Z]PR.#,\W$V\Z[TW'_?\L_!FF99[[MT6@21(MPE5^XH/]NH[>9E^FHU8R\B, S[[J#Z]M^ MR_S]X]T2E7H-S]?]_OE_>?.T/;IK1]YF^]X75U4GZHAU)S/"OP? MD.-4+D#C%[,X3G?=I5+2V1;]'RKP[W?AQ^Y!WXHSI5>[#N[4M4M5)-/M&F]J MC.-Q@T5>21E-_2D)GZ6U+5+P:BL^!+)UGLO? MG/\(7Y3[V7HXU&B>@_9G0Z,X_T3PN!N,-[;^=TPR(+@M]!\&=KJ<8,?\QK4 \"B=D/X&?_%CG!8_.F?XJ;<4 M-@NO 6..LR":+1X6DP\9*F,R2P$^7B'%FX6[DX%[LZ>9A\L M]K]WDOEY1N3PX3@#Z" O;< D/I?^O>MREE(+_7XRE!39=7AJ*UDT28V-N G M CC+=E(OP-5VUU4T67&/SB^I&MX<=*#,.0JP'P3H2/(/[(T)=O8*'"1X;2) M#%4<-0:DH+9J[:YMZ #GH[O_B:2;MX/52@XUA;&*U[>R8FFR7KSH+X^9. VAMM/,VQJSOTB)Q=VP$(,TEF#^&)*;Z3/TID9[@N8^11*9C.,CE9"C\|"+I?W9BM767@*F1'6@S:!J8_@E=A;38+I)/:/58&K3Q\J%AS2W7!O]N\]I.ED$0S,L*V M.9/G#U+VX=(+B;4.DIA>1&(,]^F'+P->S2B.[#J;RU!8BK#W>WA8[5!93PX3@#Z" O:< D/I?^O>MREE(+_7XRE!39=7AJ*UDT28V-N G M CC+=E(OP-5VUU4T67&/SB^I&MX<=*#,.0JP'P3H2/(/[(T)=O8*'"1X;2) M#%4<-0:DH+9J[:YMZ #GH[O_B:2;MX/52@XUA;&*U[>R8FFR7KSH+X^9. VAMM/,VQJSOTB)Q=VP$(,TEF#^&)*;Z3/TID9[@N8^11*9C.,CE9"C\|"+I?W9BM767@*F1'6@S:!J8_@E=A;38+I)/:/58&K3Q\J%AS2W7!O]N\]I.ED$0S,L*V M.9/G#U+VX=(+B;4.DIA>1&(,]^F'+P->S2B.[#J;RU!8BK#W>WA8[5!93PX3@#Z" O;

*MT#0AM.8)31=";XK0\LA1S=BBF9*Z3.VWLMWS<_C/#P_+I!>XFG_C^5YX-]CQ M?W4>_?&8P&?B_\(*
1O..I3@)Q@Y:A_C_=TZ=4R5$7$C$KA!Q\T5<&E5&5QC: MO:[L;B;<<<79 TW #,S0-XY R*P)K#<8:0^|>=]S9_&*M+&;D,A12MF_]+R\,
MO>G\":.CX"8?PDW>N76KRF%;][;M^B1I*0(A=2!$%0AY\PCAPS=,=HRH-QU_MPT%&UXMY-/=H.:!B^[73[KJR>WP!/@':MPE:!B>3';1N$TI;7_+
<5H>4+2&& MADXS/(3[]'(TYC$\K0%?"]WI;TK0.5Q5#\G2V>V :-4X(#5DQ@AL5(T-76"# M:VSPG|C'Y))%FXD8Y!-Y"V[NIM+NFJ;-L|
*M;PBM#*YH&6A5FX#6 AFIS2"$ M\D!6'HX>R7@Q(=?WN?'RWGR)I>.*;A_[_"QEV7:9*R7.@\IC,^!7G,4W]*6DG:*YF. MXI7
M9;*)_N7/'[]/@IN(A#_0LJ-#144=P/8IM62;I&N1)BA4J-W54 M-XJ>6J3O\7UMU<^-$C MVK^X2^0V98DW+H S"I"- 0P3S*?3ZCM%,R $S,#*E!6
MQMD2&=?W\<]S'S;103!?WQ@CF.[?VYU=:FVVNXYIRJ;&$9>@SD:QY=Y=K)_K MCDZ5%AG,#G]4DC8\WE1(:UID:&<^*%<8*$]Y;:R/HFHMR
M$6Q]N\'6NB*K#3F&;MM#V8A21CE$*5[B):M"]9O;8]G'NXME3#(]VOW<3&;: M&9!\#5'^(@F.-8?ZW48&+NUVUY!-PY3M1N<1-C6&F:.[S=PYN
E@EJ&&O3$> M"N+82)1#44R=' Q>.H9ZR"F+@X &Y\'+K3L<^47"D1]159]%Y'Y!R4OJQT5* M+^_QRR-T]63Q2VQ4*5NN(3L\94.)"*:(8-
;IY:K*";,1+84Q&Y&'^.66SBIE M5:"O/+9Y2-'Y=8+M.;F;KRC_!W.UMWP]2\5V=:L;J^XGWWN9L?8WU]!IP#\K/]B9L5- M&#SY412$SQ*"AW\A-*$=W?
6T]:\7DV=>)I%/X!!(13O&+K.! MY$D1!L7B,R+(,_0(UE?R'D)"HVK23W_^*/WQ@(0/TMECZ,/ 8$3_\B>/0(4 MP<.PZ]MP$<$?
_S_O.?,/,CJ[@*5H3@CMC8=Y,YGO7=")2+?X"5GZ_O'\XZUT M[F&O@*_P'!4&[+J:] Z_A89;4S[3C]*?U<_O91PK1FOG$DSBYZ,_>LQ.$2.Y MF-
(CS7\&G6?BA;M[SNF]QIG>:/EZXZWT9K;2FVDP[^$R7"SO 43W@WV9J$_M'?DS;Y*Y&08A_,^>96 J!KBV#%0 -
^D0BKFKE!2JZ+9LYKBL'Z3;1S^*Y_H3 ML!4M[B+:,6T.,(*1T$@&S.AI,9G[LPF1@A$X$O#-2&XA2+-XP86:P!I%_B; M..*X4^/,"ZDF4
48XV=A=4C2V1"6 C7E61KC^B:8I@."SU%]2PYC^@>^S4-# M3%AO\0"/D30MVTOS+'B")SY3P[/+]*6D//K!D,1]-E_8-7Q>8H$VS#\
(_2.V[PX!%.LSFG27'-FS2$G5M+!*,M5,9%9)H]IU M=%#*)8V3H7\2H+UF!FY6K9$1]W$#.^9(4/.QTU(H@D(9SR@I?,,4/S0U*Q0QTKN(
M$.K.2*KZ'BT7B54N"\L4BO&_P.0#6-'19#&&_=*31O 84 NP[BEV,9MUXOE/ M<:?54?"#3!&O@"I\-\Q9NGM>#>$#Z 7-8(W-]YK3DA&PR
M%B*,&;!W\U:U ,4;GPB)SR2ZGFX&*>^*$;4L,,1;JB6K.2#EW! WZ^QQ0Z/& MI'4S\48DA=%B<.59VNYO#]/U-NKX\?
WD4B17M7\O+$=XEU*Q=74V(/^NV MZ;"SB8\Y^K,8E-)L"4H:3TK02+?Y$1AM-'/>; 3/]N&0T?+!DH.!#;-M.W\Z MH/0D 4B(@LDX-?/+
[^_#0\T9_ITM^_]"'Z2,M1%PPLN>W=*[Y/0%^I&>O=#U M#D+P=M<#FH9;K^=EN&F:!E^ZBN/>_SPUV^_'|;-MV>;'Q['"_&G&_G.4?
NBE!#P\L:X65+HG9'L8]+46!@+*%B+:'@0IX[!H#T:6< M,) -2FQHJNS89M/"0$TYN:^I-ZLM2H_2%+N%#5-K5WU,OF&BES.J4IY=:F7L
MT@Z%W6N7-,XN[&WM%':IM34\S6Z7M)/;)5W8I1JH#JEV;YJE34A68)I:^Z^* M({R2->C>8#LW3)M$EK'4FR2SIE-,MH8^&"S21QX2">_*+/-=M?2-
=G)*10D M+!%[&^(%IA:VT@+!'TIX"P>L]_,2-1Y'RF?><6]Q(Y#!"0O2]BSE2(*]NTO2F< MM2?+B/E-/))B +.0P6-L8?#
(=&L/<37VJ0H#)2"A%E+#&>O&>7*7<0.,@+]X M*C83&Z\ %->4+6/3]$A>YB58ZI":@.6=2>P+%[(=%2Y$23:#9NB!9&73RKL+ MZ6U)1XG13=&
[;1^*V3$M/J[!"@S8IA>Y"1^YV(3CRQ_+D)6\"2-M@EX]GT#C M[#5V1;'R>$3\"^3)NRRX_L3++PP8V\;+71)_-TR(&Q*0DWA!YT2.RGT=PW(DJGNY-
M\IH+T.*#=Q$'#OVNFY)\]T&ZGDHQAC4["^(EMSFE,\>.!.R=|_5(>+[TX0-[MED-G"-*6('U:J=2TM%SOD,IX=0(^6-0LK.*G"&R!Z;P.%L8&\3.-
^;9Q,V>.SPLSH5/TL_@@E@W@LQ76@6 M$C@9K['I[Q>3"?;NP8_/X4$?I,OI$E:RY-^O^0<85UL\/7DQN_-9(OJ98)0. MD!C_U(&S]E^82!+&_.<,
3&M#B733^.V'Z4TQ4F ^];2EPC_'L:+EQV'I@]R M\H?Y(WPPI2.27Y3M/8X#2,_ &HP)?(/N>\LIO]<&8[H6(7]"_N26I5BQTV# M@&$Z@<3 /,(KP)8$-
9_(#Q>+!V\8 MT.&TDF6G\3V8ZOQY1H3VE:I]!,LNT1WIYR-)\.M'&YEG2\%B!&",@+XG&/[& M2/GD;/,=EN#K+")A^S.(R6KLTX33O)+IX?&RRJ
MN!F]79.O#B/=CJ94QA4IA0+HQ(&M]8.+LN%15,P1+,*;_3 G[5&@Y MA@8=9E" T6)"C=(B0N%Y&&:Y2[_^+UI/%?ZQ_PLL ?+3OQ% T52*31F^]@E,
M63 .)L'#L[R\9Z/-!#$KU/^+3/S'(*#= X/1B*;^C4B,W*=@3";P7AIA6(9[
MP^2*;X\],#@+,;BYMV]=/;,P^0]%J[2[>IZM0Y/@@<<68XTZ#UYKS]PXRU7" M/IDYG('?4"^6@_))#TSKF,WN^'JI%O@T@@/5Z8R[8^9V,E-
Q[S5D:6?("[;ZSN6U>1Y=5=%]XNU"YXD%3W]M45=A3N2 MW@JE)_@8 ^!!@\^ ^9L_2)@L*7HI= 3HX*2#S6:7QK?5L8&C$TE!M'I[,,;$
MAE4.@61*5O%D>,Q+QR7="<9RXABA8&CZV;X@!5,']:(F[L[WKH*,@4OXDS) MW5RA).)6"=P(EF4]YY[3U78]W19;D).]#5$30Y>^I!99P9LQVI-B-
#6 M4LM"K-TTIVRL=4;7-%O?XW#]^_:*TCW&H!%7[OS/I#$MB0V_I*A5$1_&/(E MDXAN=:SY3EI4Z,RGT=PW(DJGNY-
EVIB=K),NF2C(:Y8QF:E_*Y7G>1\Z1/Y^TD?5HB MZ?/4:6@BZ5,D??(W4)'TF9?,J1=,^M0X3/IDXA 7I=?
J#*R8FV!VE4L"U&2!VGC0FQE$[#3;Z7]I)%H6ZOC!Y G7P08Z6_9 M?!\^7SV]UE X"X&[Q>FUHEI7-5S;9\G)VVS6 BT%:@CG,SN+E=]JT0*\$]+
M0N@[_ST8?DTIGR%KE,:<.R)B:RK@$5I;"D]1@+_S8>8'!](TV]U[T+P$9W$M MY+3?S^IF)959<+_GCLQ@J!!\-O&B:-
D@ZCJD32T&"]S7KN^'2P2=>9,)&7]Y M3E4Y^6[^8&]SHJ>I8!T .Z=>Z2AX G# M(4LR=R7ZR0AN< "K/EKI[-5M^ &CFK<*X-
V:FQ'IS,E>FH$C0;\BO0/-^3?8 M9EI!%'T(+QPG:Q*GCVW2NA+PO*<;F97)/>%C3,5/1BT7M M.#3(3=@T>LL ^.1Y/?R[2LXH;K^L[?9K>6VU]&_
L<"P^A!C^O"",V_F(SY7 MMD66KJ[.EC4-D\^M:LJ_M(>M_0X30X)>7?;0:'=UMW)SR$ _J<,<8J3>MC\H M%9G#E;?
S_D/K=O7WN$1DLI[T/&2&JBQ%_J_TA. _=SQ-Z0'K5E+(@A$EJ%J4\ M\B94?AI>'L+[L\YG"X!.5D4)TD=@(L24=S9P!_[7D@-%K*_X]&1^6J3
M138N@<\#;A/NR6PV\8GO^PH!?.LUR>^(L)Y='&I1S:>*M^ MVKB41QMO8>_#/-Z'O%%@(J^F_Y+_@\&@J$#ZH7%$U9]MW.!,4[BU]-/.@[6I
MP+YJY!VL$WXS,#KI&)=_O".P8\+3LCPM>OA=VTA;"5$IF*7!2_PMH45G;3_^M(R8V3B:!SY3E14T_)4/G<9"V*$MFZXEI2JC.\+;6Z@/PO&38V!
EV=,)\O+1 M7I2/U>QY>-52-&DH2L:K(S)&AXHBUFYWW1V5J6 9D1:'IAU6]V?*_;@E7@! MN?
1C,F9JF4BP[@I14_",9<11J5ICV!W&BR5#&+!U1:4^C5J.T8AR9)JRWCS X M!-)M/+!S[SG?'!QC.DP(Y%BY]^D, 7:/B<%/MX\,6!"3GW'C^>$OJ?
HT%K.! M]'@OPGX48 LGN"O0=*=]CF-I(U]K MXQ!9_N)4L9FH:@F;2SH/@XF<=$U*K\UCKL!#W!\DXE>6Q?T11(
M9UXX":2A_X19;HBR3.8:II^MYZS] "4*%F!Z8&^DZ9DML/#Q.84F1<)6@I^(M-O+7J.5;'CXRF5*?Z-8W]M'=@R<\(XNOP*['U+ E7:6K%)E?
X_2B^')YMLCG M4FQ:=,W=S3'JG^-=C"09@6C5X6V4H+|_7DQUP\N;%Q: U*T/KK-EL7R$DTF_[NL&6)X]H.NYL_OQ_MEHM2>N>RX6,)K!IS/3_=
(S*M M;BI6NSN'HQK9W##C4"_,""8$ O*?8CN^839>'$?WQMY-ADHHY&M8G0 M57C]
<^Q1_@"T+LU6)L Q8X.VI2AFEL]CF>$%TPOS4Q3C0'W!9$/I1;(A'!*" MT0OY45G=!1V;N7F_MJAVAELA$?L;GH'2'3]93$>4CHM_=F)&)(
M]XY0PUXL)3&3A_BRH9?(0JR+:K-B^6G6[M2F]12A3+%]_!FW]_4RT%M;N^VO M(F4RL#U*(8J:*O:K4QUD2.;4DZ7[^EI[D"-
9;%,DIWPH[KMKF/MF.!+::8'-MI61^VYY0]@=V3;X$IB: @?-W+A%'(C 37-+9EY^-A[?"M\$HU0+&YTE6%Z. MD=`47:2[FKCHY]E+/9L:]OXP]%Q35
\3W62 PB6EAM(_P1C^"5^Z=(8]ZBV M+:+8.^G:3$'56YS9Z>O.2.]VWD]QIB^3.TRE&:<@_;?XHE5[1_Z6YU!+(-16Y
MIJ\@U[28\K.EG!H%4TYU#E-.C\L4_.EJQ&!J6%QF+=11/+XS#"3Z8Z+-5"DI:@U$Y-$KF
MXD^WU"."N8DM*JFXK%E2TQH\Y,4L(Q[X,UYMDU\@1)IN^9RY/8\K+$HL?AE M,LT]R.)529\2!A%V@@OSC%46YN,RI=DZ2Q)/U-
*F\17!UGJ<$QIB5;1:DJ$ M+'@M5DG#X"$M\'^X<;.V&#>\6_&F,)RD;J(T7E :0FL6IV3C"J]TTWS)XUML
MH3WO*$9.U8LN84SWRJ:0.T1]REK1R^3}YR3^;]$5Q;O|:>*4ARQ9 VI,RIW M4WMCWJZ(6#*A?+:RB9JR-L%0L7U,C4B4PL\$\8DM%
[Y>I8C9=_0=(\-C*\ M9 ';AQD;^*2D*&LKP'R)M$)K_,$HPU>2[A9S:E(G_I,?%W&5XP&#\8Z[_3HAV2R6R2TT MCR5Y7[K9TCP(>G=)RYPB:0X?0G-
:@DE\\Q02E UNU$E=[[7%QDO*IR<8":P8 M:!DFM3SC)G0BXQ+'OV_H;7%1PX+]\G*V:$HMI,9SE<,3Q/B+LVOB%"!Z0[W*
M&]C5VK1%37ZZM;U;H2I,XC[]_=Q'A%N#S0Y8"E9YCR@5C:AI^:\'6DM;Z=5 M>=Z,=017!EQNK^9N]>TO\G;]+6!?OOFAP+B %]%(_7]Z]"*Y]3XB'
1A.E9 MM2! =&6;]_CR'!0[Y/?QQD5?08F))[]K7\PRU)5;LS67)]\L?,^Q;X")%N+,N M4YMP$[V?!#^SU:U!G'^1^<'$M;4U-
XY:\Z_TS5F37W2955AF_8.=XT)NE(A> M7[5]X8TR&DE17P23M8WO;$^6DRQTN-2U=M=PM2U%]"A-:H/DVDI$>@BP"A:#
M[ZTN6*L]EJ>2[\>$J.)?I3I>$>8?Q=+TB-*__?M[0IM(M.[(_"=)TGEGWI+* M!GM>KK*\7%G\('.M^5;>DP7'2_16.JRWTJG:*IE\->DP=4,T6Q+-
EOCR546S MI6JBMPQ6PLQMMI3?IJC"N5V!Q;.^^/Z.QG@MO1,68G6%O'@<[^M.B\0[=RF]2 MU&)M4I3O=*9?RN/2YZ*]M=Z-XP
GE+U+DI1V26J5U"6);V/4!(/9BUK5LQ@9 MFMD<6D_7U#*MQC5EU=A,G]IS:_-SFJ!(U5I78N^3Y<'E9296VQ;M$RP8V[6 M+>-<"5Y!B>!MM77_?
_:^K;EM)$GW':\"X6B?D"(@-@'PVCWK"/DV[=WNMH_E MWHY].@&2H(0Q17 !4K+FUY^\5!4*-
Q(@2(J2ZB9MB42J,K*S,KKEU>S^&W1(W_!=L4*WJ'<7XS;_Q6K^C*21>66 WN0*SH;1A%X;R?Q7(Y"@YR3AR7 ML3^--74:G!#:H,-
ZCXKCZR)PM=7I%X?4+%P_!G$F=WBGT+T?SBF)"-K2I[J- M\0VAOX7FV\CW)F-8RBA6B)8ZBJ7V>TG:(}>1\Y3&SW.S0*A41QV7LDPDP8T_ MPY9I-
R@1ZC7]Q&W*=!T$C^[UK%ZO /V8RGVV@NMMLBD=KK>V;=,A).?BOIR6 M24<[>S#=*B=KXLDZ,E2RSSC9!IMJ=K(NCNTM&WHA3]8N;H,M
M.EHW)[1&]:/M/.K1$KB#:[FNN].C;;"I9D?,???&7B>T8GRC[50^W$Z91J[0 M5M=KT%:W@\/M59+;.N?:8#_-SA4<3;=LDNQ9;?
9LT.G7;!O84%ZV#;1K-RV\ M@6M\R1!KOR=00.\HXKF\G$_^#.<<_JSF'W>&5&94O(V%%TS W8_\\7+VP/5N M0311,D;S.I;+F:\PWS1PHO.6D
M!:O)*>EF;AUEW^K3GT;JMEJ.P^K@U+#@Z/U,13]-(3QVBQ!20)!LANM=H-V*MK:&=(VP-
_2:&19@CWXL*^ZB2!B0%)X]&X#4AE45H)B$A8+02'*6_^-=?)7RP@Q8_\S7$5S;V9P M$0U^#6F$_Z4Q=ANIT]_+2,9MJ>,B1E,12F.JL-
<>OI"&Y!7F;^-<@+[K=E?L#:_.E-Z97524>?*3OZ'%LR/35(30I*]7+(-M3HX1-YBD)L\8*AN3*A54#:H/2=MG(?:_^IA2"4&L3V&4>H!Z@%0'IY@-,T/\
MJ,@R?_=#H*)O:$F-9]X_TG<>NW^DV\4HSJE_9+\MB'#JR317"Y..)"9U")I;&K1 L% MWX'=A;I>2O>-)=,!8ED6(,1;;_U>R$H!0_1RO[<84;:
E,^5!\M;L6^\?&=YP=["GRO4C+!PG MQL0J.X;)*42\7P|SGCO%7A7)?R?I3\Z'6(,%OD'G+!&_5-U)X^$FK\D9_,9M MDYF&3./4-GFP-39"H;
[U)KI3H8!5**F+I[)>LRZJV!T2D!;5>5N6L15DHJ$$1#*#),;[WO.'74_PY&[N6[
MWY35(B,5E2OKMCE6VC"\51@H<8W)"3W,+@PMMW2_"2_#@D+R+NX3#T1G;*#" M-
">_NO=.Y'*$]9V$&E)I[FPUC'(A#;'1I(ZRN6$COSF>2*Z+SMT MA]0?,+.FL| WNV5;G5PN;911F=(]RKN-'C;R>H/*W+4]K!KK(T2K!0)G=8LT
MUN9^M7Z#>M$=++^_3N$;6RO<+>S0(H7[> IWME,.@03-K\^7W MV]C,Z@R=8MT&:S&V40Z#+4(1NU(.?9LB*LZP\$2V,L[,NL;98(ONNP;&61[[
M"+O6H'BZ5XDZ-$[]<)?8(]F4J1KB63(ZSZL=^=F&]78;W^N#[]8=%AL2EAC=_MD_')4EY:%7(R.5*YSB_6\9@@?-HX+V_ 4J:>,T+\-1EB9FM&G,?-
U(H<8% MPQK@@@GHQ"+?P!M,?+_TZPG,J85N/7!$P:XH)1BD11L&//$P;AM*MN0OPG_+I MC"R.IV'G]W<^P#[B=WNGFTK^,>33K*)E/2#4)/KN'3?
CD-G\-3P^>CR\>1 MM/B=VC]/[9_/KOVSENQEFT$K]79VC["WDW?]+BG7,ZATQ12U*P6$.$)WYFD5 M:%R)B4D:T;-
FRK)Q&>1\63]S,U)3'#;:M!@W2>H)?*D\E MZ6..H6<-R\/L*L ;#1H4CM5=[@ NG+XUZ)6L=AD:5Y]^OWQG@B^XBLCO5"- M!?0E_5[AB5)-
>I7S;'"^!_>"">84-@" /GQ?8/X'[M",C&8=:T=-[D;ZQC3?%,^XQI^GVH:KWT0X6]L:V%VKW\OG'=30+,EJ<(1C;C0CI#UL6)5* M;_,.VP0.VZ\SQXF\@?
VT.K,^0"BZG(IWR=+ YH$V'BS;S;(:#\=-AY,./ MJ_DDO@IGU4I'WUDVG;97 M,O.7K#I5U1TP:!*YG^L,4QE6ZD/$2]1[,"?AO?P0F;6'R:KHBF6"
<BA7NBZE.I-$)U[J798>+'XR@8 M8=)^!,=C\9W&>6*N*KO%_CYL*IP(A)2TB]*EKP3GAOZ==*YW(Q+.L+^/'LLM MQB /<
QR07,E[O'N/"GZ(D+*&=Q.7VTT-&4G<=]ZS#0"[15%POD.V\-OX3=C MPJL0N7@OF@5^A'DO(31!,D^Y6,90U#.61X=[%=VF4 NFR78)BGXF-
M[E*HM$.JA06[77*^0%Z8JA7EE/AP8>D]COQS#ZPYM[MUV3>??2K&2_@J;WIE-\#\]"<$409[&AN_J0&_ \DKPHK?\4I7]KU'N"$[3&\>Q^D,X]FX>?
7WK(H FN]MU:^606HS<=L?J MN?DM,C<>76SV;<7LUS)#I[T7<,;M;^? N7Q3@#UH7"'70?!/SE'YXC/1#]N]3
MY'!ZKW7OQ&HY",\;.LIKPEZM'4GJM'15@&;7[YG^V,#KWW>?>V?\,P5=]WS+_Z47CP+OX'B8!NO7;Y=N5'"*F9[S]_/3NTS=ULJ-CU?
L;*DF.=L4\V=.X MA)\2B%/:0B@:]GGL^WH*5D*C6GRIVD&U@<<]K])PUVDWF6$GWR,22%M/+AIB M9-#M6IU!@1T@(ZT"5>RR"JH8P9WP0*--
R9=.NT&2B50X5Z/K 5&J H8SIM]4 M#"%@G08WR'G'>0+BF. W:CKQW=.BO\LM0D%]%^.WY#@#^=[M9P4HIF=>>S19V82=P4)607PC8]D4[JM
B :L_T]$P?X]Q.$ G^W@9#<5(1F,?3*6RAQ]1,]A>P3G7=@EV0]MR"N &:YE= MA,>+!L[>GX-E1&VZ- M@V>-YCGK^H/39I^GZ]?
*_.XTOX1_>U$I\C&8A]KV"'HO<_$T=[N/((6A!A; M1@1LD)%P+:< T6%?2$8$FO5L[C0C8B*E44+%],DJ?ECNX+X:.VN&Q.Z_>#6VK M6V"1U%(>N_
&F[0>[H]K>H-VD!KFQ;V+W-ODFNU[?-KX)N*SY M..LVCJ#=H,9H!\0>;."3VCM>W#;&'I5JWH1I._$"]C-.MHX>)"B@ZQZA\)5V6>X*I.
<%4O':ZJ:9FKPW;._M5@6RQTI*$>#B?FHL;3VWZVU M]@T1=R#@[VF(4Y2HQY+'H&(?^D+O>HYPW+%]7*_TAJ<1V7A:K61?O?EW."9<
M*S=9USD),X)O6US2)9PY.5Q@:AVZ2<1;CMJ=!/$R"D8KR0]>'/O_"]3H.PM M0N.)>73$> 9/QS9BL3%]%A< %OX/*

MV%&,T7E"$4_>!/\/3UQXV(=L)!@R-4CSJX(/X]>8V↓=4'TZ,FS'J;";5Q@4? MSFRN_E8$&E)P;OQK5?"42ME@.BLSF&.-FS_!-G(."-"Y$3E0!8(:MPDF,.[M\X(9%GEC7U8,1QY/'Y >P2T.[\&]MC0&0$4V&6!RE0R3EIIYTN523CC*]T2 MI)W,W]BR0X512TGA/8T &Y1#Q$LZT4=+K->DMD4?P77@YMV<$K!353+U1E.D M[VZY2VROK=M5VW/ =NVU\M'1U^I*7=*(=*ZN/=N0.[4;E)1FNS XE0P;(MND M+(T*OR\R2S"?6H",@>=#'S]OF>I] ^)/93&16S6D4WIH3CZ8TPG]H2]/HZ) M"Q$+↑W0 D)YO"/[JR#?'JJO5S,,@9/D)A$Q!>S((V$4A46B7E"2WU#L2L&*LM$CPGS;##1?Z>4#ZE'*Y6HW]IYD=B78[AR(-E&"76QTVB1{C?@%2(!B()_Q*7 MMO;#LV#.]PFV&EIH%4_*4VC$CW0.8?@W&).P)>L9YC4--X -\P11U. V; E M%>7L)FJ]INO1R#ST3#+_ 6&!OTJ2A:#%;Q>←)<].5Q^8./,3T$)9*E6G33+Q4>]^HS2 SJ\)ZPG%(_O^N@/Z;4+(RUTHUU8>O"8J=W#ZW =\5_VK MQ"4&7P-?5@ M,CYAU^+UFGS4M:@3%@*S=36=!N- 8+XASI!H@2=@(OZFA =CBHLK2^ A)C2I'M+ Q6TY18B+O "Z=RTQ%3U#*'H@BH'H\< M5G0VM>E!=\)*.0ZYO1E@, +|Z9P09R^;4.&6\N^2K*8X,*$T[\,5@CDJDP)) M0_ 99H7&NA7B6#B20O%ZQ3!"V*@LA@2Q&WA.*_])V2A_'>(HI0R3FK'528A MZ;L;[XYM@#MZIK!J?DU ()&Q0!A"?@N9"VK6TU PW^%Q'15!_0&/$6 MM%]/44H"7,#^7VK;/E.VM^/A0K;)3!6JQV2^92B 1@8P?C%1:1BYA;J):36IA06?1\$=%+O,L3KQ;TM1> M!,PU0<%,37E&L*JE\FOIJ_%B%BQ9MT825)&TF_I9Y)/Z#<*E;!0%#>DE9) MNR.P%5?M7X+7"@M ↓Q1KWV2SCJ"0 :FG1W?K1-8'<(RQG.!.V'!N3 2@3#P00 ML7V8"/%YE:5RJM,O,#8IGF M\"(F-:B86ST^K15&_MQ'EX!(&M[/&5];VR;AP(+/C]?T+/"6PBRDA,.Z!U.3 M 2Y9Q;&T!6[C/J#-:VBA>H:I)JM?:#;->0]B<>F&&'=G?',,0%C",A9#J.&M$P+0ID%H@D4Q"2S8TG\C@:U#←.Q" Q.:,A M(IR#E:V1,@G_A',"">/[MZBK MCISB!RQJ^3PW16V*XQ35IH@JZPVRW:#A6#-XRDOB_P)12\RARM4H@])J%*/6 MC23$]5N$=*+*%6P=U+'"=44JX:/%KS:0;K!E@#91>I^G6EV^@)&NJ@B'A2"Z M4[?8=94-82GJ<4WQ0H<=Y9]'6;=IN77=CV^V.U[=%VZW;*75]MFIT;@!8 ML ,*=S=2?.?KVX;BO6I=Y;4YRS6U5Z#&(4]6/M_XY4L:*_5JO34%>?G MN?F?*[@YG7Z51B%CRT8A9\<@#/4;A5P:?>H,':OM%L]3+NP5]M3>4↑%?R'CL M%:KVACT+0%K>]OPJO5='KRDIHD0>>'G/O3IF6:^.*OTX0*]..9?-VHQ=<:]. M[75M;KLQZK"NUG:3*;.]:M1V8VS==F/NH>W&*&^[>7D"+IT:W%'136EA27*F^JFW&<[5MY=MGUX@!:(FVY;@&(H"H"L4RM""2IM_3AO&8_1#V.6JL-D.Q&4_%*5P5G2-V&6]DT*YG6&E;.C0TKQB$:5LH)SYER MXQ -*JF'9AM6C(.TK&RX8XS$K-UGPXJYN6'%*&Y8J=9$7*UA)=_)L4%Y;MNP M4IA'II5^$.O[%G[EU4TNYZQ7MV]NZ;0K-;<8!VANR6K>DN868^_.+4F-ZX;FM%F.+EZMR9;2XQMFTN]?2ZNLTEQDZ.'NM2\S:S2$[!+K,\N1!:S09V@E'9>3F%';ZID*_^8/!4G?$,JC/VK7%R;G"OA1Z=MK0L]W#W"$,JM=V99ZUV5B.+.6N_,C:UWQB%;[\QUK7?&QA!B9U=H0#MIO>O8 MFR.)>^R^VU0%M#MJ[:K[KN.|>M/KM>QVP?#?? .><>@&/+.X <]XC 8\,]N M9VQHP*OF)-1IP*OFX!RJ 4_O/MMU UXUVF62=L9C-N"9H@'/J-" YQO1 U[' M/;8&/.>(&O ZG1H->*;6@&?LJP'O^01SDAO?7-L]VQ*!09:]ZTYQ[FWU]%A M3,->S^KV\RF&6N4>?,G/YSYO7T5?E6,FZ9UI?+L3@^-L>)91$:F*6S3SAK5 MF1;MK)2-]FVM_^]-8W>L=D$J2I[MW%\FV0"*8XND(-83S:D'CC/SYM0+(F&[MC[PXB,NRFL^P8)V4"=AE[M:ZQ&U04[E/78*5+9;;!UU2<-WN0Y?$/GQHLC-EMXC:.8;5]93($NVXWRL1M!->_>V72Q9RVXUB#DS+9C3*Q>]MKDQTW-NU(FW2QMW@PL)SAH*RSP=BE+@'W,MJA*FG4E[-S5=)UX/V7WVK<](DNT+GL+='YW![QZE+.H>V3*;A*L+?[$J=-/ >]Z%.NKNS3';N MP#54) ^:#!V;9[$[U.?@"\\&'2L83??4+:?F,ETA\]DTZ@E;_?* M!-Q&M]TNE+B:RJ2S*

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6)1Q&ISQ"LOL\813^_T<06EP',5!'-[>P[8#^:#T72WNXIZA2, M0]^.6$]DMU5'-3\QUG!V3ZS+6W24=LT445EK7>:U#Q*47*2VYUVN1-M]6G*N$CBD\/,Y]6$YLM=]BV^L,MGK@SG?Z.0C*%T#X78)UOWKSF3U(\!R3?HJ]8I-O_N"13_$]+:,;L@?N] M PKPE?,8WNE2<_J=CO6H%]AL.!!SJCK5)D6N>_!!SVK;0^L8969HH>ABEUE M$ML.E&D!0ZI>W3WOL6,-^UVK;Q_+/.E.NY6;,W-X3G2M

7U'/L3Z'7)^IM]^R5^7P7'JW54_R89CWVD7==N-70F+U)?I,_"T0N.7(>-MWN&?^V0+X0-R_)3W *VE*25-E111C@9(K9[_&X-
=BOVN>S!=Q@ZBX0/ONE.@_M]G=R;\RHVS)MW1*@I%*9]J9:MII$G#G5DSZ% 0%24]Y.>Z-7;'JQQ1+IQ';T
M8_=J=9#SM38:MJ!6R+W58*D7]$;KGMYHJAO,$?>LB M:FCCA:E!=@NN5+DX/WE1X,H6,OI.$[4W45HQ*V1?*BA%32U=P!W2)7T9L=+K
MCRFKM 2,I"A+-+7 C$GJS;QM0K"0(YS#ZA^K0L)8C<\%60;X4[G1F]I31_W> M1$WDG#699C1UKRNTI9LS[O>&63='(#_QB;CNNXW)Q-
);@Y^F8Z4W5?/WER2Z M?J7;@KWW"$7)@$R^@$TT+]OF*30VGO2F_40O4.L0V.9,)[U1ULUYM4/8:>?W='ZR0%](34Z!E21Z ^K8G=N;9#0\|\Q|.?
24FRSTOX8I?1L3&\;EP^]X2 M(Q(F&\@/NR*ZZK,CR"FGHC@74<"Q7+M2DS%K@+SB'F-%;K*ZQW;%B/JQN3%
MSRXCI/5Y\A$C7/[']Y(M5C?/Z^5#,*CX[$L4=J8->?SKHC:8I;L 1FB"!4,'+ M#5$*^I:B3MFH-
4Q^N'!,,.9.Y+S;I(4,Q90#X=S&.FP8]QM5'B=MV6+)+'69 M!$V426\Z3MP0)HWK:.2!TMZ;QI^4GD8MTD@;Y]X)^<_4V":;B]@$6;U#%0=,
M@KD(M3>>]GO]88+G=1&D]88*7$60\;[C]HBI)4845+9@L.V,-?N3[B>X;Z!L MV$-ZG@M%C$"!ZUEXCYBY)D?2ABO*>-H;3!*E:?
L6N@[&_9[:7KD\&DQ[X^0M MX:*"&VVTT3QBZB@?.+87-VQ8:G1#4KZ=2?3I8A87Y@*HO4G2Z!;+I32TT"QJ M.!Y@S<+5TT)578-
;;9/5F+7;F;*!KUD@;PU#P-J2ZA8#8YL +0^CWG"4/Z J M83!54G4'Z147<1%K.->V%QSDX13]4G=NKVY,)-]-.ZE@VS.BKI0QC7FGHYTG
M6>KK8EY1-T#56%M.OZ_NZ09HHUY_.!*P<[Y@J@VHVZYEL:G T,-WM,-". MW4G)[B+R+P>]@9MMP^LZ^96[L]BFQI\??>.&F/9C8R^Q_(-T[_4'N
C\3K^C M;QN?.^_9_C_9;^?Z\X%G'\#_B8_87=_W!JJ\@R#!W8YA_^X=-^^-);%-/Y(M-@O^AG3O*!<DTYT*6UX#;3[M+KS_K.@-Y?
\!'!H6NK6;WCTXPLVV34?CZ2];KL'#;6W>M:A%82XV[?_C M6L&N$]N;8G=FL^,%)OBP"X+?_'#K]JW<&TRNQK]U70DM);J/,PA9W?,K+CB
MLREX*Y<&IZ[+!@9U[4?S;DP-2#+C0W5V2&;NA MWB$VE5&ZX!I[(1[8" 9:G6]UOAR=A[O%LXAW;-16J.F!BE/56O>7__D?$U49 M_^+RP-GE_C24?
SX#@;I.>\9<;B8Z_$O\#0]TEKX.OTT\&%+$UH,5_,$#4+O] M2S\;+>8/D5GY$!;8_>VKY=)D;Z2;F6A9KCP^,@>N$U^S9%OW OXXTU'GS0379B?
75/B-<]@D$.=T$Q M=7.SC2-6MFSPNP\PCH/*-M)/N WIVM'(=-"7&";__XD!>X*A_D.YH% ','#(]=J<]OV>=34[^_!S<'=NA3-MHVDA?
(P4GWD0QN@]2M*?*X-^\YD^5U["J0/_#OT5F]) GQ'\GOY(;9I5.0BO-M-DD_AKD&,_AB$\;!)MS:9O&+!QV0#\+TU4:+???%S/4O='#?G#,U;63MV!
MQWMXD&D8^ @+!T;/.FOA(_-P+)7\3B4_V%&>.+KN:K'DWH2-!>$C*[D'8F,L M(&-?\$F0,/"&AID>D^=P6F2O$]ZA"4]
<'_OH^+V<,QAVBZH'HSJ84/E]EB(MS1{UC3V$=3#-&FV]W*U)WNC>X:?!(/>=#-%327\,$]XX]9D%WXT_)(]-K=UH<!) MKPN_<-AHU$"U;
;1^*H5J?#2=D/'@KH0YB+<^^ZM:3]2I8.A.;_!:O^7S\D= M.:'ZMF*S8=@+'%FZ^>RR<6/=LW#)X\"9L<|\C9:]B- E]D3EE^Y+EIJ1H?S2 M>
<44'&3*SN84G-/C2B;;^ GF.'V&.>:I4KD^-#=9F4;D:/LS(D=I1^14)?OL M/WK7F/_]C?[_^OTI2*7^_K4T[Q**F_?GUZ>?N]IA]Y_?
CKYWKZ57WZ,/%M^ONYZ.OOYU>=[^>7_UVN/%"A>UT M>;Z6#1\)?!V-0N0QD>MBHO0K$9-N(">#P^[QQ9?KKQ>?J!Q\.>E'=72X#DPV J
M#$G8U'LX.F, %]VR*#2-HWEL]."]06YA3.=LQ4;+VK#_])=LTF,LUYK%&;<,&;=UIB,;#<3VS'V%Q"I<#8F?-$ TTD3%_JIX!G= MZ!F!?)+6V2II?
@[K\F1U\3-^-Q+QA^>SW3A$)HF.O0GNC4^;8 !1^_@(^"/-4O Q 78 A: T49%FN;5[FI\W+X"W[-H2,_1P:.^2O2 M!#OB-
$@25Q'_KS1%C(XHF+'R!601'I%00IEYB[\L)8C*R6JQ8E!5ATF:O5BL M+ +R,;Y)Z9R47T,;I&BOR.J'_80IDC3#S%%6J2W/ZCB{3)CK MZ[
U0^Y$]JF,.++D.(0#P!'(?@X9G\5A"1#>[L4#W;\(K>!X GW_)D<=?Y M]&1V],&@#P,1; M%-/O/1B.;8$]T:#;)PY 4-^OJ0NTG8@H+WB/
M7B=R7VP3PJ=P$[P[OS#WW ;FNL0.'<,STT;.B98M5VX7@R<8N<.(>+)?;@/ M]KWCK!"<@./ <<7&]4GL:(8%5V&:E862 MR(Q@Y33!:,T?YO"4@RX-
P3M;%(X"8JE9_'_M&5H;1F:%&:!YLHF3RZBJ(D& M/F$\PX\B^=GB++>0\KFU9! ZKF;'8T,-(H^901^!EKOF,E%^?4WV"5,0E=Y!S M!)H_7[%8C*-#[/
[EK;XH2]+L&$+@)-U2(YN(?C(MBVQ6 ,21)ZS\KR*S-M* MTU;%Y5'QN3%GK[\C+GX^YNOZ]O3(#8MF_'PMCE5X9'9OV:9]]HY)DCL;Y3O M)7S$1(?
4#M1TY1)F4R 7\,,"FB[.#%(TN7 M)OO %"J&E<0<_:;RTJX8K$CJWCT M#)?$4?;8WV]7U@RL>YM7M6I0DQJ)&:#%Q[]+H)8-H4*?Z@?O? K01,N?
8,P M*(/C2)WU''-C9%!'Z;>8D#&]8$MI01 QMT_P8#9S@.C;+8.V@#C4&OH002*N* MK2K6I(1,.[+ZHP2LN:Y2Z_K@M[@R6 /-
!S#_7H3T^ZG)@D@=BKE<' MN)ZSFGF)XR/=OQN U=;$8&*P]7?LX!_*)?65=V\[K"D2CH#@/AG6 /,,TW@_ M4N--8<_|^7IFYU@OM0XL&B'7Z,I*C&
M"S:">D?Z80L7_&T'Z;S>\7&#+WZ3&]^&1]OY'JO.Z&5[?KQ4D#>:,$2CM-"Q_ M3\#DPF;0[RQHLLG*>F,X2_!X*-
EQ1\&;U9=V'/6SN7WPME^/=CZWC+H/O27 MC2VSN&"]F]@70W 0^%',(RYFC0N$08=*#2N'8=D4;OWE)4L]7(K_&--Z1C,F MN[U;8Q[4Z6RB8AT?
%>/"P%*@1,>:7ZF[M22V7JP!OO3@Z4VOP>K"M'=:)Q17FJ<*9*>RZ.OU]WS\YT$J541M!88L0_$ MYDB$8R2HQ;[^>/JU>_[E[.+KYZ/K\XLO9X'\#4
M'IV5$5QD0.Z"4R,"";W;\SO(Z8==$AQ/V5#,#3@"C7(=E]V+$-SD==C]:#_2 ML-6!BQ8_TY%B*7=U@KRS^_Y9=Q,.K4[J1N+]',@"--9,.Y?
VA)&VL&KK-_9$M#1P[I(V%L&USQU M_(Z22CHA7ZG>@V+4.Q-Y7-&/#EG';^?LZ/CZXFM"R1NEXC5TR+Y2+H;5FGWU ML/OMR]?
37\^OKD^_GIYTKHX?G5YU+\ZZI_|=G[]+ZC_/;U_/K\E/7*=K]= MG<(??1_1=_=Q^C0C2X]U2A+/OS&.M?))%QTA@"5T(;*@5I$!Y]O<,B9??&1E/
MQ[Q[A\!=)99W[_JU$LFB^L!. ^JV&2ZBVHUX'VH/BU1EZK'1VK3AC"SX_5A;IJI.@12%LWJ6/#DH+NYY#O<@]Z7RQ#VGFY3OI
M]'6+7X($7O]'T6C4&XW&O-R%CT.$SD3?Q;&#NA\&XV&OW^]S!(<$T[&5W11^ M=SCNPRV?L/H)_8=EV.[&F'9R2R@CYQW_(CSJC3_05&<^"%E]
(;=>)OI+WX1JJF M]31->Y%%"LJBT6324Z>3E]ZGD^9]CE9W5 !INIF;1X-L/.HDWZAL'OGOL,;? MJ?/B.PU??">MS^E]B4N]BG%I,AGTIL-
1^$:='&_48'L7"-\T8-0CO]%,F0S& MW2/7(-!N.3OLLKR9*A9-'FPH/R>>9T97'SN$S;F+79/*$,U_V,2YZQ[?TY3! M,VBJ\8=AWA-S03G NS-
6+OWE;5IZ$/[VEP]A]$B!MTH.6^=\,+SK7\(E> M]!O;D[?7W1-6_N0/D?3T3>9JN%] ?I'EC1M6NDF"2I3ML.0ED*L.S7-BIWR(FS_=]LV5RO>W'_09
MW^G^W6-P7 !7W:V\L*L_N.O2?WF^G%]O%6G$1%-Z?74,J24)FJ9!._C[Q>1? MZXWZ6B#^QVD5.GR%)@L_U108[=RPIVAC?
^,Z1ZDVCK(IAG,=:CT*1-6L!#% M8OJ,&A;6E0UE/Q;8+VM-!'QN88LF7$IC&?0'">OB;90*=P8S$V,]!T=YT'M/-M-XYO0R=KJ"Q#,C>J-
IG3#KLGIV='WS¥=7W6_75Y\Z5R=?CF_^!I+XB2]YLJ2 M(G4?5WZ/U>?S+Z?=JZ.S4YJIQZXWDY3+LD$UDVKY/;21^>9Q1L,!F+\93^\L
MV_JR6M#OS-CY,OW85W+[]S/+>W1I/9'YPJYLN>=.U] 4E MALSF[^N*Z5_,U2.\.?:65C>_,S4[]XP)AI/#P?]>#P9%K[2T=RF_@I9:E3(
M4M0BIGFO<1F+;?VU";?4?WN]MN3[K#]+]?E54Q"I=F"X]/4#6O-K\VKW96I! MQU$IKVH='79/_^?C^8?SZ*/GW90D'!@95D2&!',__5F
MQ_A37I,;1"S+T%9_|>F/_-;/IWOCQO KN.;CHRIW#*Y-7B+'U\YCS8@B%5A MYRUNI:]R$ETEW_'+D_VWXV^V46.\GQV%NU[?HJU0R5.4_C
ME-.U7U\/3#6=YM34Z=[[WM)I]_;MX^/CH4MFAW?VP]LCFIH;#\1]2^9WNO-V MKGOZ6V4XG0[ZX[?]?E\9C,=3354&]-
_#D?:6^OC)8'QOF^R,__^1)TTYO/<6 M;]X?P[ZR6E$2,.4L[&>':T$!:?OH?Z_[Z=-Q]R?#"FN1V96##!MAYMVS X[2 MM%8)
(*VOY.YP/7]ZQE5P3V5X_'5UH/BG7O ;04D&WVX[0H^Z%) M+#NJHDW[?57I#^AOAV^)K@R&P\F$BL^!\O\4WY9P06+2$[9[\0-.RF N7^EE M*[-
=P46%$;5F+L%Q"[_;0'E)6A(<0>W**TI:B@(G$BXN](";[.YJT+)$9]11N/ M5%7K4SD:&4&,)].)IH$8:3O%2.TC1B^9J(N99P,<[1]D:R,/'#=(<;G37I:[
M=9G;7"F-B4IACB:5OW6AT-.J/IR"64V4\F8)8#G>*I5:T6(;7K_@G MPMGD1P[.[T;CS&O^-EI.I\[2/A<1LM+]HV/ M@DKA<>N+SP92Q_:A#
V5@<8LV& R4 <@0VJZ^_PU716)%*.$,B"/2QV^2JB* MD9P&1;T1QJ7J51RZ&;JZD3K*^L&R,\2@:OL;7"A."[5SJ2-[55MMQNK/?1,)1+34-
A\;NK5QTQ[&[%/U/05%ZFXU$2R%,B77S\;U$:OG=C0;T&A M]B2C8&5.^E@U>_I 00!+-FG%+B9VF^Z3BQI[S1SB!N@8M)W0US56EP8TCD1S
M!WN9)9*1L=/"7

*0%KK71C=EV+7UM M:VUTH]8\?5EK;71CF(66OJ*U-KHQOY,<,Y^F0S@$4,^MTZ<9I?CB]BN!ZBHR M/]4=B[YO 4UPN,-)CIH7B&#,TR0'U M$,.9BDD/J!2(8\RW)MG"!",;,7+)S M7"""",>N6;"X7BK"6 RC0$7WCWQ"G-<"6PRDI)0DU3 JZLE"3,^"3;T2LE M"3,OR9[T2DG"#$BR,;U2DC 3,7_EH 8T:_%(A]MM8 M%'%$?]:=5Y\!XZHZ0L[5*R<,4^!1PK+60!BFUB/DG+YRPC!E'R$W@5=.&&8" M1LB-X943AAH&!*IHYIIFK? D@C#7,,TD;740!AF^Z>9B__B2IA(;\JG M]6Y1%I3/AV(B@V2\Z#+IP/1J$%R(G3Y=" *_$C.A"Z?#B0L&"2G0I=.!Z;W M@^1*JBAQ@5DT8JL#8L.7*"Y5CHQ"[!E,'*== XP'=XR*;E6.C$MU' 0N%8Z4=7%,>%:Y1/5 M]UR(A4\3? X62%#P7;E$P8:A&YT(O"B8,\ SYVC]+)0RU+?G:-PLF##,F^=HT M"R8,LQ[YVC$+EC',7&2;QEO.41=]+K(-YBV),.Q<9)O16Q)AJ+G(5 -9#F&X MN&,NL!PO@IGOC0'"]@822S'BZ!6>R+ABZ!6 M?BX?BU"UGI.9L=!_]^]O,#';F(Q8U1=C\NFBU:=^ O= K$]PC9^(FCLL<8;;$]4X$I1C5U8_"R M8!1CFKDQ:5DPBC%-W)C#++!;%6/]^.;"Y6H+SQ%T;DYNS$/RA'DNQ,=-9,(JQ MJ&1CVK-8%..V;2PRQ:AMR^_Q*] 8M6WY/5[Y%&.V;9+? X;V>X#RV38)>>#1Z MDZ 7'K7,$O3"H_99@EYXU$I+T N/GE9)T N/^A@)>N%13R-!+SSJ;^IOA<_C M=;)UPI=]9[XZ>K *ME%7QD]N- &H[Y(PS#H,DUWU MU=&#F(%ALKN^.OE!']'V8[+)_B9YTO:TY]'R8[+(OGPY$OX?)+OORZ4#T>IAL MK2^=#DR?A\E^^O+I0/4XD]TMA@Y4? S/9VV+D]7;6MOE416NMUT>U>9DNWRE M)&&*G6R?KY(5,>3[?25DH2I6;*]ODJ2D1XF.RV+Y*B/":@VN9[7.4K;;[' M5;S2>0ZX2EM'@OS%CTS3GNGPA!/#]1SC9@7_/G/L MQ?4]X=1]-.[N/X.Z4[K+(2QA!6&+7-@A0O=HLR$ JE*+@/=04A)V[U?;GC\: MIGEDT23%TZT[.%8XHI\YYXNE;CA TZLE!]..P48)BS6C9M4E)X3_[S%-I>P% M<4[(TG:-8DXVL1U)MIU3P9D1,G=!2+B$T- \LB>,]7YJZY=&-.OUS92Q3;DP^ MHM;K3D[=F6,_?B4S8CSHE#T%+(MR)&DB]><@G9W1=W;(:W8B!T$) PI'R)0& M\,7S#_?7$*%]MQZ("ZHT!%][,[#*.Z#@\WK!697U""F0%XM<=&21QN&IU0 M=O"#\/C='BG*TMTOI*2]Q6Z "FGW20Q.ZHLX743E/!&X?B5+7^;6SCG3VL0< M^Y ,44,"MB2+E(7\%X1R-UWFF(>PA*D^H^:8H\BWS$"[OE*^NLL88\UPW3Q3 M,>1K^JZ3:ABSR^Q ^L@U2!KURK,-P_7"P8 EZPH6:-2U'5.U>]N= <_$\VQ+^8 MSK <^I&LBB">9Q(N$,S2?B4>M>WL%S>F<<=#F.M[QU[=W?N;'W@JCE:406=R M+:"L3YF221F=3FOR\'*C#SGF_K[8'J$O# [$P%Z@SVZ$,?C!F]2Q:'EK6S3V- MQ4W==8U;@R>7G"37!PG<4!BZQ\ FGU";O65643]@#(L[7""M!9OOUZ-TC3AIR!W9J4D]MET("R%E=]IH M=/%]2XR3._J(>%+3=TGY#.;,+(DPY' O-6TTCW<(=13P;QI 4R&DZO$7^[$L M5B,'@:G)_958]%^ BAS-%X8%V!']_0,Y? 5K24#>%=.:,=OQ_!%_G[THWAL4>WZW^,L,UYSWX5,A+J&CWCUB!.E[T565O8 M);#._OA[?'Y;^O;MOGE<*FW&VO%UE\RMF^L3U_%\4#JWL/.'? 05^G_!0Z*_M=?W'Q]YE'OO2]$#K1ROSO\2I"5<&_J[MV/+X7BG*@#,.'^W\I M8B]4^?9B32Z*W M-MKW0 @M>_%X,ZMB+R'R0._ K,0/A_VE."7E:FL;,\#Z3 MQ0U=-=V[03T)M3QP#,*FIF$-I[O,U=>8NC\2.G@SWS7OL0_Q1G*[$"N]#VMYN M$">N)]:[I7-O1)U;R0Q]ZX\RA=6X XEP$%1[1KO$KT6\)&=3)1/"<B%/.5+@5IZSB--T+<C_PG9Q)2"M.6<6I&2@3SD)^EUEXARN_M&D'!Z5C8#/0I9=UT+_W+9TED(Z# MS8"57N9@5+S/:\8%5O(K%AO(T'K@I6H9NF5"3=.L:ST@5]6Z"9>7D_FI[EAP M:7 #-;(>F*U:- N)7C#00OE=;O&_4J!"BN2UF!06B3JK+4S82F'14MBBBZT4 MUBZ%6@M*ME)8OQ2V6&9V:;;8?&\AT-+R<[$9WR*GK1RPJPOV0 [J:ES%EH 6 MI]UG_6_AW5TYR!X(03VH<,,V<3]S19:7^^8T4HZJ=\V YUL,?)JQ&FP'S!C M"W97)$[-P M;U%H0<6HR#"E,*6V9#-P',+'^4MHR.;@/0* 8@'!%#-T'7*]N M9+X4J;!8+.XWHQO2>+!:;"&#!Q5NUB:.]@/4 M,*'U]9.:44E7\8_V YUL,?**Q&D_8,86[*Y(G)!%[:HM2#BU&084J3"XM(8 MN JPHA"%Q:5Q03IS"XM+8V(SB2^&QUFJX M.:X'[Q-U-_8#KFK1STT,7JB)C>/]0+E:T%1L*=P/<*S%6L66PF9@:BU$*[<4 M-AD8%*NP6"R^[P. <*$AAL5B.WP?840P<66PYV ?,LF[X66P)V >X4Z3"8]&X MVE&..3P8+?80M"BPON1@Z2.DQ+.F28M//N*TX%BE.+T[;B5* XM8!K*TX% MBE.+G%93M54: UL(M**"K=(XV&*9#6-H"THVQK]VZ&(3-'+:PH2[(F>9N-GB M?7N7]D'BEK2;<73%N]KQ:E <6H&WB=X1ETF YN!L(F>49?)P2:#6L)FU&4R M=!] +H$RZC)9N1]HEQ 9=9ELW >,2ZR,NDQN2G(U7S6[H? 0!+I);L%MP89_,$U4XK%^W'#6"P#D""X:D\HEH&D[.)5>AUK,_M*/^J)4W/EM1FH_MN!/5;(D/Y H(HI3%?>:BL&)4X=2*ON:CJ:)@:M4QE\K#I:)4 D$55K*P>?1)V*ZJ'85H0H>Y3_^SS1;7R MYHLJ2O-QK!9[$%L$5?GA+Q$A"\&9WE2<2K#"$\&XWG1\2PR 1' A:#I*5C>N M(CC[FPZKB51X(ACKFX[$"8#B""X!U>-X3=M!^8NW6LPH&_Y8UGA%16T^_MB" M/U7)DOQ HH@H3D7%(>^YJ.IHF!JU3%S:.C9'4#)%7QL>E ESB% M)^7QL.EHE0"0156LK!Y]$G8KY"^G:D&$K#A6]B%>6GE#O!2M^3A6BST(+H+R MPU\B0A:",[VI.)5@A2=B<7W0='Q+#(!$<"%H.DI6- ZXB./N;#JN)5'@B&.N; MCL0)@.((+@'RXW@MXI$-/2MK'I$RD+^,K84N1)$E^9%8$3&(JK@G/X@I))A0 M%? N:"@"*A0I4Q^#DI$D(8M@B3\AXW^)G="='W\[?28SW2%7MKEBGSVW9G7A6%2C)P?] M82G@S4C:\J\M3(UQ\:-Q=__97EF *Y_8MG/M& (O=;"S/EL[5D]IRNP@_4-RTZ6X9^'O;.L%9D?D'WBWVROCI\;QZ]1B>L.90 M6D2+&C9[0<(PYX-NZM:,7-T3XAU9\^B0%)3!M-V50ZC[6],D<''F:FY8= [C" M)/SC\(%WGYCOC1))"X?MF>2(%U=+BZ7MF>0,\I1QEVISI 7B]DQRA"O\'TF+ MXE4J.? $,TCUR7>+M3!OVQ?:,I84"]U>"Q(J8Q]+BB7LJ0<)%SF-IP6.0:A''8N+/@T6>VQ>VQ0ZA2*<0Z8='$;M[@U-6>6R#!I MD<[M-K/6&@_!$CMIX4@1V2M>Q",M9B@B>\5+[J4%]D1DKW 9[T1:U.WE,+?. M8@RQW.]$6E1,4 X+YX$GT]6@6G)8."<\;12]) "'Q?/#C8*;,L 5>^.&&X5* MU<]@\;QPHU"L^ADLGA-N%(Y5/X/%\\'2(EG1N>_*-2SBNGZC0N*:.6=I._2C M;<6(SW'IP"W7\=Y=.O9\-?,NG"OB/!BS- 7QKY=D+VS,>R$?;V0UT91:T8[B, M29]Y?QC>_?'*I8L1YX/N&N[%[:5#OVK=H<1O4Q]BEN:W:4?=CUG-4O5_=WJ0%4Z(!V2+I@.M(*7 M4_"D1? A;JR>_\$E[^M"F.@V10&F/1UJ.Y^2X=.+?'AXU.)X53JR:=E@C*GH>^WPQ;4L!6_UH (I:$^1 M6@-!^',&T*8^X$BCM.4[+\9PZD$>/6A/DUH#7(O@ M27=\TUJ^9@E@XX]QVI1'< F4[ARGQ51E%'S1KC!2%>F.CUI,54Y!:^ZI58NI MMN*_4_R;>W:58JH"BEO33K!.3\+75@QQZH#;M**O%5"41/.D.M5K+URP!E.XT MJ4UY&B:!TAXKU_J? _^=OWLFN.'V5]H\Q_>6^^*_..OL?:]29E]\OK_>W:F7OWV M]N'IP_&_^@_S*^?F_NH?YH??_MZ___'EH_'VC^>[MOXR;?YX:GQ?#7__Z]MDSC9-_? _S8Q_O=-HZ?GKXZZD-_^*5_ .EHU/IP;GF3 MR_F_QI[__/G;&=*NSZ&_?_Q]^7TP_O#PW]_^YU1=F-JOUV^_GSQ^__WX_.T_ MU3_NK[WCXU^_.=:?'R_.ER?]TW_\KO:UZYN1K?S/?U]Z?_T^N?@TZ6M/SO\. M'&O5OWEV["_?'\[ZQNW(=#[:O]_\\>_/KA/YG]_4#Y?W=Y._]<<'? WQ.#Y_M_OU".?G\Y>S7YYN'?U_\]N]?5[]=/OWOO]UO_^Y???OMS]__-_N\=77@X/W MDNM1XT_'VE!"Y&M[5%6ZP[& <]}3Y?/>SKCU.I\03P:8=4UT2Q[4MBY@AJX], MTY[IZ4Q?:XKW50^:=HHFJAZTR:7@BM"T\S2A%;$-C036A*8=]?U*+.+HYI$U-M/YHO#,N@<8@,- OBS;NEW3$+.R&Y+W 9)>ZL16M,,_<37B#9<$EPEI#N.;(9* MM(&3P#HAW0FIL#K1BF!.$93NB#2G" J6U+8!O-AJ(=V)9S/4HHWB!=<+Z0YB M&Z07:2@OL&)(=SSVP9)K4;$-.(ICFW#158EUE2B/8UMBX2:1;]C6V#E58M$FK1 MGL:V$4NK%TF]:$]C6[RG50Q$,=K3V#T30>'N\QZTI[%MI-_ J[J]#3IH3V/;8+U5 M!*H([6EL&YVWFD U8=B>QK9!4JL1<8UH3V/;<*E5B365:$]CV\"IU8EUG=B7 MX^&V0D%8$6R/8ML OE6+A%JT)[%M%- _J15(OI#N(;9!>M*&\P(HAW2%P*X*O M+1(1:ZK'L#V9;6/W5@_487LPVP;KK2+,U%'3SF6%5H0V-!)8$]KSV#9(:C4B MKA'M<6P;+K4JL:82[6EL&Z? 4+(+M:6P;K+1JD5"+]C2VC5A:O4CJ17L:V^(J MK6(@BM'XT]BJCU@,^MXZ_7+R7#_X2S&2)-VA:NOD114EZZX?RNFRORX? G(=8EW;.KN!MMH;$\WQGN^..E^T3#^],^5 ML80E2XA-MJ[UX?GZ>4G6"4M/B'P")=U13BM0KQ8H[4!1#S2E'(&2[B"D"0)U M<7M+HZ6LY&AEJ*0]W6CE2@IJ)=WQ0!/DZMK1+92&Z!Z#8U.3)9_5D@YD;Z5+ M(MLE+5(MLW1](KI+[FUS?KY8.O8#PR-2%\) (9;RDA:],\9+!>DD+:5<@7C+9 MB8FT>+*$C"Q3(R?RHLN&97CDD_% YN<6W9 [X\8DC*7NA^?/^K]M!V%MB;Q@;V/X6ZK^RHN]YN'O9]WY3CS#NLO+8 DU6%X4M$$<+E6' MI<,CY\2@2.?F+ <&9YNAHS\U;%7RQUL*TLKU8/8+A3*,^E0 MONT\.S*!NN>C^8/AVL[SIT_'-4(;E&.33K5LN3?AIX*\);,Q:#S(CQH-/@ MX\- S]&_T]&%.@D=%'VS7PN,R*=2HL*O8]/S&2?Z3//=MBG7>(\ MD(^V.;_19]^;>-XSE18>;B"C2]5H:7&B AC]E7BZ 7<8-%*%I<6'FL#94G56 M.EQH]MNU#76O,A8.CQ(;%Z5JE?2(4';>96GKU<^Y9(,$)* 8.5]F+1XT ?=-MI.$'N;HGQ/OD7QVQ61U"EKHQ/WU:TN\2"%DNO'OB*\B MNRN'7YKGD#]7Q)H];Z$I]E'-%*G0T>RGB19$6JRI""%36W&K6-RD1;R*$#>M M%;>*Q4U:&*[EZXM\E0Z$BY7? 9*JF^VXQE_T?3DTK$7A@MU MN%!RT+AF/TV1%F&3CHW]@_[X0)V6PT9ID2LYV+CF1QDCL_K1#>X7ZT>E!9(D MY#ZUQL\4=3D0%7+X;ZT<%/IW,]"3'AK,.LPO;B]\NS9] [6V'(=FS<=7Q#)L MY]BV'@@E[,8DEPZY)8Y#YE?WNE-K6AV7L&*]B[1XV%8)NV2("+DT]1EC^L6M MVK\X/UD7.CC6]V/YYMWSH"G2HEVRVBP(0S% MA@;28FI2"L-FZVQ)*JY*"YM)R=7-Z#_.U]31OU]6BJO-P^%$%H9U%1^4IN+- M@^5$YNJFB@_RJ/B@-!5O'K@GLC"LJ_CX0'DG_5*;!J]>S-5-%<^.X&X(0[$J MWCP,3R9A$.M87&TBW+;&]086?:I[BJ;M8&5V&'YUXQIS0W>>KW23K,'P4>_5 M.EU-+*]0]Q3&2R-.)?!1H^%[.7S<4P2N,CYNNO(X)U. [\OB7"G7EVIY"=36R M7QWG8'_TI6+9OZ?@7$U6'!QR*59^2MM3 *XV]@_S ML']8&ONE0^K@+IFONG7G7R #/WXV+&.Q6]2Z-Z:!$E91VJ9)A^- AHJ(_M:)2 MOJA(B_)=W=N.=TV>-QK#:2@7V7^G.:&X\EY& +^54;%HSRY/:CTG+[M%]*KEOUYR^[+.:716F2O6O:+=4@WV=D[_J1_L^SWXJ1D 01RC-*<^Z#?8#N M1.OQ@@5,.JM]_$O%]GWU2. K-618T@0?;;/]B(&E(5?Z6#O0+^^G,@+ZFO M>+ZFW"%U=F>R"U.!HK_$>_N6]!>Z=:PO83[:%=Q-QNI(J7?V5GF^33J4JG[-MW4/Y*\^R2 M]2>XY!$^J]@%/]$LA1WNIW^NZ,X>VXNE;=$?- P>BVXN%;;&Z MNP;6:0[V.;6K4DIQA>O4]8P%X!#AU?R4^ED#*S2&+40M!M P/5!'.8"& MZ$N% @U#:9%MR<5B4^TC_A:K]ON.;Q?2351T JKT.'IU;#S0HMITJD2.Q4U"O.]P'=%I1UYEX9@>C:)O8LS_(SW'?<5A!)2!PRE].S M.=H'G%2D^MQ<-R]5%G:.]@&_Q-(Z? D_Y2>9KR4+:R<"N3OUHUR>C.:\L[&OER.@^@*A2RNB]0U(<20LGITHY8/]H'\!@<>24US.'M0GJI/S/B 92^8\3Z4GIFKW:!Q.5);,Y.4J6< 4ZC?4" (Y4A5!!.,?8"+!;GV 8&6T#D9#_)=,EA6G1F6:LT.ZR[1\];>+Y:5AHP/5*T4BS)I$=#ZY54J@6D@ MVBD@-Y/5:1$.,U2GJ>5444X:&O* (02Y2A3+$H+FH8XB"D%5=KW%(^M0:;%. MK";-PR-S\GQO."X=9IGBC++8X\B]$0'I4,CPSE_*3,,[TV?LTLR-CA/(Z\D< MI"0=IPN1/7_5V#"YC;MNJK,[L;A!.5#Z9=V*/FD>)+E_3)Q*"RD6:@*D8IET MP)T4+-/ T?;+.1^>2@N=B>=HI;LYL%3!DA:.$]P6*&II+),6/,-8QE3RR/2, MA9&J/;9I8=IFE=DT3Y59_$N%)GA3::&]K;+V@>@+W4I;R]N*6Z7B)BV(N,NT MT2"""MYJM^0U4NJ]"F::AT@*Q,3D%>=92YO*A"<GTD&14>ZSH[HJF'3E\] MJDP)?G-F.V2FNWL*1:X)W?"@/\CLKS:^5*S0M0AF-5ZCQ':.05]:!', [$XTG-M'\VX6MW8SMRPX")]P7A:8B0PZ$L+<*92$7:2^/PXXH23,1>V\D4EIH4GZ)K&E N^ "*2W8*:.]W#S;+><> M@$%?.A0S&U,_",54P15<6G"Q8EEH/4XU-JE("Y3*:)PJRKH5:9%2R9E:9ABA M2 N5IF/JL:A,Y5>GES+?:Z T'/04BZF"N^*&8Z5BR4)5KE@ZT+."2^!X*3U*):/_Y:0+_]"Q,2*2Q(\]MQ=U_&M/A6L+<+MG38 M:04W!;6"W0#!;C@&*S)3XP- @BF5]]1CLJZ/3^&;4/D)GH#0E\/4AJ_.8C%5;$Q!;3AH*)8L5!2AJ@T'#4]>P\Z]T>R&HX6" M"$%5*MW"A(U'4_9,HEM\L)7H9DETPX%!D6- IFBR7TX"F2ENM;7+A2 MFYGXEXHU.RT7*/+$4P6FHXC"R4+FRY'&07CY<2%*T/1HE).T:(F+;HKHYD1 M7!9:D+5Y==V#%BUM78Y0=? *#%NJMU>4()0LMR-J\GHF!_&BI%/?DJ ?]:695 MCG^I6%66%D[U-=@?=W;AL)*QM7(1+L*]90 M2XLQBJRR53%/?BQ12- U+6EQED,/B1E\JUN)*B]>5I++-%3RQNJD&TH*#GVSK MSB/. LJ!KY^7R38!@69.",?V8D6G:,QT^TO+>Y[VT<*$,O*^H2VPH+3PH M'Q,'!VHY]? I#:=&^W4S\2#.3S_:*\G0C]<3L?3"^TH)]$/5?W!Y!6GE'-GH! MC^C/-.F\H-M"-=6Z.[IS"/M,\^QN$]&^X"/^WW8PK3R0+X)[BN69M"!?L3QK*

M#LI3E>!(BQ,>/>K.? .G^6#JL^]7LWO;),[%LLV(8GR6%I8KD,^2^Q*O)6PD M+0+82EC%$>:H;='<^^$Y_I>8'%U\.LEXBTAY0<2PK-GC(VGA-N%UL#R>28NN M7:UN7&-NZ,[SE0Z7?]4.;*(3$>.!:N,E->*I5%;><# M2C_'99EK7RK4H(^EA7!*$;3B[?H:ZX]U$=
(B.;M*_7G![5'*0O]6DDYT,K.65)CK30F;BL2P8(42*0(4 H*>,;2XN]M9&H7(+61, PKU.2"E]H M(OR7-PZ5BG%-!/.J"@-%,NP5RO"
("T78E6+C!MGTB+"_8W_K$5M7RBUD*1^\9Q.3'!%VX7BAL PSN%TO>: MMJ)7E>A5CV]^^M"OI&*DB;0XX587?W&>K3VKE Q
QYF]+U;T0E]TW]U"K MJ@X3C#RRYO[5ZADO:BLKR2NM$6A:/:KW6AO?IR?O7]_J5";?Q4.GA-#L.V MP;-BI;YZV$O8K6@>RE.?
^&Y&H\]!.LP_.;_=,M/=W;W9>\-I:4&.IH7JKS^/65G&<G]= M]D9OPAWV/(@@NKMRR'O_'=B'@F<&?XM6@<<=N7V+ESM^\QQ]ON/9 5<;OOEV= M))
[>C;_'SA4NB1-[E6BEN?% Y6MC6^$)7ZA0.+IG;X!6J6E;8_+& Q.+G1"+ M2I;E_W7+@B_N-;KDQF/CLA"^=]H]7-)E=H@!?
3=BO45WAI/[^@KV"MG1ES^ MXSW1YRP>HA^EE+T/_GMCSY_?T]_=>POS_?\/4$L#!!O (:*R 96$P.C(P-C Y,#%E>#$P+35?,3@T-
VAO;&0N:'1M[7UK M4]O(MNAW5_D_],V=/055@@!Y3I)-E3%.\-G$4-C9J:E3]X-LM:'WR))'#XCW MK[_KT2VU9!EPQH#-
*%.9@"UUK^Y>O=Z/3R>#KZ>'S<:GDT[K&/X5^.?3H#LX M[1Q^>LG_PK?CLZ.?O?]P>^GG7^^&(=!\D'L[TT3,5 3&8N>O!$7X<0- M'/[$7T9J?
$+>!%>/2^^ POJ!QXO?Q03-[I4P0P!Y\9^O.E# _{<-?(&RL M_BMYRUX<_AH,X^G'3R]QP,-- GQPTKTX;C9:7SN]8 @[$(,ST3L;=,3YMXOV M2:O?
$:TO%YT.?=7J'8NSP4GGXM/1!:+7X*+5[[4'W;.>,#YK?\-G^N+3$;P? M_V[<5@#DYACOA/\O@?Z?-$[4>*8_5($G<4C >!6L;CWF@V3FPR=!&$U7
MWPY_C>CC[68#GO'<1'K"C44XAG5-$SD9RDB\VG/$P=[!:[$5I\/_R%$BDE D M5U+$;J+BL3M*5!C@*_C9*_P\A1_$(18)[$*47
D5")BW+_G)WW!>,91^>,/0 M.SEHG?$8'[J6S<8QP&(#Z(CA3+@!@#<)@TMA,.3HG MIVU"H#MWQ1&N.):^>^-&4OAJHG#IOG*'RE?)#-8QF;K!K-
G8RJ%K\V=%]*0[MNC*+G[I1H@!+?!7C:+!6VB9 .S=)(_S^4N+V?DG=R V2,,(MA=>SWP&?DO!2 MPEN1N%&P<_B^GM9I-N)P(A/"PTB.913!''
4H]#W>=?\F8 W)6PW3%+7?0.EWU_M'0CK %]7):P%0!!<;Z(\"V/+[Q47F_\N%%Y[-5:+
MCBFFG0S'NQDI>G"*].@<<#GDP^;M82'W_9'X5[$ MJ;X#X^FTB,G -3-$2+CC,=Q/(,[$);*/Z6K2)<.[%(0)7*/*VY88"A5X+^&* M(LF<\8= RL91.!%
(X8C%X+_6[<]O;Y%QN5%.>8DSN0D<;92X,$L/ 3$O I"1 ME,CYG *K.QLE(3*Z]\3G]ATB@<@DX8GAK#A@QCOQJL+HP-3SX;5A9'J* W$#
MH/$S<7# O)3F&*<14?I%,[WAG^7F.T/H)D* M>.G\<-8&, ^6T=@2/;C@K<^Y;Q]A^#E?B^=YMN*AQZ@:97%>%7OJB"Q7'*8L= M-C-
-8D),F%0Q,PU!HU2!ZP,SAC$N720'D0I&;HJ?3:6E)%G=_I]MW'FUO_ON,>L8_>$_?+'W@G[O_YO>??!DSB[T*9D&?
W2@ON<+Q]OX!"QUT> (H6!_/E>*7[O.5N9YM/U;\ ]V,9-$*55:Z@:W^VU2ZVC-R4$_TNZ>M-C#@.(U(M0/-SA- H6 M++VX7;NB3UB+IIA+?
6LRO)G(21@IK14#"'#@|'BO\B&9:;50:HFT5#LLZP(II M[E]_*"X?!.4 *25K1*(77K.PN__&"+O&A\G +F4D E5,12_KB\)S=7
M"E'A"I%YS+L$)XDGS1]+)UHAT7.OZ<@?_]I*D3^DG0_ M1;-^<+D3<;1I%HA]O_%OTPU6,O+JCQD8R0(]XO[5>+G_'JU|B"6^'-/C5UH M(2@]:6?
I+_O..ZT(F+![\\HT4B1A 7$!ZH5\;AEHAFCU1DB80F3AB8+&6B;$ MH.S9!ZHV!)9=C/I8!C07O3&EZ/I%D?3WA]//):\.UR+I@^BK8S>*$"#I1PD+
M58ZM-]OB2 >$B&-W9MQ*1M F 9L=>2"\)#?2QY?V#[;%!&<\ I8[3O1Q5,GD MEBL9~"GJ,7(R9:M,Y>;<__C0NH,+%.74
]94C'Z!O*LP194OLBRUX8O9/$8C M)*7[KV$BR3V.1AG0IG\D+*O"E&>6#9.MJ)\)+&3!]&,5H/^"W^?054W$T5"[\ M'H*206.D >09"
[XP6^ZTHSQ"T<2!2_Y(L![<(E^E@HRJBY#!@MZQ*_H M$1OI#GHB)_K!1W$V)33X@!-H2]Q'\6_73_'KQ_*Q_YQ8SIE*]U*T5K]_UH:. MK?PH!K,I/-
&*W*$:?10]N)R\W;T0-_&@X+4W;^$WUFD]NY""3;N?. ^C0TL[8 M>Z+5"C6)UP_CL:T():V=L+7M9FUM-PM]P]@NUD=V-U@2=L&R(.19R=A5&>8
M46PLY7P8IQ1E1N-E1IE+H0M)^V+@!Q3_EH.#U#?0BU&) (T%M*FM,;UM4)[F M,1]6V%#- NR?]8$O2*+N2^(K2RC:LO5DH LBDD>A5-
EK.#7841.C&_M-IR(M^\/)+.$<3ZU^4*HZ]&Z@.D@7!D'W((C;2^X**F;H.9$CV%#*'HA0)00-/B+] MZ#]II&)/C?
(8:-9#\"7V&N@T(D^^P)U(HRP":1QDDO71($;-9?3 M+!@WR+B"80FD3=C?6,[93#=8TDHXRT_G)26!S?)#,MD48V4FM!_G8@KYPV2&
ML9:VY)Y0F#@BA#95_2L(;W9^#]-HIPTW/9R@6RTOY'#N)H#$H+N-$EHZZ&ZL_M",,&YA"R=W\9,*RUQVPL&"%B.EJ9-
)8]O@_X_>SQ%:':G;*RN"BS.$L&@[$Z=UB-W;'%ME M68>.*.\$QV>Z0NL;H^.<:!UP+..Z1KI@(IMB"Z*QN,0]E-Y=IKZY,,;D-\,;\,0YF?:!G<@U*=M,
M4K;QM.P>\6%.)AG?0N'0)55%XL2C4S@&/ EQD ^^B<,X#D3BV+%?2N-N%[P<@-M'S.*| M!6O4LV1ZS_"F/75"U\)
S$>X97F6PET9"%LZ=KRE8/HN"S\O6RI&/ M4=QBR]W6H3L8@870&8NH-Q?^C_*YUEQTO@F*^QBCGLG&+;CMT0@Q#.:_!FA(
MAVAYURJFNKNGIVTN_BH&@5RM@-XB\'H%%"U. ?KEM0KRBZ@E7EY[02>R^0B#Z>=VO8SE,'"T>L5-4O/T'&DM \5.!RV:#&.TMR_K.
MJ.RO27N]H_!G*'2]3]P2I("FX.=G-:XH^+D<(%N_'#COWNCBH!/T30YG^6;1 MFHBP_()[MSI%L#+=#1+3@G"6:3 A]$@8O MC=&KVEIO:D];'&OI)
P30BSM+!,-5Y4AT\5[I<%#:'+CI(5,R[K"#>85'32Q M KKB9G92>]\6P9 GXA6R@)>#)T\9ULD86C!0F/(.=_]V]E#/W?^[@65?WEAE M?
DPA5$KBMNR:,;*;&F!,]SEX1R;Y)&&C,$Y2]O4*U(!.C<&MNB;["@)7(M.,?8Z"GV2+8\,+*F2[HHF#[[;#D'W!,I(\N)WQ_'TGU
MIIAP"3\.D4_[J2>SU_EF-QMXM>M"0VNTD"5,\;]K4_S*3?&O:U-\?6677,C; MG-N9;A>8GIC5>;.S@T@XS[YBYF?G?
=ZCT)U0"96$1EL9YR117E]6DV8;FHGI MHLEG0=FY. /0]INLVQ5=88(;EZH H8!O9T@2SGTDGK'"H-QL62EA9E6@8M->?GTZONB'+O5-
:2;+*TQT)83A* MT\SEZMK#5Y)SUZQ,1K$XD?$Q1(>:YE0LY-TB";MGNHG<2ZBV^\K1FV0&U_>[
MW#GHH6LWF\UZ]6;WW9LZ'&TC'51/6C%PK"*@=5,W L[D3@FQ"<&)>]J<;^6= ML#SI2^)*6KLT&B%7&H/W3=,15.&*;S>VG'QS.IT\8EF(X8IF/
O/^X;.VG6 MWQU[5.6EF#4HC@CFI/YD5GE';T=*[4A97T?*0I?V7PJX@;&S_S-6SEMO,I,1 M"O.L9K5/9>?/5V:\=E9V(F74Z+X8"*9H-
R,Z7O3F/I[6IX;MY9\\X-X)T+ M@Q">(^\U*OL_7VN\D$M!F_:W:[%X+\J!F/WN0RP\Y$VU&-<@D,M95.Z %P2/I>5PFDVXWH
Q<:Q"X]20<\&3*%49A>GFEZZY@> (YSHPU;%_WD\^" M*ZAPZVU04H"Z&_F*8^ZV9ML:(FW@I@%NK1/I:H\KM1" '/%>"D@JA[03=/_=
M%L=RI*/@-=AS'3;R#=)E0&=Y4$H6GD'E7K!R#)Z408IFPU3X2 #5'!-"9O9Q MJ7/@/3!;CP]_=1/,>>4*IBV (
VH2=F%4EP*A=)!J:4SEVBAIU2.NNR7*T;9 ME5%,@UB:M>-:6Q+:'C51CI ;HGTU+V)LK*0'P$%M3T95R%BMW-42X>9(A/+O
M)!%ZVYRF4XN%FW3!UU8L-,+?]%O!V7V31+TO'C]_Y9Z$D8@00 M([D[=^H_ 6LSL2L^LV"TYD O M$>_[IH]WO7TK?R+>]TT=[UOK*+6.\K-2T?
@A=)2G5T<6]B%#ZD]'B("&'1$ M')A I^4NK'D&N@GU7'P,S:2@A-0ZR+/70<;&DMSY@3U_0,9D92'K3ENP]]&\ M3"ED58'JQ:!?S"--4?
JV*U07!N:.R@LTDBR*_'X]B3'DVF'SI48Z7+2G*$]3 M[TN[-G"Q0/-8RKC9J&H(Q,V@9[>4\9M70HI!^0"*Y@E.<=^(>Z?9<.EYNQ&U
MR/M0'W#>N.DRRU]G"@,>Q@QMV=A%CLY0[T,MJ?\E:\W*P_#?YV'X@*'&L\/- MFV*X!X 3.F]S'F=(2.:>N'2?
]}06XV#!0B]6_Z!B3Z9BF;!IL:!"KDL;9"V7$LBAU92HV,K.RDO(M6$,A*Y$<%: ,?D] M2W2U-T07"@]XIZV_X\DMM!%6A?)
(1$]I3#BB;)>C&YL;B1^C^.8GF345MQ+ M"_4M,Y."8_DW(E-U4W<$0[5^0>=K-A8\ P1_-C?UM_RFMK.>E_]^(K9*DQG# M4?EE_$,AL-
0Z,W^ZF*>Z>*MMNNKF83=&S?"2l?8 M)6-.OLQDMB325MY1&&%'0]/T!.O<4:=[G0.*?,@X\/.W@W NMY**UR%+UT7W MHIS.<,2"8R7-
NG&,YB'$7]@3ZD#.BPW'IILAENP#!@9OA:GO4=5,;OA..9[E MV6NT7E^T'AFTQG(F7]V7?+ 9Q+4+1;()W8W8U%H;DQ4+O2G6 ,S9O#9N5^
M'%.KR$-$Q;JGZ-'0KMH,KZO+77&-18 @C&Q-JZ:K&X* 4B.@5CI,,U7"$I3P M/3D-8Y7HJ*=204A"PV)132W=%]LU)
[8.00XUH\>8Y]\%/08T;I;ZBU%)6315 M,9D^7J28[SMO7[UQ7K]|Q-ON->K^Z(*>A"5)=2Q=!DCUU40Q0W/N
M.SWN<"S]-L'_B4C'_EZNL%P491(6(+YG0@D; 2F$SC3%T(D1F3!3D&/BQ>CY M2!G^-:%=4F?!P]550]"NBK8"QMY7+H!/ X<^!H \]"D8F((M-
WS,@PJD04) MSW<_PI_M!B#XF:(R)C0T(=QSN$Z5'"*[N_UM[6Y?N;O|;>UNKV7/U>CT19*(M!;%($0YO= ---P79A_Q76-6VJC_4O,4=2]7*B!06)
():8ZHTLSHY#9&B@1D+"-E>#CC6 .#RA6^_MC[^$6MCH<0G.-84'P^S7K$H MN:)4>@E"BG:-H8KB&%=7UIH,Q!G8!\>8KN!>XC25+#W4L7VXAP
MBE1S+?[-AF?[%]99_UB&IDJ6I2:^P MK8XI @D\H9A#656B>]&)F=O]#F]:0C&O\H[Q>Q#24(N0/;*EA_/:P=XCP5)S5U<6!\'WL.T'O
M4:P;YP2/D/D0X$2Y.P63R#/0B/@^%0RL$; M47_2XW^0VSGB[& M,#O&0DJ.['6*F%RJ$,Q8< >%Q4#&8%9")R2X&3(1=FH7,PI&;4!818*!?0V"
MV=PU*-\"*NE+X\';'DI%'OU:AR>MT4+V]ZV"OD9VI6[2GS$P]S,*BT13N((O MGG&+Y=%=-/^+#I,X=%AI4N9BA%U!9I74K%EW7*::W9YV%+#P;
(J75XC=3.IN MTQJSNMD8F6CBB<<9V)IYD&$FKS",.B"VVC/ACF.533B_-PX-[+OYVE"?QAL3 M^[,Y0 RGVG&M P8UVG,9.9<7#U*XFSV-
XG[H6:V^(92.'-,#$U?*:O"^WPY M;BVV+=XG\P2E13C:6D6QBP#>+'?[%8*,'6]\99,4O0!XGC7]#,PRE%4UP^\$ MTBD^XF4?<[-#HU6]-,2/<1
S"5]>PQ$$O)+JRG0,GF2..;%ZC^>?]N,-P MNIY%++'\G^2 S$A1C0XV#9/N9DJ,%'0!6A<&O (.X4SPB6V(R2M-A)'5F0FC
M68N60FRHDJ,78&3>6V6<$]. S8A&*D98QO:.!\SGK@WZ;A&+:05@IT*F#@*.MJ18P#C*+E\P?
JB0:92:AUA*D;D1S(G6XHYG+!;2V,'H37&6_,@D:,J8GU MX_N@O,;6VW=CF%9S[YQ()Q&'-Y<7%'>#_$(S##$D&2*I9&LL!L"I\-$[T5,
M)4%4G$A(6E.&D=AA,J[<,V8]OEO*/BL1$+A5,B)',DQ_(XW0LOF%<#!0G4@-M.$^?
H9TIZ*F_S:L057P!LGG%IRK0'])%OH$C9O%9MR93$^PY]D^*>CF1S472 MM3:.:U'_5IRX91.Y#$XV7$RQ] MV0DMAE=0^SP#/^_]!?_8F!ME')H5(+
<_ME5FE%<_R$W#PV_,S/EOQ\':O[!O:Z]MRK^^{QZ77=_6(_'RTG0,I&R~%1$9V MFN=C%&0#M,,/919NBN0Z#"2+
[%'6[$8FD(#1,7LO\JQ^5^.D+7:!CI&++U6C+:CV+3YJ!X M45K4[B*=]XLZDV[35,K9,WDHQJ6E(I3P\(2,@#P?_4P:!(-A1_AEKUK!#=6C
MU%BV1@O9?VUEFK)/LMD_]$JIXYG&L'(3.;9,N7>74RVIHE_^*H&%3LM(43#:Y MLYSVQ.9IF%H3C
VJ(Y^P&FDC:;5B%4@MC55D*C"1@$:$UXWPZS3)Q;K8J_G/V[<[']K]KXT&Z>M[YIHGW3]HO6U
MTSN&OS#E2>OT5!QU!#_;.19'OXM6[SC_HGW6ZP\NOL$W^'&G]_GLH@V_='NB MU6Z?71RW>NV. ^-X=G,#0'?AX ,.T3@5,V!=GG^G#_J UZ,
OS4:O\UW\>ZG;Q M+X?>./LV$!>=+ZV+8S$XPXD^GW;;.WH-7A?G%/U>NWM^VNG7&+9&"]FWVH/V M)5!(T)%\E 1V0GA:UB]_K3,(^!&N
MFUVT\!>BD.J+]-<7-YT,DS MF80>NX'0HD(/%B#F*#24Q-E4Y!@-'"-1M8]9:^21WB=.Q=3)3ED/Y%)DMA7T
M[^@R^\8MEP']:&9G=]*M]MI@HVRV+"D]) ^+]U6RQK[(89<5>I>V\^T$Q>&E^ MKX$'TV8+[2RKW&[M5+5WO=D -2=.7?;I4
4A'+O2C4#IL'IZX\RYB>*Q$7397/0EK9_M>G.+IIQXVA8\[.F!+B'39*<;"H+K@6IXH><2<@ON 3-+=#S$[;__FC M++Y?
&]+*?]61>9UIIYAI@NO)6]/&Z;$]$;7SVH^%%[7>X8L.4)' M =<23A2?%(@+*KGNN)9?,FLC%BKA6B>E5./?VN,?V54V M E) *X:MQJT-P:V!2OP-0:
[VE9)CAJX;7,N8_%CBC"TZ-:JM_?EM-*BU]+\Q M^MZ+P_-O%^V35K]ST7_&)]9:==ID>&L>=07JP/QT=MDX'W;_="W'>NACT M@)R(T_.G,PL]_8YL-
??(%!KG%I+4.^R ZT+G/WN::NM%:5>_]L%I56VS[X" MG?V]1K.U/[Z-!K7&J;4$]1F;L-M7;N:!%KCC'LMLU"JX]"FZ.%5MC%L-7H]=F MH-
<&&;);6;!AL\QW"&WUVX%B1N-$#]L"W?+NU:<>G)ZVN;Z-#JW94<%.UCT MDQ)!2.J#]W39&Y,74*/NVN/#1H-:VTHWR#!^U&E],?

5$_[S3]K9.Q=GY^=G% MX%NO.^AV^IF1RR$K5WW"&VQ=WC1X:\;TE]#6!]\;S6I0:]*U@0=5&{QI%*P-
M7K7!Z_FBUX8:O!#$VNA5H^]&@UJ;1#;&Z%5G__U=C4J;!F_-J-82U&>H2=;9 M?QN$?Z1&VCVN-@CV.A]PT[!M@[3*G\@'?
$GEB0[7L'W="@I*K4&5N/_-RA,V M&U12+0FQM5?D%:MT]<*DJD/0*LH8KL$F_$1CS?V]QRHZ6$#BO,S_^E?AN[?8 M_JC7M"YWMA9,=+U-
$,"JM"]Z;L!GDXU;%SQ[6M"24<&S![^NFYNPNO_^]3MQ MC6X;='";:<#L<),8:[F9]H.SNKC7&MDA:G@WBV#7MA)M*_E^=GHFNKWV:FTHV0B9:;-
!K7'JL>B" M'>=YCU%S>M!VARJ0B>@&HYHD;.H]VR!0:YQ:9Y+PKYDO?XUB[-P;BW8:)^%$ M?]#3_2OPJE#1$*TPVA: M2R2;>ALW"-0:I]82U-
J;6Z/A&"M 44-:@_NAJ+8!GEP,[=M5]%%1?#>WS#Y MY&*7QDR*YOA(O7ECLEH6)34L5>=ZE+('1A1>-L&P4K^H-$J,C_,!F+&A?Z_MG7%1
'(]]S9/4EDS^#8,-U<"W:H/PPST\NCL^' 96$P,C(P-C Y,#%E>#,Q+3%?,3@T M-VAO;&0N:'1M[5I;;]LV%'XWX/] &%B1
,K%;;)UB6L@%WG7]EU[^M9YU,CT5E^P)[]PYSU9"HL.Q=C M=J53G@5^(PLBD@8F8>OG:>8W^197LH\A(_N#O-%N M';<[MP,9RIO],&XW6SO'
MG%^O<%W>9CDFLUB0SKW]|8_#5;_VG\+F,IDTVMV =9029L+ ^WH:64)@<"B+\ MX#;+!SP_6+4+]Oj;.SH^Z[*3SMG9Y='I.??|CT^-W8:
[OKX\.JFN_Z M.F^F Z'.61Q=_"3]MII;K=[??[-M,FL0J4_;C]V^]T^)A!CV^>*\-[_4+2O_%7Z]C79SN[5# @MZ'W3L:5U=-N C
MP8P823$6,1Z]M.Q;P0WP]2;UFA%#;7*E, 99FQ23MOYB.F'CWN_L2];Q3+K M6W9V=G(X[Q(=7KTK^IL>;7N-H)\-0>^7B*!C;H$;
"2=L)M,CY6(^R)P0)K" M)];8WTSG+,)L+C/&LPDKLMP4@MF8<@PG2+.Y-K+ M+0AD(A+6H?P3<=8)YX[MB6<>$;Y M?5B3Y"V1Y,.//(FHUQ*9
86$Z!G]_C_$\KAOV.R^S!(=0 MQ.V)4J/;<4C(_K2YH;#$]=![SC<#,;H8"MQ%MQ=,^(M,6)OB8SHW0'/.V,_M%?K0>L@#C3X/I5-6)XG$Y8;==-
#J,FZ$0S% *4,E"&Q,@#JADG9 ,T@L192A M2$/7L;21TK; /(H_1BN/YJ'1D8@Q;-D&P!L+T,$CM',;#7C6!SF/<+1?%0HB MS0]\]IF_(;P;S?W87_E+2?
E\!GJ5!AB=_W/,]6@G9QZQQ!8,)7<,)9N;."FP MTOND@PAE< =K(]V&2*O@$=]<'H],A84XP.3RE@>@7]_=Q7I 257$"_O$G/OT M0'(3"L"V-.73)5T8*,
)/Y+6Q0U(B7N3"CK8!',<(: M31HR0R+AN"MLL##GQ2QGPQ2? <[%)(4"A)$!(,"$;\[CUALB6@RHMT_|.NU
MQT[\!;Z]/%:\F':@ZDC&1"9N=89(B,C%+:A(Y0U1C)NX0CL(*'DHE7V"_'"(/LVP>8[=P>LB6A]OI3WP^_94GG2;*_)^DJR1DLD M:V?$5>$"!^%8)
E*'CD" "WBX4+I,LT^7Q_*_>7#U8SC)B8BBEE?,X6ZR!== M)GJ-1[]WE[@RRJO@TK"Y/DV PNK;M.=-\+O!1PZ).7/L&L=PWXR6L3+C&$>_M;XO
Y1E2HK(2<;<>I,_J!M1=J#9 MQB-S$C -(<6+5_WJRO,(\'?-1.HS9L74L4WOUH#;;6Y*P<@Q4\0N3KL=*6,H M=D3)&Z'*UN*]"<%W;]+S;%PS\>?]?
^S_%/T/]\(FKI@U MT"(I %U1=CBF[8:0QX>49?DRO*59KH)R+Y.]?O:K&%'V!?SCL8H.;!8<>(R) M5E#$\'A,0I4=1?F@ (HCP*?
ZEF@P!8I'CB6[*A5QN4'>__KP/'&B++#,-L11 M-F&)P:D;)7"O2 "KMV;R9(=46G-[\C+0:"4IV,MXO7[&:\]622(=*3P3N
MC@?:AQ1^AV#@PU)2P>TW!]00O!1F*])*\:'%QE=_O:9%< >>](G7:R#J,>4_ M# -:VJ=XL@?L'%N[_[?]_P_ZOM) Y$X_)
M]=V36X8K3]HM'U=U.!PK'MVPYO8^GI%K'S?:.W9G\5NGU3K7_M'V3@92)*QS M*Z*"N@SLPF>-*[:,ZK8W+GWC#IQ?L(YCK]N^Y\(/:34L[U:76_;-
A1]-^#_0!A8D0#*A]-D MZQ+7@).XJP$OS5)C0!]IB;*Y4*)+2G:]7[]S24F=_MPW/OE1KO>W]VF]5*XWV[=8U?
1O\;O4ZOVVXVCOPOIAX5MQN7'ZX_L8^]3]WV MVU]LT^RO)1%AV(R;L3B<\#7Q#P#X*(^,:!F+H]7//"$FX%,SQEU M/;Y@F?B2'7
E!V@R.:N_YXV[HJK_^G)P>9'CEO9@U]G64Z*=HF,LJ&9._X%R"A=U=,,Z;] M"+DJ?8>51Q9#"[@NAQ7FC@]/SF1:(U)?-
Q^[O6Q/B9@8]N[#36]QJ0=6_BO\ M>FO-^F'CB#JLV%WKV-=M==B0CP4S8BS%1$1X\-*RSSDWP*>;5BM&C+3)F$[9
M.VT2##KXB^F8U=^<_@;0J$BF \NZW;N+19?H\.K=T=_T2)LI!/UL"#K9(((N MN05N)!DRNY3/5$B&HC 6D>AC?U.=L1"CN4P93ZKD3"L,E0AD-
F<_IO;F BC/!6W H2:97@A'L\\FP(YMB1 M")V'9'<$WW2$=>*Y8UOZ4\\HOP|DKPDDKS^$201U4HL4Z"0$#U'70"&H#_N M&S:_+],8AS#/) S)-
%1Y!*_]@+$ M!"XN1FP"32$5D4VK.&@*OUJ%U9KI.M+5#CGQ\U9KI; M+ZI%A2(9.1SICE\?V MO5M#;F>Q*8F18Z:(G$Z['2DT%#NBY+U016GQP8#@NS?
IVVS<,?'GJC^<_13U M#_?")BJ9';Q/>U*?13+-#WYBPY-Q&12I&>5J*_YQY&>9-G86([H&V$P2F65" MK-8%9T/[&E$HW8\D''1&]D
Y2)DEK<0OI8GE02$^YQ+ ^8QW52IRGH2M"[N_* M'"]'(N399Y F@I9!T8($$&JGM1"2V4 M 5185C5FZ8"'¥/499/0UR8Y3(H|S*I MK&<_BQ%%7<
7'DMU8'-QX!$&6D&*X<7A,0J4>1?&@ *:WKB[4,\"!39/\,"Q M9$>M0I?7UOYWPO'"B+#),D0KG;+8X-0-@$KA7A !U^[-9$& @'(+3F]^QEJ-
M!04[*1\4KUA-(5)))".EIP)W)T/M)84O$0Q\V$@H>/CB@-H'+X4Y"+52?&2Q M\>5?
SRD1+,&3/'@Z0#VBZ+.P503^2N:N\;#/V0UV(.ECT^N_!^SD^.2TV.%U MPTYI6+DG!$%Z"M_AU:*M-4U;,_@X91'P;7BX3VK'Y[AB;AB<:UY9(]6OVS:
MV]I_W$Q70REB]F[&L]^+MS:?(U.<^_6%^4PVWQ>4]?6O&Y7N(@3KM-<\[F5M MQ6Z;+*U8;6_B1A#^CL1_&"$U M2B3"2UZNEX-#,N T2!0X[^C-
Q\5>XVT7K].[#LF_[XQM:$BXZN]:1+V]D2+P M[NS,[,PS,X_I7OD_CWO52O?*=-8;X"237]4?^V.UUF\4G[C;+[6Y_.KP%S[\=
MNQ]KD4KL\VBW4@N^6'$##$[Z&N5]QI%XLU,'C6D0U/(A'9U][K@,KII;?71[]KH&#Y*%23NO:"K@ MB>4ZMS5PY_[HM^IO MXY?C@3.RU6"Z*).1D
(5K/3_FD.&"_BC)0QC$ M@D?@/O @L^~8Z2B2 1<@XHPM6<_PM5T/!Q-?O)@/![H<7C!S*\RU1GH%8I M2QX/=/YT5(?AU/7@RIV[_5LH\'(+-
F;VPQO\U7?Z8Q<]&(]GSI!_UAKU?)C G M;^8,-L_?Z,FQ56GNS79AH:Q5JW)M+4(;D[[6#XA/?
[XQ<|^U%0&3&]]1RV($#R")/=;CP_LM19+U$9,4$8334WA)8Z;3,IJQ4\A_%A$1%D4L0/
M;M&Q2"0L"6@=-88BUXWP(*E,%FA3*=>%T1)@96DT_@48>A4KS\=$D=71!&Y& M/LY*#VZHJ4\OBP@^&1[52LP,\'QV8&9L+
P8BX&GRJ6&,5'W13MH7Q3MH/&= MC=C/6/FVFEXHC:$[#I24+#4<>4SYK0-?[MY.)1-/_IIJ+LJO8-OC9(BW'IW1IJ;I@FNE%P_PDT#+X,XL*8H?*J@
MQ^C[?D=[;VWO&7N"DCR]LM7NJ'.61N!+ 5#C6G"43;6Z%\1=K"KY MKI*A2)8FY[LT&M9"2I1%7>4$0E7]):-,)\+$A;)=:I+O;]A)M8(C926,R8>,
M!F'SOAE%D*6X0DYS8_\CO9+()<[QI<)0X9L;XA]!6LQ703F@Y6W@JI4_CQP\ M"5R::9,Q3#(>.3"8V\[3=]$M93QO-6!DR5:B[,:>D)@D(K&H)%6&
[]+,]]7* M"VX)^ZAE'1!&;)63WWKN:&D&74+$8(4J5(]LHD"-YA'7/ EH!R604Y GY- N MTZC#.N;XK(G&A!Q5H:NY#>)4^0Q<@G M+M#-
)%X@8TNR#R8+XM+\6R.M2;_>%#_GT*\^OP-02P,$% @_K(!S6=H) MYF;.! @1(!X !E83 R,C V,#DP,65X,S(M,E\Q.#0W;&]L9"YH=&WM
M6&UOXD80_H[$?Q@A-4HDPEN2NR1P2 ;<@D2!PTZO^;B8-=[6>)W===4C^?6?\ MPD&25NE5Y-JJD:+$N[,SCV>>F7V@,W1_&G?
+I<[0M@;X%^BGXX[./=N;^]^#(RU!LQ 8+M8@<0JL':WJ8%)GP#<[EF435;](+#E? K>!"/-MSO[JN3:LF5])Z!K(M-$&PQ_-0O%"I>46
6FTNWTNO9C(!;"P%FKUNK4>PA[M=MB 1]%"Q^T#AO)X9+A*8_7MN3NZ&?4M=S2=P.QV[MQ;$Q?<*30OX;;FU/HU M<.P^[99+S;.+1O5]
<%D.6((IS+4'>Z!R*'#5^-#IS1'#],]9$]LY MG?XRMN_ZKN .ZU&XY 5^S711OA/AZI9\5N[$-&K@?-%$2TY!4#C2M<-."2X MH#1:\B7T
\%]N!$1BSS!0DR8[PN/*Y_^5OC\(PRGX\%H\],#XW$?C@T>/PJ7 M]XEL]^4Z9M'3D4J?3]HPF-H.#.VYW;N#C#9W8)FK@^=WB*W>137ZHUM1# >
MSZP!8Z]4:5329V=F]8OG;T1R:F2'WDU)*B6TU- MU=3P.6$*>RU\@CF/I3(@(]B1:HVO=OH0?*FMM+Q'E".V2-NXD2!CV42_:C%[!HQ<'R3,K@J[/S-
K!HF>.:![A%W3FDD MAJ1D^9^6WX&6K;?1WZ)A?##KRN!2I;Z0'625AQC89>#$,6:XX:)_^O#6\'O=?>
MA.#M#9YU).GNEQW\@=P5*74'SZURZ,6@Z87,^PV:M0O$]V4HEEM+]$Q 0:Z?#A:O,^H>SY3 8#%&^QJ7 MIICE>3*)C(A6!8R33GW4W<.R,
[B^4W_\BWN_TK4@%\X2/X]A\L/LEL#)MT$1 M8GBT,P%S'8-S)*Y?^/'.PD[@X43IA6&0\"+%()*'122PUWQ>YE^72"V4+KPG;*B"-V#]5WM44 M:!X&
(2%C<$1(=(]:)F.-XCY7//)H!RU0T1 2 K2O1[*=Q'$VZ2E9\JO; M#[5EQTE/3751)"2A31$*0,I6?OT ("GQA0=E*H&]_!2'PN,>G O@XN("^/#/
MQZEGS0$5/B?D?MW9>M;GAX>.70-,2!&! 4 M8@<0JL':WJ8%)D5V.6 %OK=N0F!=HKFU-Q:_M1BY6]9@8W'(+BTIX#,; [T_01YK$2X\3]X^
MV&LG=7C0OU^F9I ?A]CC5>RVVWLM]O/0)B!)_EA(_[#'4^\<'!RT^*)TI"(MA$]^B66/2R9EQ5(A=EJ?+\X'O-
F6::F,;K!,GQ;Y32OZ,4D*1F2BWQIN@,L; M@_[08C*S'+O;|;WMO9VT,%#2A- G@>T[8(MIS4^6Q;3]GT4V %5V_AC_'DV M@_X(_1[_HA]9@[Y/2+@&
(XLW\7LFRL?;P M%94R26)C!R,/R/EKS3"; 1Q 2E"'*?EY (7<6*ONY1>L$WOE*Y*W6KW7!F6'P
MW>'0.@GMJ9RL'*K::'+!Z+OCHG5"'Y:@J@F38WO?'1.MTPF]4JHRJ%CB&XK# M8G_<7I^)!PA>;!?Y!'G090/]H>VQSCR8 $#'&.A&L/_"?PD3I?
0DJ7_5JK|> M'+S9:^_066= 58S/"?1O6I8+?$+GJ?2IF5ERLOP MC^/L<1)IUJRI'9,6X;?SGYBO94Y8;65H*?2LFOCZJV]CV@03$$ J%M&B+Y1'
M@\W===BT?LY6](\R>AN"BP2?48-O"I;M+20UGZZL.?-,[NDQN4Q"+#2RKF;, MQJ1E4$YO?
3MT(4W3T+D>G1TO:.M2RM,66V:#I%JT2H!]FM!JEQ#1?AO0RQDF1J3E^OPVFZQO_Y[W>I,_O_9]'%&'1@H.BY M#;'Y;MNUR>380P_"OKI,4
HES^>;=?AD55BLCF;@U63PT":0H%$_A=CVW2MJ MA. SG[E$^*<,IYI9"GTDS_!;RFH/$L=#),2_,H<7S&A,%VW1LBU>N)4JO:%4 M3.DYI&,GU?
P%;;D3I'^C'<:A[GR5P6RPGD!5MQR=;J MZ(0',8^L.9$?0#^DM2R-CPQW@B0ZANV[/&'ILE+&3L.0E"%[/,9@S*M%MVLP M![3Y"-7X
1@S_;X&,X1IFX[SM&GG4PZC!R5$IDIGXVE2/N^*<0W6LHJ&83'# M_<@;Q<9&9I'.'J-G:0(= V>GG><*%/]!R'B4)%,3M)LG*"G-BHMK
M3$1-$Q'8U ++FH'1)S4)>P5+C^=L?-&BQCZV(?YD>R&XH U%FXRO5C-M7YY" M3<7K/!6L((N79*6+:KJ"Q(8#P^R,SC^H5SPI;PIV%\U8WM)-4Q?
<@+&73>C_ M2W[7(*+@1Y!X]9H)7,Q..'3@:TC1'LT+(U3A1_7@5/-(K,JPHD(:,H1DQ/8, M_=A"E5<0
X7_*]%AA9),@5!;]OMP@)D59J5%/>_+$PJ*M'Z.?E8ZE!M>:!/[M;&YLNH30\=S$">5K?DI=8:4B<-Y8/T:R86S6C47H+ZYRJ
M+IV&]_5<.R4$2Y*IA]C"6]GR[$2]F4>#$#)/BYQ,-O'&I>2]A+]+MJV!> M-,HY13440)9;0QC4*OIHGJ8+H[$"S[EE:(Y+X\;44(I=9Y6$O;JW7J
VK*/5& M&Y[NE!=,\E6SZ]CI)7O^E1WSC5%092Q(6E/6Y;-IE#V[X)E:G\-\7+61G:1411PVQ(LVV\H&;EDZ#;_F3L%))MIPDP[# M#6?9SBK<
Q5T5W%ZK5FVX U3D9CKFA4"Z1NNR[=7R_JF*(UJ$-XM>+Y*=E>;_M_EBA/Y;N= OZ8GE:I;MR5WT80MC_](Y--
+3F:>U,FFKP%L.:Q8$(M*TJC&NN9R.)W:&'ZCOP<3T)W01@0$LKMBNC;&_M"_J9-GGH!VAT@I#[_#U/:DZO69K.
[+U;*/IJTU*+HL*8\626="/_AL+9T72-ML1R)?(TCI7)03MD4KTZM'#4*CC-Y3$[C#]GF#G$_G/.M?;E')=,/=U7#*42-M>D"6%3<#NZ8IQXY"(
SEC!:,2J1DM'9NA]%4Q2^?47Z=Z[_N+CZ]_?>_/CNS M\/&+_^:_;8_'W]9^+>]\,Y>D'Q_I_[[[^W-@GC[<^=;V_LM: 4#\-NW_;W[
MQQWG/&C_>7R\,_B]-7'\|'YIS]T:'DX&OWF'O__IP]>@LW^-+^\?1J3G3"?W M=Y>GL'6W&'^#PS^.X,7TSY?[Q_.?[G]?+0[]?9.;EKWO8?[3]VS
MUA^[=Y.;H-L]N<7^U].KLUFO??3;I]WVWLWP+=KY_$L_^/;IW=7YN_;>(_[S M-?;#]G"!T>7]_+@-1V\]?
(H^#>_^OCLDC]XOASL7@]'HX$_O;>=NOG^V^#)V MYGN3V6S406=M+)IG9X52Y28QR05W1-+U9C(E59/4=N3OKU@/-+6 MI%]P"):
<2Q=.>IF5UD\Q2&\=U4BDL6)QN&K$ BWUI3%YI4',I>%*S@8A2=7 M1%JS2K_2(=NS4D(F\;D6"[NWEH)&@?F-;FDYJY#G'2/A8&,7C6)7+K5]93IA
M!ROE]:)R&ZE*'3.Z!WL:[)AA1@7?CB7GH8&QQYOME2@4TPXRBJRIHIV2HOC2 MG]*XP=1W14!4>@.0RJ7=,"_Z,E>Z(2%,IN:GRL5
301"I;']SL;8IL/151BP MIXWG"KV]87Q]*&5 M>9^-?8P^95YRXY_I5SAE$<267WB/3_(\G!4]#7B.'%Z<) O[WW:2;MVM]9 MW=[;>?5(W.2QJXI2,-
#1:UO5I$CRK2.%Z#W_,@E(\LQ?.M/8MF<\3PMX_5D6 MP]\@6Z\M2I_Y$\FCRLG_3Y;"':&A'^4.&FHPD&1@5;U:U:K.0?U)2CP::*T7! MLHPL!
[K0"7!>C=&\1:"C(T0^.?LC4W&E2H'C5]DT2<[^>%*EVR0J/\PKJCU\XY0)\W$K,L2OAJ=W.D"YS;8?J>_3"('[6\SW]
M1B>^LP!,V6B]9=EQJH];=$W,W@;DJ68 0^3>\'QNB,-9T(>>Q^S,)"V5E="9 M*V2_GF 4SD)*("T^9=U4D#*7=PW0
KXX"7]5.J9H.72'U4QIA>3+S.;5!4>A5 MMQ!*A6=9R*J,O$T4"T=\U?2#:0KOY-UVYO8!$_&HJ/; MJ]V/JV3WXUB^^]%9[7X\BV;
<%$0=PZ7$>6EB$\G$%,/,3_SM'P^I*)*^^#OF MB;]30?Q=\\3?E8B_#+1)8A(-TB*);"+#3YC% *V2R%89C@%;)I%-!"<>WU(A M/G&8=!;-
%/D@L/&B#,_(]D@IH,B3&B0_#:.%_L M%[M?^$X7X5.8P2#+Y171V(,_WX;\U)75NT%X+A@^!9U 7]%9EF^-3AA,J 7\
M#;BY7L=_70]A74RE9!/1E<]R1DAH(I18+O%=JQ&MOPY= MJ<'DWS1$\=CF_AV2(+II"5F6RY+4 M%'@[8Y<3 .Q $C.;D6Z3:OKDJ>Z]-("P_
.JY0=32_:.*=+/8D@*,.*SEZ/O MN3?TAA"+O?SEJ45%U7$9IBQ-2&3A:"P*F$Y>E3R@5^F7Z]H/G\?512'IG M'Z,I4=>:ND+3G[1BCZVWW&@U-E*$K[
M0S#2"?TA+\7FVSQXU52:GKUKJ=&@P6[# "MX,)6T\I64328>(&3E5WH._K3: ML:ZQ6)%Y3ZNTK!E:^F1,PI6(:D:[F8 7-
4.7XY$ZPWS:'VQ".WST;YN*?1SL<5C7L".P0"W^AY2T=\V4B1&,'9]DX;^ ;E M6CX^Z&QR:ZR!1K=Q>NC!OZ9CKTLU=_Z9H_C,?
PZ&C38&]2L[NO%ON6*Z\N-= MFV>T;Z*-0:,A4GJT+,_@054FM8ZK2&/[[ODL^Y\$:[WMLLC&_;X+HLVUDA"_ MR(9)G3S(A2 LJ 6$QCZ+^V)%9Z-

LGDTL1BWX1(VG",)8/.,8E]="4V\(R'IX MRM"W./)A;N=Y86[9WX :#Z3K>6ZD6K$^[S,S=1:\ G'/WXV"+C]$#L3=HMD M^3E)@_5,%X%0?U)#9&HO)G(7'2-,&WT.':/-!ET$PB:@4X%G$P)',/+R1.4D MG9&M34I[*>O,/3"R0\]D!:D!G"1,/_5.9N] >/$%W1OP&!QZJ0!C-\#O@^3C M=W:(KB6W;.W!"L_$\ %L*,3).DC#SH+HU"KA11VD,AU87N\^#/?\4(6=9Y^_M[7IYWP.[SAL'&1E]7F,=/)>^H%M<[JKK:SB>!&@4DOBP^HMH,05$Z0ZV=B7Q M$:D^ZZ6L"PNO$#?X3-1&X-,1AS>P)V%$&Y9L5]2MA^D#]*4TFP1A#2-BNKQ+ M0$WV;(4OHQ%5(.M013]_(V_.Q@3HLV4G1U?/EI(!+2A$)SGZIE]ZO(IZF9.' M"%P-G3<_. @6$R]&"RO@K@JF-VX(_&T234 @+1=0HOH[%*<-4PKB5NUZC@H\TWV'<V71F0QSM\27/I'=\-W>X@MI2%VTI:ADO")YU&V\4\;FL<;LVDD6IRQF+TQ3W>X6"6A MPQ*_(IY?I\QFFAM*]]6,Y4@B3+FK,YP._?[QM^-M$)OLA.NZM;+ +/;6UK)[MY,6X1#SP +AW@.V@4Q.!DFR/P0D+L.S9 4C)F8XNH8W*:WPFK5]O.P@UGX\NMW(9:OBB6&%!%F\NXL7@-Z657*$3-STZ=T,;MC$9T7&%7*3+F;-]D:U AN,R MND/XGC(8WW(4OP1I\HJ\7]D!QJ4Y,56@-:65(4\%[:!F\9Q>#]PR&OQ8$ MV42D6D@:UPB:$DL/ :Y>8C8.7D$VX3%BX-M>L.C34MC@/@:,[,L$%,2F2K "=U43%K%2-AY674"9?OTXD($H+P@MG=PHCY'X>S@JSB-5>]D 1,- MWX,@V3^\IG.O41A+Q!/2> D"=EHN.=-NKM&3%U1R>7GW-+:02&?*AE23S9NB ML/*+ -)M<#4Z/#H,0@WC:-'@KU!N)E.);KPU0#,>_1,(ET&VMY] M//[QPXL,.'$7%,PH\9N@/QZ50CZ)/HKO7CMBSWQ[[";-Z,X4:M'Y4>L926Q= M0,3VSZJ);[#M$YN?3$Q'IYG!?UXXB597N_@E^U# R[K4I@2;I--HN7,-;AP] M^?6&PYS[KH^IV9EN9K,ZAU):[:=]J.EMT.@GE4Z^9YR]",TL6%+IJL RWW 6M2"P9A;(#O?D(2^65DICNN,E0S5>X=."-+@/H>[8#TB?Y#1EF5-**O:"0QY!, MIC,GJ>1.4UH@^!K2#T?SU&:S>>L=F9RZ>KJ.)J9U$I)W0YBAG0(9A3I9-FG2 MSLQ]:O8B9^@DHGYG?"H9I4\N.A,P773<.61^M//S[@5([WTSTEPTM6$IILW% MD GEDMZ6EC,$3(%2*I7XW<$ 3B&F%OHAL,.I[9N"HEPLV;N#/(=1XJN%IG^[MR_T[?]RAHP7_W1 8"O%D/9U?SMDA!(Y]ON.,\,T$' (?4-,K.7N*L"F=IJ[T M2MPFH5(- && IH@M2$\1-D;R4J%DS;], <,XF)ZJKI@'>R26=6;93 -1A8A! M.)MYT)A14227C@Z]Q@S(V9D$77F0[KJN1\X$^0!$@5_&2*\2"YI,#KB(6U\ M%6N(%I6)I(0QYCR.WS,05$FE4BI,N[^]!:X47 D\HF!X1FBM8-X"]\4.*52M"4'P(U5=>PA]$##!/>YVA[H)DI_*@EE$0Q")Y)*?=G+H M@H7:F_$1TU/DN4,Z"9L\22&=.'(L'2M!#%LMRX63D75"%YK89N>H.^X4^NR!M'#ZJ+*>"E5/'#*C5!5X'_H7MV]'1![:[;C;R4EEEH-.O'?40PC<83L]\QPR4 MF02R 3%&P:2R26Y#X-D> M@(V/$0:.A]AQ2/9ZF$FHQ.+)WM=89C4-BEKV:.S#)+^O:@82A73"[G-AD^'4 QCD4<^NYYWQ0L)3\$5R=]:(+8C- B,02=_NKCG=TLV:FC'Z:-K"ZR]\GP2'&[;4-'E"]B5]&\ MD)1T+.LSE\BMN0!VGR!A>+X*P]E+\F8VB25$53]&#>[]LQX(1"^!F#4@V-V%80Q<8>E,DG>V&+>'[]8-47XK#ABN2&Y'U&>TL>*#8$@EDQV ML+3P7+T9:(1RR:_9M/MV,#$N)% M\T"K%E,]I/:>$[VZPFK<9YE<*;BZ<)"=(G0FX-B80.1]PCX),PH-V8BK)JP8 M,WR,W3OQ0Q+0'YNX(M>64P/I(!PB[-(E2O,3,+UD)8.9S,:.[8?7W_(;4X> MH&B.B:\44.RLIZH?+YRC*ZNHFQ"JS$"FD$Y_#.R19)H4D,"$ 52B2)^N-/-SAAKMCMQ\+SSO]I_SK[G9GG+=X='#P^/OZLD^^XNHF1 MZ_A81R(]H+._3P:,A^QC1 =\UQG[J'/C+#N'IYW#5^]>O7[WZKAS/^YWCKI' MK*?_..]9=K2'C07=0C?MOMA+T'IZ0%;/SMX>G#4[1X?Q%_<"[_Y[HE^D/K^ MXW'P[5\DPQX>_'9]=:?/T%S;-VW7TVR=$G#-=VPX96CM:UX@R5*^.LQOT'_:C[^V3S_:/SS:/S[\^:\X7%F4H^&R&T>3#'IJXLWTJP>[I<9<.\3_TDS_QGWW=AW+-*CLSS2+M3N5NAI"WUZ%#W]\.5LX?/OJ9.985"<"^_[H%PZ8OS\(>(1G11A<_5;RAL(9W1Y&;Z%G E+ MP\:: QV-CUG>X2"U-I_F"DO7F0P7U(H22^$"3*9HX&:G%6L#]*PVQ@TF!3RE M$7:(Z+QGS38N_O;-!;4L. OV4!(6R< FN]#4)*/W7!=YHI+/'P;0X*Q)]>8.M]LSO@99>/"V0[2+B.P#-H\K@,M3H%NG(7-+A16>0&4$*" _[2;32P:8PGYD1 MI/ YPFBAF48$I4N6U-";(=SW,::[8AU5X1];SC+0=<18#G3=*Y,[<&T3$]\092,)V$&EZ9-0!BX M&92,)V,&FH[;):_)9)0883_8^:\)'5Y&AF-KQ"R2A4EX,]-<4WB"MBH::#XQ]:V@.RM/NSY[OY4TQ9_AM8K,F5I5"A_+F$P"#HGFOL01)[1#P\H7 ?(\MSXDP# +S\ ML=<.9F4FJ5?7LX,0@OD2\VB(/2\OH;Q,Y%;@!0P\WPT8^.8AK]'T[/3L!YS M1_Y,H9^_ZJ-O'+C^?!Z,MF\2]S;^_00[\Q+T/*>RY!QL(/QA[W"O\XC,Z17P)HG)TK)1UC3O:^F-^O[KN?,$0[8DP8-#\6#7UH.$)?8(IQ> M;>(DAE04H'6KTHSI+IHO!0;/U2X!);!-,; MF*40#CZ0JSRC3QQ1B9 LVH1I2 MCO_^@=BB0CZD(+H08(M^4YJ;#K+H\HD3OR,2V'F]1/8?? F&EROFXJ;//\ABN\WB*]IN/CF,\FI8%[OIRD&SI+L$G M+H:'+&;J)*&0E'1;MX2,1',<63&3P^:]R;9*-3AIK>&J(UV&&RN".A^*-3@X>>134>I]\&.1*AAE+"&[W2X0[&A&>HP=Y MYW=Y1!0?&W%OZKD"O3S@!U)_B)@DMF&E<"6403$6Y#E<(ZPN20<+Y%TEZJ0 MU);L$<7BBI YK;-'!'5U7S6,-=LK@X11E%F*G:!F^MQ2)GBX3IA@N6>AB&23G5K)%F&@.[KRU,3X,N\6)141ZP\[" %!*D9WZ+/,VT MD7&A89M>B.WINC^G\D#&.9J8N@E_?[&4X#;8>1ZY@91!!F:0,"_>-A]\ROKZ M@AZ7W62\5/'9&83#9\TYZWCOUSGSW*R<@%'M&$*$8H7\D')COWJ MZ'<=:!71BVO3=G# L12$,\.WS"VBHK M1DC?+1 "]6Q#>A!52JX]%0F%XF"$PN5+:%LF!:7/S',!VNKD8*/7R2]P#5 R M#1V3DD[V0*EU@M1W7(_*-&Y_).OD*$-'W"K3H883>B\B4:$EZ:.W#LB3/"P MC4E(J:4N!2|=Q[&E!5GS?:4[.)A0N$6! QRO!&U'\|XDH-KF5\&#)]3\6U'PL3&-=/!?*&9> Y_S,5% MJQ7CBO-BTQ0$$]V+I'M@Z_HU;#*$\L%<*23E[$<2DZF M6CR'@H61=:?VA6OK263HI!F2LU>SZ8@'2U'->S,3*"&F.HM0*H:\4GK*C5@EJ#CDQR[NK%="14E3 MRD-[_1E\.Z-R>ML%&(?\V(?-@AU>@FQ>Q%.266"HBB@IWE0K050HL6RD5>OXM+1EL#]=MMN-./:C"HGT.H$L#>,ENU:[%+\QLW+8O'@2L>H?WC+]\UPMM;W3Q M"[JX8EI]*PD6#C-*>$@4O4S9*,)>$T?BXKRR*1IE<@1-&0R*CV=W!L* MM"/C<$+XD&HP2D@+7T_*&S8.$R.ZP56-X-)&]JL:JPXZ$@?F3JVS*J)+&TT.M8;&"+=_+I4F7YV2"=#*KS/2+>&U"D81Y4YQ9D*)'XD"QS*WX4;#I23C52@RL M.L.0G6.U5Z=691VC_*CM>KZ;&5>VRY4]VL08AA@MTRRE6]M2+4OR-?!"XY!6&H_IC"2AS7]51:\|@ >@#W5VU!%)8$)'O.M%_+3)>K<>/F MH55!1I%$%/H>>M:R87-YBQ84Q$9VT#I*=]&P45K.HMWMZ3VCY[2\VT0OJ]J_S1?2CZ;+,N,XC@H*ZZ&D),6*G#I+2[E@1ENX@N<6Y0;>HF,E.=$!:P5 MOWCP[0&]%@8%)2TRS5U?7EO/(M'$U"PZ]@@[U.8;9\_W+C6N]T2GZOE:^ZVOSPOL4E+7L M+P\H:'+&;J?+R0+>!?^Y4I](PNTTKU5H&LA+T7KLM#DJVP'N:I_M'@5YS90YEE';L559*EQF?\/:?4O(WQ8*Q-=8 Q,FR9U#E4?,[/>F7RYY;0/* ME6^"P;0Q3S^UH>FX?"-ZZE*T(Q=?5G(M)5H$3\K"; M5=NL.-+N6N65OHIV,1KBL)E+F)0-CMT'|IW_X)I&J6%H(\)#-(%QZ|:O!\@/M9.T=FT;+I%L MC.,)7$D]1_06Y'64!.XAY1UE&1C M'$^EK=X11@O-.)CM2C_VK.-H-UHH$[R$>9B8O>AY\,BKB7I ND$_\R4U;MM M3TXM#^BZJL.^4 Z)=WY=9S.0,VAO3ZA< 7:6G$%+Q!BTZ=[BMJ4NE9>9.G6IM.D)&D(1*\Q+D$S*N]SRR--NCW=G_]LV%A'*Y*I3;ZJH6U)6-TE9^P0-<4@L. M*BY<,N7'BN^09G[4QN2^_!(,B3!LC-#BTIXI?N[8Z>D$3(P:6UO\A-OI-=19 M6!6$SKI;>G<[4;9U;_8%7P%;E4!=A$Y>6G$9:S'RY;8\SR=[D"[_3C*FL M:OC:X%#R,@/B4-XX'HIKEB1ZCRDRKQM<@I2JC73*,$VJ]D;!D0BB!UW#R01A>L,P"R!BPG.Z!(*E?JIP0"?[_I_[^YW_?+W^\N:_ M__E-7_A/O]NO3XWO)\OI[\_V_;G_^/$$GYY\/OKK?OSL6B=+_7O7^M4[\.I0 MK]|/CK\|'>I77O>/R|\NCN\||'RZ>S_N_=I7&"V9WOUIGG_^PS5>H=W*+,[X] M3MQS?3[!]O7FDWGP[7GZW7SX]X5Y/7_]\?O]M6>9YW]]^M2=?G',_M/3+3Y: M=E_?=/M7O3?=LX'MO1T9OY_@W_[^?(F.9Y?CZT]?%M]>G9PM?]K_[>)H;AU_ M'!]\.W_\]J4_./CWT=?9V.OW/]YC^^/P[\'BO'OQOZ>C]O'XX8U^_-A/(^_[MEI?#]?=XR?\QRM\^]V'9^S=L\W}&PM_OY_./IT-/[_V3SX)^_+Z[>ET-.Q\?RSRI[Z?33YY[24Q=/,8STK9-FX]::!+%L.+\JR;/R|\M#'+ MQJD3-4& S;)19N@_-(V_U"QJD6X1;3"B1TV,>K2M7/*#Q#=') !VC&Q52=24 M^.))GVGV%-V2B#E\QJ*!3%T+)J0Z8&Z!")JL27D1M)23'599R(N@@3?WW#03 M=&^Z.WV&#_]"SB39I>Y,LVCNZVZ&D#=.,)C3RVM4)=;P(*@B#ZUC!Q:R/V/$7M*]'G;G%]G[C X&?X-1BI=]V0FUJHQ1NZ"WWU1#8_JO>V^@JU<:&P+CXP;^^$ MS7SYN0F-^3RK(JRVR&)#]\T[PF!=2[3 QSH5V(B;53I4:)X5XYFN^O**@G7 MTD!Y4^PP*#,3/+ Q]GW)"A7?\GB6L\'6X607S P((JR>@+)U((H&DK[WH5Q/ M"KE2F@!2IC+%0+$;$3;EO*OWVK=.,?(THHY^.:>,*RDGHS28/OZCWIB4,Z>\ M1)(?: Q_*"]WKB.2L>NSAX40L6, :1KT$=DD[\LRI$Q-VW3]>CG2Z1\ M&RUC[$?=5TH!8Y^42=UFL#-!KDO^TJQ+:!'_4D1E_)_"O+V6 :L?*=UOG"\W$ MX5N*<:$=4 E^V-Z(]R@L#KKR380O>D4HRD)'8.SVMSMI;Z.Y!.1 M?=)'A(PPGROODNX^=,_XRP|.^8R=$38=/ I:P25>((]F%=0"C+4G^)P))'/*Q72& M)@Y&X1)OJ[0V>6O!VE*"@FYDH&1@"W/F4<@DH1-V7*S 9Q-*)\27\@8!BC1- M#,2LQU_SM7BBMI0&?0HDETTWGEC/\[#YX'OTU'OLW*(%W:WLZ07Y@?<,K%UP M?"G7+G 1PYNPM>I"/.95?^*T5(Q\EXB8C#N-Q^M43&>ZHW3*F*!@\FVY I M*NRA'4HO++>QM*X'Z@&!52Z\!0\(/,B6J07U7:M'*4H8#I#-IJ8X+??2Z@I MK<8%T874+E F6YD\4NMQC;J!ERU1B;1+.@8;'24YVFM +_]BS"A]@@>7#U$ MH!0#HQ!MDQ[+T-_HJ<"4>RT=1'@6 (<MMZ8<3NZCUI1)EN140E8FOSM66QP!QC5LT71R=N=(LQ3O\A(2>IQT=RLTJR#O M".FW($%:CH=_DS":[M'GV&-OH3FTBZFWX)4LR:B72#_"_A3FS*A*LDYA5G7G M/+=*8H]S,EVPDYP-E5L_GB(_=D[2VCU4BP0;PW@H"\;XL9.F4B!)6CL/8TJP M,8QPYZH;U*('2.1XUJ7D=G^#W91O#.AQDQ5TJX>);I&+\%)"0?S&^#NR2.O+ M.88[4S!9U8=Z*85O._C%I?"'8!62+^7P35KTBN7PA]G+7%#'\CGO/2L[EN?GM13#S.]*>@_*'I=/3B9!I(2/C@=3:\RLDU4J%KJP)284NEFSV1+ZZ=*DQ'R;-M2C:B;.(M=$!AT2V0>4FE$XC1RGD[79G1XN=%5.&QHR-D!&F66^+VAU ,)U>F M31M6A5W&H'6=BV8+U;RR9J34G$_2L"7O24+LUPQJ(\HDTSZ_NA:&;'$R#9,(M:LE&U"-L$G87FA6;26#HBFGM&'XE@LV6XM0 ,:DK_75S:'H73>+JVZ2T:U:T M4*JLFYYUO /Z#W5 EB24(E1OB9^^#3=U#!OT/Q#E)?Y#X9GA##8#.[=O$4Q>/D MCYEF3]&MYJ'P[DJ%N%V&Z]'2B;JW0"T53,[B]DE)8+@>+](7EWZ%P(A1%OPB M?7'I5]AIV%6X\F[/Q'&NE@AQ2QOABD9Y^1%UIFQ#D;POE7(AH*L,&QI9BE[HJ^'!P M%,6X\JSD9N%VL844JS#8> X:>:N-*FZ&!UYEP$%2,*475K9?THDE+/'>GP #JC="":=@R95W8+4*>^+>QA)B<9945[2V::R:1&J8W25P"W^](PPVN,UZ,%-M4/M7@77'<,(#> MO:I&T0U93N-'9"W1-0D?9PUNHCS,[+@Z9(4/VJRS&C-4%<>/CE(%B'E07NHA M&_F5L-FM.QM"G. ,?6HJRH5JKZL1T$-Y SYM5IV'2\=7N_>OF%!["-($WJ&L M@=[;%F.C-_$0#G@Q-\O-&\8|S7_M\KQJ(:D:2RD[;I $;6H2*6*J]S\>.#VEZ]"9FT&_#&_<58$R7&>1*"\(8!1<;H_%7 MZRT-!-J:.9'VR19QK1A'XR-QA]K3^F/36T\KJ).DH=28>9AA3J(2;:.#)M MX?:!D/>MPJ=*)9[(IMMZ:JNVGO%F*^,PEJ>7]-Q@G(%73B\[-;7L)%_F8RQ#^?!3+DM$A0W4PRP^W+$"QF= M-OP/-B:I"X)%2*FS5\U:.4'_&)Z_!1#Q*D/!W;M)+ ?9J MGD5/&'3E&%*6$PY)NH*N2Y"#&'$/2/.?>B3=&ZRMXLNCD,2]:40O)M*$EDZ^&KZ!V.0TF3PH7T95E2*YK@3%WHAI5+'Q;AM^9:\- MY*=]9V-G#U>WV09NQALG=.GLCD54[RD:U5#\K,N_ZE.-O'*C*0WK7&'#)M%Y>)=RFX>+JO+2;FFXGG+LZG'25 M'IE(A[3P6HX\OT++*31P^LCN[TZ9DRWX!4:(#JYF8UDRN?5G-&MBNA_V OVO"MM8^1X=C:+:*I!S+.F>:;$NH6$\[SBBG:*/P|P>4P@,QCG3O^G]02P,$% @_K(!S688P$3Q69P ^ML& !4 M !E9G-H+3(P,C0P.3,P7V1E9BYX;6SM?>ESY$BNWW?_%>WV%SLV>ON8>V/& MCM+5HWUJE9ZDGMY]#L<$16:I.,TB:WBHI?GKG>), DU17AY^V1Q 02 M/R02B40"/_^?QTWPXH$B1^%QO[\^_7'FU>+F^/S|Y?_MYW^_>/??OJOE!<2L>HQ^O77[\^;M&R_9Z34X!7=XEV?)$=/^;^>=+R-CO_]^[4]S]Y:M:A9FC@-MGE6.-6?R#38:8_X-!X;47MYN9,:_91 36GO3V8\"KX&.RX(MR%NM.8|\X>!/)+N2'TVS+?Z*\?S]'%+PH10?('F M83(XBNYGFXT3^W]1_M(U.5Y3LB3Q66SWV(GC)_ICRB'U-*+5^RCROOA!T'=M M]"2$H(+7Q"7^0[ZY]K9)K1%0%.\\9,>^*/9[\]D9 87/JYAL'=\KU3>IXJ]'-M6N-B['@2S9BD<9;[MD.6ARHM"AYI%NC I;_EM3-\)#B*'8@;NHR XB^(O3NQ1C[G8NN@N+6//2??S M :(,"A!2E^588>R^W[+F?=\ZEY8"F8KSRR#>&'Z:O MZ2>OR[]YW?V\M##(O$8;QP]

[LU[\O4<>@]DU'2)VLSOR:D?8C%_>_+7]$T7-MN6!>;;A,!>J_JS6QXU<%AM'+,;&"[B)K<4 M\H]?$GT]J2B_6<711@>+-!+((KI+O/+RS?T;W/%_0?SAZE>G ;Y7U'E+WS(M_>^#*"'>+R_I0;(^R9Y ' =.DBQ7-VGD?EX\^FCJTZ&S,Z?@ -%-J12PAC9R MP>J*J8M;&Y=>P-0)G93;%B@B' *-!0V+17)!J9G_OKZSX3=$R^N M*"HDCEF:$##6[\KS%ZSC)]&$9@%;!TH>5&+_J.&WR>2$Y+D5-(]&PX9/:2[8 M".2DL7+Z8W,\&C9\2G/!1B"G$IMW*-BB)3[F*^EDTRI?O MEL_E:^1+OL'MFX+<+ !3"TVYSGI9NS(%TE2')RDI.SN2-HHR<6E]MYZ M6<(HS/GYY*?KXRQ)HPV)EG3]=FB&D//MPKXUA5&*_%M06],,DE^4688-#H%AT*$XCX6B);L2M>^@%TI!9KDZ\9-ME#C! M^SC*MN>A&V3LQI^;OXBT1?5G9"X;V !1E_!_#[N]8:Y/WDJT"]$0)1>>Q? N M9ZO$U:O H7I5RUZ%W]*DI*8 G985E8FK!.D'V/73?,MS[=^OT^7J8U*D\0)C M)*>%=B.(B)!"6B5$/P+'^$X(7?(^/7_G;%Y&H8MB[H1DYH",6$8E*#\!@]+. M>*=K]/2Q-,?5XUMPMUV#I+TPH($KR.Z*F !&UU"@J8N_CEL-5TQ0U_H&3@J MV'9M ">S,'U#)%W!+[LS'."8HWCD%FT<@%9W_7"TA(?;PV;<&RD)H:E?2\ED MA!.1;=4M6.SJ%G1908JAZU"VNY&I-9<75]>2*$ZV'B]47%%_&B_.WB%I;_F9M0:@G/[2TO3Q>B;[^1%3FM-:$DL(QEOQ:(T@K2D',.BS>$"6%V+ NK8HZ&F0, ML*2DYK2BY#)3WG7UPNDR2DFU7>+ PZ-@\31E!@E7/!KW5ST]AP<2IRP\L3'#*"V>4Y:94" G*;HB_GH'_I9J_|C)B8)AG ED00[F9T](: M+'GU)0=4Y\)XC<=*R%>]

P@@3FGKI_"_MCA]!(+0U]3&5YGT8?2?$9.'S)@\S.V+K/O[]_,_EM9K$=SI,DGT QZ&E\A OT43C0T5Z)BT'_KVL#F(?^A M4S7D3R,P]U-6G=W'FJQMSH!R7[T9](O[':VRN9CEF0@P8&;ZU.7"*._E9$+1 MJ20549#S21]_ML%W4WU.BI+5)N_LJ+%WB'T)K0*.V./YIU=:Y_1!&;B=LO9L M+;>IU:.6Y@B2!1AX/(Q-ABZPGXX""!>]-(@S\[T[XA;E#%;P0K8H06PM.?%(L-;K@0>*IU" ?RL:H!9._U@=YYT*HRN3>32_10N7&#NE_:+@@(P<79-:L"]ID)A$ZW-M20L-SD3[/!6.]CFB"3E_TF'MS].D;NL=Z%U_\O9!.J3X8.4;V6%_$ZB. A8B M4!W5KU\Y(K0%HL9:&DA4 NK54+]4&R_MC2O&IQD.J@+N/(-0HIY.]|&QDU)> MQ6 T..5=Q&HY;78AI_2A1$>J.S#U"9AT^7@1H@Z4_Q5LL;G({-+8K7&(]&FX!R Y=7]S.H$URC7\?V-V+3INM M%E4ADLR]+ /A88T^]8*9^!#&W7YP781Z(;/H)F^QU(X2&L;@X2*?P#%7#0]< M7(W!6.CY4Y;K0HC-U51*$A#'U!HGHGTXD=X%8[IQC"C9O[%214*:T0NGO&I MVF@68NIACNU\)$8\37.%_UW8J_G5P6*8((#QK^3KU%UL$3\V$7Y+X@^:Y) MX[!]2#XB(L:70-]>1R^(*%9WB3%0"6""6(3^Y+_5]KX"Q_\1S'$.757K?5A2 M)6< Z:XQ<^A':1:|\>(TFU%R44T?%&4C%-N&4YCYHA6LN)M1<0X]9IP95.@9 M?#ST2YYB./+EJDR:\>-?K*Y,2G#PN,/?OB3"SB<"_J;*DT]JCL+[^>RFD4. M_KLD3Q"L'.!X0\^VZG*1@0S" "B+5;J]/+596-KG+1 M_.9[7(D81NA;&@OJ&\G4'*JMX-@?#'Q/M"&@6!.<((A-I9^*$J8RAEC0*[&\ M0OS[(HA$7:L"FAX^AT3^M_7'@W#=3'W@-L]0!V5A3DY/K'!,ZYI2LJLE^.D> MIGEA+?=I&5G,LN?5HF"(]'6H$;'<.+/I!]C1R0+.?>C(^=#1FL>C#1V_C87=2[0,K%ZI2X/? RMXNFHQ8'Q3_0KE;64QF M/F#0NH+U.#PR-2I[EU&)5M.>_7:[""OV]:^2$11IN),*K#)]] MG]CI/;JOWF !+Q;\RGV*Y;^!7>(F02'?TN645\=I]VRS)]:; (BBN" (G)EH3 MMP<#[;<[K]ZX@W;+63=L'#=.NB$+FKG/[>U6+V@.:DT"=4N\T6?5DED4/"/4 M%]_\HB(|&-@Q!H__(/$A:26?YF(=:AE5E56O).>#(U:^)"-6R$)\-B'!//[P' M<]U(8]7,8#2(H?4:#&4Y3 RMW^[#5=7?B*[32N /*S5F45!>><<M-U.]WN.N4.CE)2'D6%35C_KI58@=5L3/RIGC$4S),$?<_!\\PE#+.8!>8_ MX@6.66?>Q_O^(OAQ<1-,P(+]Q>3_7DQA@1<]&\X/>?4?/^-7WG#_C7QK(1!Q M@CYLY5C:V,S2C49F-D%6ZK>'<,7@('MF%,[VW.JX,(4:[[WQY$/I*W'D#;X M'MU^OQ1ZO#)#FIL9DQ4DO!%I(!M.6BY!&);,.5\,PY^R/9\.]H4D|ADW:Z, M<3R3$$)QK%F/\G"$V3A6[YQ!+EOVZ5]UEM'D(V=19#-!A%D8Z<19+-!!-G8=039W":",PJ@FQ^_M*] AQ98(QOHU#0D&%!/YF5PBISCT8\>ACRV=MT4U^H/+XXM.UB M_4>[53!YI'D8^E@HU" ,,7/YJE!]P'HIN/#CB C.&0DB#.J4FLI$FL_W*:Q+JG M)K%3D]BI2>SQFL2V[/#]J;?#*_)OPC4/XQ22FQ\YR MT?CZ.DY:L9-D"*]^=T[2L<6KMG&1!KMVD;9HN3I"!VFX-P?I6.C3P#URVFO= M(T.Q3I7'ULSI%C'[Y:C I?C>ND>/LR35]D+@^%L?(<4N3B7S'X/$;J>,O MO>PB8BKI;Z8!5G6RBZ7+:. M'2#M3C58.2P=0YY7L6JDL"7Q UB@.@>S@K-[\@VDW]F>S!=[,\VL2 M)_QWO/#&\M\R=LE1V7$XFWF+V/_%E'_[U;P/)LL;W'X;_)ZJ!'B%<*X-_MS^FG(B^?_OQX&)>4U=.GI(+Q,Q8_?@-5_9G]TS]Q& W::ERC7K6HUQF""]+. M=TJ5GD5M*C22738ZW> MWV015;]GZCU)\.?Z]=:!'JRX^AM'4#Y;4;EA/8[B,U=3??!F4F)'YXSA_65QP M+&I*\ 6(>]:1W5*@F1-660:LZ'L71UDJ8PKD8\Z;%IQ9QO&A"^9DW %CG]# MOBQ[4+7+BDO7DQ M6'%KM6VGU<_/=]H)? QS6GN]HUI1L[SPIKV]C*VY-\NL&OUKJJK^JS=]VSXI MJGTIJF;GW%Q+:.9Q14T\-*-K2L5ON9@>OD9[ZF1(/!:7NQM-.MUV6P%QS K4H M0VW<> (3F?B\.T_1$+VM24HH$PE/ B625FFOZ!WSR$JR&A3IGG8H*!L6)\LE-]+.6;J MD]P0F10:)2NEMCMML#@+|.U62E1Z2INP/:E,'%R%9H'YZI/ OYF]Q !6$>!58 M4RX%#\O)"5^DL,I[>I9Z-8JI(V))TS*VR$*7/4"CKS/H[]D/$,G2F)-O=M@ M]O#+IN>LIRGV)ABVHQ.5"3UP;.? 7J[_>7GWXOW]]^:,;^>&_]:.:$YX>P+R#G M)=:|>9AW'PA=ZO-X&>(EXA1"3/G:[%#C0.CR7IR'_>):1BRE"(VBLJP%'U%2 M\34EG1:WS"]:S1)#+*S;@IR=6K[8%'V,=5CW.EH144&;_;>QJ;?? (]+*U-6 M*%P:B-&GN88Y4M6>[V"-JJ!ON>V\3<^DMGC0:>U9AOU4V;)=__X4VVI0D=WA MA$,!8!.69./W!?X4F0C@V,:Q:L'!6C3"(?A!!>]SAXW[39WL1;?>\$;QUH)1 M>/MU#]^PI'3WHRUE%12569!$IL8Z,9;!2Y<,V0ALLQ M-S_"KLRK"]L\^QC,$'.C9;]N>^$@ HY]+K!X\)$)0IQO.:;]3GOHNJ0'$"1G MXD^X])NXC$"?<)!N%%"Q,\]KW:,LH10Q@[VG8B[.)3#C@>ZE7U6&L.MTUDA1 MJH;5XGX@T!RHJ2XU>)DP$;$-VVZ"?W882+].MRH]C/1NQR@UK:# MB):#@LX>#3I-C!Y.N.'M5MS08&3LH;BA7Y4;S&VYH7/SLZV M4^/8-S#1%@ 4.41:U7; ?L#%^]*6B45).HY;,.M*EBB3GT.%D0 MQT-B4%W,)J:VHGOJIJA*A2V:&'9+A2[&)BI0(6.PD3Z-_.!V!'RD4,14V\=J M>1%.+Q9PZ_M+YA8UOMFX)"3)B4_CLKFN.U8DC'/]"\1QYMQ?)N^N;2QV=V0L MOO='RS_]Y>>IM!K? A;&FF==9B5TP_8=%QKP@^)6*+7QA\Y7LG@Y>"5]$XX M)2+=DA->R>/AE=2-73MRB'6%*/=^AU;G_-MB4&>#0)VWI_H;Q)<.8/-WG6H> MX#UA=8#_3:_,9;QVSI+E$V5R(JFUJ M)_NV]&0-':Y[6W^N?]QGVUGCSVUQML7('9FS)2,[DR:E[7R+/,S[O?<>,JOL MKN_@)"KOBJ=ZZWBJ#H_]1? %##*K/0(_/\??HU.W\.#82[_^%8AI/AY:/J1VK-M"-(YKYSHH"B7CK^GVH[4N'0MQ&_,*3Y"?= %3YMLG? 9@%"A8#B>=+FTZKW2)L:H&68)5L6N9$\A(MZ,H=-MW+YJS,^(,66.^*\I$N!1\2XE!>!_.26@E@O^*4+^W(4SX(Y\)0-_6DZ)(!Y; M,L,#\SS$9G! [ZT\"OP7E=&M"W&\F 5+R5S3%18<&#?A&8922^_S'VN13"\>%,#_7#L: MR: %G+CNM CN('F5H;V*)+0H?5**88&PY?H/"-']#NA%'$")-EI4?BRU !,%ID$!=K=01:DP*F;H+E?7\!S3 MML6D>;E8*-GNZ^-9D@'T!@V@+P)/67-MEM\@-9%3!@WZ4@_!:0ABU^H6S'@_ MHXM!DZKT12..RJ!#.K>R%T/>#O$0#-[Y)?[9]]J<' MOO; Z@Y<:]@K"#9*'LJ1Y>WV9#GHDKQ&D$5.# M"L=2'M##^I2N!3>X->AMS FC(T)S;LB@(O,;W*J)$EYR,ALH6*;@Y(:,QT(%DG4%L$E%ACI#4>C'!4GO MY.Z*#9C&Q!4FHF&=-OK):!VP7+9CX.%N#A;_89!@TF5.0V M? TG0F!LVGTUK]K"9IT\,H250 Q7V$IO^ZV@0"95_%Q;%HQ%I,\$"]ZV MG1YWK1?T7)'MI!W5U*\T1*3)OG9T1 BLU[:Z!4X MCZ.G=EL^V1N@BS#I%UA$:W65F=951EU=M066Y(X% 1U+MVNU.YV&NJK\6>Y. M5_41SKQG#3LE?MX6NFJ7=^E61]2WT6(O @%]K]JJM$]DC);43(X@I8EZ#)29 M5.,%B7W.21>IT9PV3W./5R.:6$F!*-)M811<;* M..><<@5RF5OZ< 5&EF8L&9JQ9$Y7LWV#QA_Z)$#4P_T=QP9]TR!5E-;H^A25 M#Y26#>[\I+:X8@UQ'IQ?IVAF=.X.RG\37'P?I5,J+MY^QF;J#!ND-?9"E>Z6 M5"F[I:!,T5TJ12H]59\$K** ,;!7A@T2&LG]\WF*%7-3L'V):MM=RW7*;=4 M-BRZP=B;O3!_ORKSUS%+#666FC/?NV/\?^W"'VG2R#8+US2S1 9ZPXW:L7H$M M^DP-LDML.Y65(-(CN=*/'D_SB=EIY=U8?X*.H:0JR/$&WPXN-,/3J;-;GPV? MB,5@D3^=43$*V7=",675HF5079A,^ J;3X9UO+B8QR#K<6%W00'E^(K D&@%U-M/_QMAI6QBT7(W) M9WLJ6=>VT: M*M:,3V_H\)?#E-!'U3TU$C?G[8 R\DW8EHF75/Z?6IN?5VE2- AXNG$E7H;]KS MNJ_@AZ)5_7+\OZL@I@IZ\U+&MY^8;;B^6U_9AVIT'C4;OOOCO?EI/FZ99UC. M[+1_)9F&G[(_[5_-MB>E3$Y M86-PN&3[W-)"XIM@D62]\C!.!I5;BE5]D:]6AR/6=Y[D('!!D=K'E3^;^9'Z M%"PNM]5DE^>T+OS 1[SXQOSG10,B7>XL][#:) MJ07^':O(_*;;@+\!UF .K'ZW73+E3R^>3XJFO5AS648X2ZYE_B4[?P?_GBE MAX;R?)IVPW"2J6P;D0<*SU^$<5 E\SMLD.GY)%PLL.KIOY_F!#?YGE]>;=CM MP!%##$M<.2HQOD--&/[(DS)B9X2[3&&I,0]QEZ$.X1'$R?ATH-/(3ZK=#21S M9+)QJ$W38GWV3,*/&1D#;'I>(1GI PR161S8;<9[# W6RC.5&E* (DB=5UMV5>_ MKSR:ZH1*X"$ETL5?./#'\$F$3/0G>M97(6JCL5":BTK 6.1>)ZX+XABL_#'W3VG*E3@".(6TB+_4 M*HI'XCI)'0#=>]B.%803YD=8JWGFGAL,IPT?A!8@56L#=*'Z@-WJX(DCF8 M3_S;>3 -QFP(X^O0XQW?<'U,9OG% MMW,-I_EE@I3QKQ M5ID5F56*%CO%^$Q:@R@)RUT(Y:1O1/;O(5#1=#6?8+01 MQ3>]0>J;5CNT+XY"ZA/=DJ*1JP0+@4X!^PED*]% X,8-\@H M075*11HTV&AHG>]@8T N1E/*@"$/F^$Z\Q=M>ZK-[WR>Q9,-M6/]%-LE"(4 MWL."0#C-0<9ZIT$4(]+],.9%ECI?0PD//B&8">VDO2'+K]L=L[/4"KYG#0:M/0U*]V37PN5\PFT+=<&$!YA7RF'FGD_T MH7PR/(,IN^.,#@'9OBWOSB%'63OOE1%D'IRCKUBQK\(%__:(UKW_UVX/D.&\ M-^MB=65V6"T9M/WS[\83@M\X_+/R__25%)T5Y^9;[_=/7NKZNK3Y__M-"__?__N_S]?ZX^79F?/VK!3(QV?OHF/_/UP]5?OW^CCWS^\N'K)?[BJI6-M#>Y;?-.1P4,IC8#,S<12@^=XURID1 W]DR &%4M5Y.0;S;W90QS0E38%1V$^_M#N 24RI78 UB>S9])%R(RUVA#Z 3PW=20%QEQ? \Q68S0N3YDS. >^BS\0$@=&PT(\ MTGM$# S"'V$Q#.09AOQCP1Q6;PB\+HEL "))93D6F/(P&FP 3S,7=^ZK\'MGA%1U'O?DB%7\9-5G/T)L+ (>EDU^:HP3L [\+;T0'\Y0>^$,12W&?!3&N=_[M,^\>@19FP2U.'=4LX;$,:Q/:#./FD!E !%!A<'38S:_)KI)MX&)8*T3%B_GB M1 G]%MQ3]/[AP1!,%"'= (ZP?PNG-WXY=Y M>,\7[VK.?X^"^#N<"UQ@[+2]D!)O"><<1K&\O$'$O!7J=GBIF*9H!@*1&TN2HLM M0RME*HS"U? *7TG%/366._[_5#>:%TB=^B $E?/Q%N^7 1[>>Q93HCI+M,%XW M-E:)H7@4?,!_PQ?&\M];:GF]EP$VVV1Y\Q^OI',[-6RP?/XG/.75&T.;WT=? MA(^+$C&6DBP=;XC MPH-#+4).@9*+2NP/U!F<],:Q!&'5C_X CQF<@AB;9T"!X)T#2V'[3)1[2!Q/.#@2-7)2&R>UL?I/25L\%VT1 M1M?>//BW)Y0 %NJ/T3>0Q37HFY IS;Y)HEMN?9]_!D>/JH4+PR8XV"T849%2 MK74LPEDP?CAIGI/F:?;GD)F>BV;2[1@_NI-HRE2?]Y 4UBPI%HXP[^!4C\#C M1QOFI$=.>J3LSTE#/!<-036CTUEXKT61,0^D&R&B7#UMNGC?_=2'8AGP9>28 M6HL@E!DQ!.*D=DYJI_&? DWYZ+OI)4SD2Z4;KTYCZ/A5#3H,E3=(4Y;^HKQ;K M9J#HF7;(BS$G)N3U2FP>U(T6_XY=CU2Y@OX3U\N8,* I\!%HRGSG 3"< M7\8:X/#!]]5G\%?748#58.-3A/>D/\K_G#3$L6H(G,U4YR0C_WHU\Y;8O>;/ M[X(HG,N&,([MHF6A)8]E3IG*0D\:XJ0AROZ<- ,31:HC(GT_B6]PGFH2"^62% M5@17QJ[3#R?-<-(,V3\GC7"T&J&FS<"_RP$6G=4Q&DY*X:04"OZ<|,*QZ@6& M_Z]M*ES[F/PWEXB_C#B3;0NH;QQ_I')OYM>!UY"] @)MLHTN[X:XY5 MVK6606T:L0;((/:"CU0 3Q%]AFOTISQ6XJ2C'E-'G53!L:J"VFD-D5'5NLNH M_T=+=T0^ 36 Y$?^8N:-?1.'N!."A@I-QK+C-+$FFBSC)-V[E^Z3S!ZXS(Z] M& 2*4&QJFO>$9<.I1AP7[RT]Y\,=D$V^(M MA&U8SKA3$Q'7$"!? X8M1\>?,"V!C7^LNY*293[JIR9^37CI6O00/BSS&VXP> M:L:^8*WH&$NR_N5KW?!>]]SB\(4:&.D_'D/)=67L44\LR^4(AV)/"' DW: M=KF? YD:,X(R('PD_?0A7\-=YTMI8CO] F#'4*D P0EXL<5)NO8R^0_%:[N'IS!'=NP8+")9+2F^4_'R)+\S M2&&L&C5DA1)ARD2,_ &_">;A++Q^*(#I0$_' N842R940O-_X.@%%9A2B/7"0 M836?K!#58A8P.L9\+4/XC+D:]WEH#.0AV^4\D]P+@+<+3+C5&_D.H8A5(K"AD M.XB_0+RFHW6P_1'0'"WS8S%22!HE!)TTAOG0'T5P'P)JQ6 &%/I+(69XMR%" M?PF0%3;"EC=AC"A ,<)G4#&(^0F(9MJ7\LR_ DWDPB1'J+G9 0/$7.[GN."O M$XG) 3QN#:M]5*JPE!:DU_CE_*SOYQV7Y4V%UIM"9":B2GXMSP^CK0=4@P)HO$%1@0R&0#F1+$CO!AY%DQ_X M0^#,&& <[(0M@=J((7U(1@&.@E\2{J3PJXQU:#5_AN6\B\AJ7@(133AR#.BB M8;;L :SI./"+ZL%TVB\'IG-X@ND\4L;]-%= "RDP(M+!"G9.(C?*FY1@$0.P MB[S(3,%6\9P[,D UR*UP 6XU&:=S,0-/8#*I-^2JY51O0C<64?H4AU5!N%R M$1(?PPU/!+BUIH\M>:'!99IL@RTM_:'X-U1=.:! BG-/=#Z\/"'Z,/YTLSLI] MW4!M.TKPZ0B96XYKL%0^0-N?9B!(8$G8C<015&@Y-]X=@0E.5J2=P;#T?]QX M>'AW> T@4@;A[X1X@QB1?Q< ,X13B_"NE<64 C-3Q-?67W(P? S&%V!HZM(2 MB4N,?^-#=CQ^#:Q\?PE,2Z5!@O3.$L,B,[$H&5U$V>XOD,C\N2%_Q)YM *WM$R$]!*@8]&Q\,S8^#.I[$Z4W]""72: M&4%Q6%H@- PA)"9AN0$2@H#;R;3S M6.K0:#%@BW.@OK9Q*PV 9XF$^L0EO=O'(DB#&52QJ2)4?>BK;2(D,7O MT'KC"'),-^;<_*G;-N!;G!'KTM"5,T1"Y? D!"=JA5M)Z ZK_?\%>EA/"P+Q& M;.!+FBOJ/5M%^7D.GUXLA6?%0P'A_^F63 .I\3@2,"KG_M+ B67D*.D_M21> MU,3\+UBEROB_H\$!YMJA.#&O;L*%9?+7X8P^3;P:G$@2@6H42@8>]G^[E7X6 M^30S."=@)(.G$L"=1Z^'-6++=B1P(,2 @F4D/&-DP1OPMVD@&&US2 5J]]K#? MPX-^&P(366(Y_OQY,,]^UL8S\]^$C7[SHNY4\FJ&I M5W,1&+&'O:[%:V3.B@5?S&:@I"'I]$\OBLIL$85HD<;&F8\+ 4T%JPXB.\6B MU1A>@CPV!]Z^#4$,Q@_CF2\X4VT>;8\%F@+GPCQ&U1B:=S[L$3X-5D)T#3[B M@_Y6L"5H2N6,QI MKP1]N%$;^/&>.P)Z/S/2DIW?N=&N$ '"VHH_.N JK; XD8DB7L,V-!.5X+LID=]6 M'"'C *M9GK9LOZ4]=N6Y4^G>#%CD K-DL*IQ%*K*>LGG2CR(X=C*E=X4SZ"\ MXS./*2=M^'S'BYH:B:*$O(I9-"S/@<72-$*/]W>6_OB&$G2$MQ]&J3:A< 1W MCA^/*=I,QCB^%ZL*4^-PX"">;G+2]%'-4#Q M&!GX(*"X&-[;#U(]2B088S$G3\C&B-W=)7D1L LU;5@.!DT]@A9)DL-!-KT! MBN3S7V$$.N$B,Z1:I@H];48R-1+QHQ"G]AKC;U_,HZ5 Y2WGH[(M5R17.#UB?8'RZ3M=9=?@<@1",\5WA3FU0(LO\-ON1Z]"T M>Z01GZT6X@^/2LT2NR9"&S:4&DA'HC,7Y79),X8B?71.VF5F@HXJH/9Q\N_ M4)C=_(SV)Y[&P9?Q>$ZL,]XEX*OY"[1#/-D4Z'N2&VZ--DG,FNE[M!8#@'!' M&YYX#!"+0D/]B%9KR<_^_$_.VKJ2[+!Y+!:;&^ PY2NIY!CYO:?$,'W'YT_0Z M/L-0GB$(&5Y_(SQ?5E&\$]/P*:8)& *MB4CA>4;0% (9]"],*N)8:62*[T-';<(&P/6D,2??RX&0_V3;+=M48?*%MGTD%"Q$U&"3$R$K2T2=CGEU89MG'S&?^V?8 M,FW7O7 P;&"? BX(@GM*K*'B)^>BI80]=E\X)) ,"Q\WCJFF'G,,$G8A!?1IV M?1:<*R*D%)\%OX+? =7HT7*4;\RL,$&APF\2%>>&_P.=Z!09G4&KFVA0.B=X M2? *6M[7?8A:\Q>VW!LE;GJW;HRD.&5OB6=J9P<12"HU[CFWP?9@7Q75")C5$ M)"9;\U8]]EKTR<=3GSQSCV1O\%JN02MJCY3U'-8 ^ M-,V14@^TVP_,2* 8VQG&: M("\K57@E1?Z(6@+(?//EOW]%8 Y+Z8-K-,%%8 =*Y_A321N$=(_=*\!&!@R*[C"FXRBF^_N@AH5N$=%];&L@HU]=A"&X5* M0TUM/6]+UV/P>LSUZTG?>5NNYR\R*M!$FH&,S"GZ PH>4_[);1XNU(A[4*G) M?/L<8?DR$L%*J;?SY*=EDH]$S@_FN]@C(E6;,MB, ^8I2*1CH9QM W0QT@7&F M3EHUZ6LB^6K;BN#XGYQZ3+1 }]!2+G&_)5NG/1@%+,2&S+GIM-HMJH50=8;% MFU8I\-SI"[IRH9"_E'3+'/DR-#SQUQ0)*AXEY("2\0JSGQ;+1@JS,6V%.MR1>5$YZ*)'X^C8.1/-M#&\4WOE6P?FL4TN(N-&;2EF?M[M6OSNP!KVLCXX7&;AVT824 MCYH6E+;^A??

@1[CO+_/T+FD?87 T\R]KE%NY<_.+(F\G[39B"MW#G M(>;R'?-4UR0(X0<7?-'T0KK@X:BSXVCK%FV=BVWZV;#8ESP(QOM:!UC=5#X M-="*A?5/FRM(`M-*U6^80=9]T1#^:]J:*_83-]PD;^A-VNU>YT,B<,1S[L#$M/N&^U7]H!9Y,: M8Y38&:,"4C$++V,[4\!!$'N/D$A!%+>+XG?9K_.G]VBG,^[DEMRL"TCN&;+ M7/)$*$M@.S)*JH?A1<>P[F:2@^_85K??E>^C1]}33XELRRB\"&VKDPU4O[Q[MZZN_\!Y$%O]Y7UM_^R8V8Y@Y]90*$,N0BY'-BV4L'(Y]R"%%6UQN!2]T2!5B MJ25.HWZVZ@<[:69Q6/5L#$X2UCB;0O63.9>X6!6E/3E7N37P2&/3(\N4VX.H M?^Z8IY-M<+(_.58;7!G7Z>[FFIGYWATFWCQ=@N$ECMNQ>OWNB[H8+C$7+:-< MDJQ7.EG_#!%QY1G<%^7YVC^QI@\-(N"RLDJ/.:?MJ;Q"! 2;<"&2&V/!Z0HCM<3]G14'D_%51,=\VPM8UO%O,TG6KW$@:!'*LWL*V>W=:R^:![7VBU6Y>U0D/ M'/>%+V0A1CHO2@]NN(T-[<"E5CY^*>W=9\'_ZVL6E PH-SQ3X*EA4U<"2+9Y:AF/N KNE=U.+@O+6\H5'M AD MWR_B5\9ENF)*-3NH3UZ!)T/_G*:W@KN@-^-//R+DXHWYSHL6\"A8MZRNXE_HMW;E%;6\&M>GZ]*AWM%4JT,($GB,M.:!!&<-#*(455 M&!,QG!KT8"PL2[Y:0%8*_HD-YUPERJL5UEE9_6X;7>-T"B:);@,)D@ W=42UMS+\$[@(&$<2T7ZO Y; BV#*0JN'#92^UCI M04A"RQ#;_855K^^#T!JZ34P0BVIR/HF1GP[M(W8_)?LUW7AHU?@(B?C,Z0=Q M.N,)[!SS4'Q$N6,8+R_D]ZM]%0&I*#"M_888>.K=-MA11T0)$R2)@)KH+SDUBCQ^U-69=LT^,2SB,4+2^WQKR3)^33,H(E)\U'HGR2 M<_">;AZ(?A/@+@:Y0G@MGYM(%$MT@KNB,-E& 5@20I6G5DB]0Y 8^B66F_D0/ MWD@RB4ZMC>[^MNQ>KU3*?3FE4O:I5.%QE@3+4J[U-BT:F+IA@MAI8A,H6RZVH,]M[<$U#2 .6AY1()7B74S7+^;CJC_U%-V&)B5FK]L2$\8]TAF.%\4%LE/E+>I;QG<"H%I$8 ^I5WBF (%0+;;TM_%1+0+O5Q1I^*DI3Q41HHPL#E2 (Y8*$OH1/G*E%Z! P%)ZB]N/,^\Y9R0O5 M(M,FV4\:N+*B(2O3(,8&:[$;%"R.H$U6XT2G)EHJ>0U^.;Y2,.D9&*6IM1+% MM@]&.)WBQ(4@W:>=/Y;\1!@J_4NO5H3PY&+/&)Z1"Z+.U=I3*\9.Y@MTB8VS M4*R+_GE>3-STEO KX3TQQ'F:&U21F4^8-\6+38*&:I5&\2*UB(0W'DDE=VR)UJ<#2:7"RU@\656#LP+7M*2*^";=FB@=&52K?*^>_*QVF15= MX[H^)E-9"H"T8G."(?(E>Q-KA&UA.MU?K(% MA\)S'.K@*]KYST@!3,G[03O0S>_TP*ZGK0DDQ:\M5B:!6+9WRR51HE45I)&)O&Z^[*&Q9B_NFK??B_68,/PM*$8!, P5>S,_;;8926[@T[N_S \/_KV/,1)IJHFKL+LO.TW*@5'!3L,%_L: MR'%UFF]W7'F\+0ZZ >XW:CS_9;MDA#T$6+"#Q*=-AM@)A3P@3K@:I2)HCS#KOHJ*GFL%LRK,E9PW0>F'JEF4,M),)@!C1/@2#HM&@$ MC>D1;%+HOF8^KUQLZ@#-*&W\N+93\+C).\<1"@0QH|+=(HY@F=0."W*)(]T] M,2]BXO/,*(X$4&2&\C?B"F2(^JR$;2(P?RLAL;&>Q"^#D:DC3VCN-'BMFNAM MT'0!^A -$)#D7*F1>1@Y418,!;[IO&=^G#H&O?F:2L_@U*?!DO X.+[W/S3 M@69E6[R,E2Z)OO9A[&]70[,$8>WG#W":\0< M,>4>2.JM5$Y \K08#BD74*/99P7W#]&[Y&X2%3ANW[5<5YAYO1{Y2;4LQ>+K MM8M(GFH/[D,MYN.6VPWUR-'1K9%NN_)3 MRZCQW#-+M2HY.B^GDL,Y57(<.>>.WESYUX>'5GU4QW>R]8C;`"/P5^.C1TZ MN_?81W@OP&[N0P$02I4+L3B;7_8V!)C_O]4-YH6D$S_$.@U_,4.YD^OG6E\M&MO]^&.[P1*N-;P;C4$:$D!HE6I#CS$#$5*BJ9T,9H4]2F?!,RY(TEM-AZ! \+ MQX@_-^%XE&@,NM.#H&HF#%44*4(F0^5%W!#P[2\DU!:]X=D[NJ,W17;M\_4> M/G,SOWA=>OKHS4]M^70E!2WC6IV&11D%4,3DGE1,B/)Y%YZ:I8SIREQ&00-"MH& [_R MWA(=G,%<+#?#"_Y)I.7DP!/8.3@(R<5!TP)K!9WCQ@GV0MHS@VRVSK.1-X$"+M,OUYF!HLI9:3WG/+N*3X. XG>[!$"S;B %)L+QWI2Q.+2VY1F7,$NBQ$6*MD M))]*?[9)E.]YJ*]BH?[T[B\CG2)6LJTEQ546>;-@$W\N8_U%N>SZFN_C%,[4 MYT4;JG*V$MQ=3TR&<6L*0[7Z8NUDN:V !3V>!#S"Z6!DN\%?P_%W[;/8 M?#NG!^#L/".Y$L/5 M>G.])9A!@+V,CDR-;U1X+2-_>>_[<^/RK?FI[S_7(5U_^V_RD#6%4R;FO 39$ MBK$;JE4HQ]:\|2,;)2)&'E.)"A9MN M&-56U$HMC\$VL3S(PXGF27X_78)@8;-,:(7/561(LJ]M>41NXCQ8S+K67HM MB(52\MN\1]TYAM#_AYAP<29%ODKGP,8PPM$K1"ERW_- VK->I?,?GP73F@P M-M9<,5BQD+BKI>A-2LV7+7JLL=5C$Y4 HI"MOU$<0F)T%<[$PIM-@1M9P4KBFH!+N12-%O!HCK::KF3D*)A.J2R/<9>J/"@431K6S MG*[(H^H\1UU;BMLX6YA9MQA7J-R"I)^.2@_2[> %'"M'6D+P#0?)DGXM8^)4M37]&CPVJB2!8O@=_DC,RXC(K0WZ25!Q8$N4GDC$CD"E3!H11:D"DI*ZZ^:#+ M9PWCP6A0;_ILC8=+DIX$&R=?F)VU)8Q4%7+QN.&2]JRC>Q,3J72.4P+.P,M, M886H2!!?,+T-XNFRX.T%>$*(<-603M)H66@$GC[\HHP72%U#HU:&SK0SVF&GP*I0_=MEU/ZX)Y*'XZ<*\9 G).NX3$K:(E.?!:F3 4]C;= R#M-^1A M$VJ%3),PW GJ-1#=9!EW/EQH1U .72LS+,0ZHMUYBQC4G_S;KZ;("&.6^5>S MZM)?H9Y;DY)F_2E*,/E1.TBG2>F+#"\0\+OS":,FF(SB0:&]^>5_GWY3-P# M9BQ_XY7=>;7FB46WU.9;KD!D_S&*?GZC"2ZN [@INZG"'3!4RM+;8KRJ\=$MT]JN28I2MQMB/9'=NL^3-9S=$^N2O+-=,T>SS6VWDUT50-FTU?P:R,AX7:OZ M(YQ*;\(;R,J^BCM2V3"UC^7$LR>>?7(\6U5_TIX:=<1<,\$+;(P^L6,KD=G M3KMC.>[UW,5=E/ MI4F&SW_U\J]>29PXSGZ8H_ZLW':O?'5KM8;MT*44O*9:/':Q^[8-+M@#F<;O> M\E\)?]U[_9[E]KHOD.[5I3$O:]F'5I6XSZKD3H:!Y8)+&;_M\E&?I8%XN]"'K,692Z3/5'*L=IMQ^KWG2,YN8[3LC5V%; M@]X0J#(\%JH4Z.3J*>(J;/]%BI[F_FSO_-EI]ZQ!-W>C/M))=-NMWC'P9Z_G M6DZO@]M M>Z$S;%60MWTSN>O:EFU7'L'(4F_QKUT8%_8\N_9>$[LN]D%@MMEF@>W_E[M5]).NVMUAH,C.:M.KY6+!#^&DNXX?=!2%33C882Z74.JCU9)?XG'"*;934<7U MU-^[@=RW;:L@C?)(9VAW6A5LTGUS=G>($G\L+H/MM/J/D)I+8L^5F?G3[<(+ M(@DX?1V&$X*T%,6YWOPZ&,VX%9=K";/.K!&[%M_8%)NN'D:J]R1Q5KW^T++[M.36TCHX5EO+DR!B7#5562',^>2V?_'2SW\W!#CT';VMMJ-0[3>"40M+ [9/ M]BP'H- DU;K68.!:O?:)$9QN:WLB/&(ZZ7?$]"4HMPU"KI=VK\7KF6AW;136\V80]W_=:B@2X8!G[=B_.;/ NP'/N5'#B]TZ3(EXN MI\G1N]< H(T&7:M=)06U M?VW4KY((W+N&MH\FJ+F?Q.B!8YJ?9&^@8.G]<[3=:5M=I\(A[I^C.T?!T6>. M9=L]JI.Y\BGO=*OD+.^K;'#MEVDLM.8K12^5KY1;4U7RY=[.9C@M.1+M*QG3_MQU40S7L<%N[UX++J59&G?:.^EVZN2J#A:LUDR.7F$U&6.0:M5$-_(8#VR^_[U M=*_C6/UVAR.VJNX[$J A FX R'AI\C%XOY:O"SMJ1=$YAWVI=/(/A[GK4:%!WO/J@YI.JJ,.^EM*.2E&/_6OOOC6L0I*]2WJE"K?'MTMQ-,ZXD$6M$8>(3//%=PQVG7 HEXLF%9U*\?<=]\=G7?C=_E;V@/$7'Z5K# M_O:9FF?"!<-\0=_CYBAVD5ZE %DFBO!D3P@OD[^/] M^W_ZZNJL8[G]H=7)MZB\)"X8N@URZT?K9I/]^M,'SP/],$:*DO'H?=C[V[(M&=R$=L:?J#ZK$*O;N[3M'$D?J6MU!S^K;QQ_*M>UAG;C#$=W(GQ0;2]CY)Z^% MW"YA4+YTR['_LMT'ADE^Z4PP;&'5'4GLI%-=F:D[&.#VT2-SC;G"5\R M)^%J-/,KH3V+H9VW8%>*[!LCMPMK8OI#W&JR\B0"VW=M^^8TJ[8A/ MWG8+#9T7<_+MX0Y.7NJQ]+"R@ZT2EH<"FXT2 _5HP]-<) ZZ'+E;JU3QXFC\G M5X?YD(0SO=A81 '.841<^R7/X!N:I[\SAB&Y7LV4@)DPBI/^_? GIG_DPM@<.#18/XS$Q?/^)I5MYXR9F89\V.ZZ9EYKC2$%S)4Y]I!*V85,D.NN5436U2 M9OF@3&V*D5%G7B9!Y^/(S+5C,/4IF-KXRR*)2BAFY"B6%JQ^VW('0Q*L0:LM M!&O8=:U.;UA/M0JQPI:.]B"CEHU&0F6N$ZI;G(\'_Z1]/F":$KY-HRJ XU93MD)!5A*.K3!P_1>HJF,.CX3#IP[.9/[_V>9Z='*.E/PG>Q M-.E]_ 0.M KBY0%Q_]/XX<=WF>=!F0HO=1R@:6@?H]/^24$L-;W;%21I10<9 MS_YNSYZ*(DO1#6S0>*8X,X0&6ZIAL;.54LPR:[QH1I7%E]AB MML()&QO&.19EYHS Z4LPR<I!TT:F6B<-Q:'[;@_IV4A))&@4AZ7P21J#F:JT^:S\L M;,MMLYZS.ZV>4'2(.-&UG$Z_%H-(56=CQXTU=_=U+8@K'!JEM-TZ#2<&]D9^ MO CE/!C^FJ$K2;Z1Y(85)7D^K7F9!HH7/4)R>1C+/I"=1*CO>/V6]W7]'!7 M:0U>U[PR$H'[W"&.3;OS9P\O3_X*+!Q#4ED70SX*\0\YK&>2D4Z6O&E$4+Y$ MXB6PUG0JV6&K58":U\2L[!,9YB)*9GPZ9&_7.+89[&Y7BH6\RT^=,L_25(\X3 M!,.."QV87'"%B1S5!SM:9NKB]7AMT%ZVGWVX-7QM/2]P>R6RI-:ZH]W+&%75.MXXJ.G'.K&]P*7]*U?,K>SOS.8"<57=/%+'SP*7B#0\79CAB%\U7LBUM$FFL+ MJR$*<1XLUABTS$]PK^_$,_&D6$[W#>;Q*J*!YO0C<$*!_MVVO;9]W..5XB9 MQ#$-##26$>A@&I3'%U/B%RS2*Z;8'_H% MJRN5\@T"!K!8Z>KU^089#U;D':_ML';;;;"73(%G$[+489U&ZC6&=0SC54,P1E:W;7'7&X-5#*KDSTH&0 .GI#; M(2*6/(;'P-JQIO-PC&;";G;WB@QIZT<%Z\WII'%G7[+YNO=L>%ZKT<\X[&OM]R/AVC4VE)$V8^VN93O2C%6L.W2M0=V\@F!.'F)SJ6RQDY9\OP+@8DU(/<#]HMX0%W.!L3:%PE3$[?F@9]2S8 M:[\2AV/XGCG3N1)T9R-6HLB6VM90_@!NU7BW7D';2.U:LH%5G.KJ22O?$X6E'P8@X,2 PC+1$>FGM]R)%V1V_OM;8!>3]P_([&J)NN^(XO@,YZ^W>M8=IMU9&>8!,X8?:DR*QEZXLT%ZV"MKU\>_M-"M3DJB^>/ZB#),$*:1(#1Q2#)G6AC%.0:;_>/W?E1>AUR\>$^'!8*B"\+) MLV>\(^3PFEA!#%WR*"=6>_M\53PD3?_SC\W1MZ$._O19KS'1[*W(UI-Y K5S8Y+[_ML%E(&2WXXMJ1G3G:0*FS6DXR3@IL[3@*A^50L0:^KP*.%5G]6-6V;6M@=-]B9:K>Z0MEV MP+\;=]LK6_W>[G:Z5K]7?/#&ELHV=6\G.PC1GA0;GP28=]V>>[",*J*[V8&R M[5:'S4N[@W^K'1\U7I!Y68=[UU449'(#76O08QZV!^#$2]*]$;[GMY07E7'MM=K]VB4%^^3A(G(HYZ@.*U=QF/K"8:)46YV8R(MSF*IRM.9$&3DGBKAXZ':MMH=.6">.>EC'NICN66S/GJ]PH=V!U[.VT<24O*E?!5!LOSIM^#ZQOP#XUQ4 MW7)#88%EL)S!AY$J_(#(@&>!K^CY3Q8Q6NLDYH&2RT21J3Y:=#O8G,#FSB> M"=2>QQXK9E@ OM&ALB+\K-MI\V=!RL &1SHGDA>'TZ6J)"@2P^=N@M>(]>2*=C1'V5^51CR_71;B-''O6,-FD#[(%43YQ MZ>YJ,_HOIS:C>ZK-.%*6+5:LF],R=G>@/ K75L&='@;8*Q:@YH([I:|E.-6_M:VR?)_H4^Q0N//C);R82D1448<(X'E1"U@>;0]*IZW&CIQ14]$9E 00K4J3$&W?&ZZ1)F?H6!< M>GU8:?.3 I='%91& 3?Y]P*]VTJG-W.R_1IA8I,0C=;"UXK'B\09BTCB6)X MYO4&E,0"P%'Z', -ZTLLW/2(!6M2?0C110(7-Z>^FZ5](8H7\G2:Q449B ;(L M0D22R'5)Q7"?>O H)4QT.-V>P2_9CIC,^HSV=U)=R355 ,R3*"R]KUSH+NY? MS7R'B"L <8@5?A+ *$,0SIEZ"5?5,(XT:R6RWR5QGAUNY]) /UTBJUBXA?8MN!E&,7;PCL$@Q0*V47CGDRU#++$:M8QO>3BRGT$HDGQG;QCLE^,6Q1CS_,*

M/|_GCZ1+X0)Z;T27DZOG$"8H"K:HQG#J12A. W]CE91F&Y M^I6>L3ZP^T/*F0%DPH\MILZ, I98:AJQ[UZ.=7ZYOUPUGMO)VS94:0%(15R&M,S3^@AYZ (-$ ^FZRX0E;L\>8#T9SH_5T`VX=2?LOM().C[@:KSA2Y?11/" M35=CQ.U"'^@QMM\L.S$]J-Q:D5ZLNR #?AHYI/FS0B=.]JFCEP2A<<@;Y:? MSL/I$1)T:-F@ABI?SUBUIU =3IZ+%0)!!2>CU("EJYAL'=];E%UABRW;NM)(MN;)W=K6M/W*P=#)0QSTN3>:89+O@-8;>#(&E5)5O06*3QAB3;BG=K+F\&1A MR()XNN:!HE,_"'>;$A05V#-K<[=2,V>Y\"+DTNR]>6E B!-1-^"RF6>=I\M$ MJRQI-;B#.ITKJ#TSI8'&0BNU#],JY5Y8;

FH+9$6!D>T/K MO/^?P#XFX>DK5R(96LIC%[(F5?4?JJ:!'%[LG=:GH#@\<)2'K]&.Z?8/6\)1M/7H!42K%=\!*47LC,:'[;BBNYGOI#8;+1M!O#">XY*LV+]G1MRE8YPRM6H8X5<*9&]X'0?[-+ M5G;W6I;FZ-R5#]<2 \IV.Q_;UQT3D&P?N'5]NEB_]S1AKH:N! M7[(#85_3)SR/W(L>2Q7">DGPLNXA557H3PC]PH>_B.B,^,K5^$R!3Z$#U7(M^AZ:3,.M..WM<'"*NM2#[\$S^ ,Z;-,*PUBZGIQ("&:G)3],1DO0LVD &9OA M_H(!3ZE#/X*6HR%ET3N%77)]-28D'TNOTX;.?G)V9 M84Q/[W() BO@UW*F:GY-']+@@9VSJ)6M7E4C!/*$=&P^8)F&I1%#8#M,=T6 MA$[3NW4>)W&9).!GEI?\,P&$5A:?;A'VZ8FLCD=MB11TB,B8#M6[;G],2!:MJ9A,T*K0M9HSX]:?4Q,S796RX<$KSG''1UI/DISVJAU:LSQ90107>Y06TZK MMIQ,1P=5E9M*03!@&]%Y0Y%Y2:L18>B.4C8FQ.L*(ZD/-IKP=;L8HI92C!+V?(KQF=Q$@6?/F' MD3B)PI $T)9A/_!<"MH)UD4?@U"3*NB9IMD+]X62_%9Z$]%]L4UMX&PH)\WE8D[#2"[*G22K&YI&2#ZQ+2K2L MNJI7<;0B"8L",L$9@7^OT1E__CHP7,03>,C<.CG9LQD=3N:O("!XH)0M[,-1 MX8=?1(G-9^X<9N9UBH5"*EVQF441DURI2(BA:+4]";PX*(7P!J2U'ER@UKW MCQ5'*'@C//,/4.NO2\'>M8VV;O>]V\>1I?T6"RF)29(V)@L>;.02L;AYH\(1M$*G=NA'U8REK%GV7YG^6(;36D)&R&B- 15TJ8*2&3>_IC-E6OPQO\EY1C5*R MNSJRP-NQ)E&[-[U&4)N*$[]@O*FJ.3Z7X9$3W]-_7&6QNW;@;3:?R'.UV0*1 MJJ/\J#:[_CXF[]2CS!T'I+V93^2YXBP0J?JDU/,$S=TG,G;=N/#^R(KF2[?1 M5>Q'\16A_[^WMT'5K(I(*HD)(8E;YQ'^8(W XTQS!)4SZ(!U,N2NYTM2*N M";MC*%0OON9ZJ@=$1OD,OG_T%T#1\[?84S5),^;>E1H-P*C4I9^@=6D?<3RC M,^=RG51<+-(T]N^RE+TQN8W8,SKZMU240,[7%\=F8&T"9V^F>QL\3%5 _@) M4'!&K\F6G<'#^U/Z0?HT&45]\S57BP2(3*4[RD1U&X]<69.QLR#ZHGKCVOM9M:$5@I$>N.N0,O5#Y^.#O7-44$!>2_+6K 8"=]ZXB:0U_\7IX*KUX%6NKH.> MO$[GP2(PE(='KX='KQ/6HL.CU\.CU\.CU\.C5TN@C/?HE1XPF0-W%4,# \L0X0-7&6O3_#!8N3'ZLUI MJZ71-\]#509H'IY.6/"(>W7/7.WD5TS@,*B[?>4/"(A%3DX#U N%-0LMGE$7&*-.RR5O)$.Q(?<.-O(&Z,3;OO1@F[#Y21 M*'ZZ)@F)'Q#2GUOCV^P:C0S^<-D#Y\H>DBOGJ!;R?$SHQY#U,B#MVA]G# @2 M^\$NN"&+M5GK!;& -A^Z7@HRC!%]0&NU@"V1N3_S]_*.:HH#4W MHS.+&1,GI/C?VER.G:V?.@%2(,N L/5G]#WC4R:R1:OTUF6'"*C;Q'UCR";3M ME],RZ%"::]D7.$.B$@&.2N8D*/&A[.+]LD M9S-# AK MB1QPO5=NCI=L-%QU6+B&:U6/:%#/XP6\W/,'B10[C_YZ;KJ5UVQM@I#X;T3].2URA9QAWT=K3*+1@AX?:!%=>]=VT +):N,A9AGMW6UJ]EI7B_= M33F*W:-K/X!T!836@5WS,,U/!P%>A\-XF>O:'(@-RB-*

S0481\]T3FLEV,@;> M6[*=5-AZG2*-<2^S0)/;:.'^F?FLF@%C(O\9,,)24I:+"/76_C]LUO9M?5XL%GT$48>!2&BDO4!N MX;L,,%M;N(R!YI;%2X6-5*7WFFQ+^[1<748IJ4(WP.@*R4PO#UY#Y>M8B@6(MD_.V74)\?*L^SIMIG#T?XYCXH&G)^O1G.!6;8BEIFS1=NF"79+'6*YBGW*^_M=8+*?P#&5$YK]LM2(4J<6XBZSM]XH%Z>2Q!C55Y1;2G;4KS7X=2.:+=O&LR M;LU'UN=EMHU5)^G;*6;Y[169+J8 67C2TG-Z01$V]DJ(1):PR0TO MHM43QIW9,.H2=JA(;@I""4)=+3DM+$,J+:+)EHM&-\CART:%$R$L2.+6R&F-C M7F%HU;G2TLP&'DW98!6LJE.!KS35PF)N#W7"OO9H& A63-)@',"MT>X@Q*=2_AMCZV=%_31\#M:>,4'"N6U;%SYXIC)BUY%(CGCG@;Q4Y*D"Q[RFZ6[) B687EWS(260=H:W MEP71Y*J*QV4^$E)AF6X\3;[W64Q*VU"_Y\'7R:Y#P?VH\0I+08+N*152'#!MQN'FTY:U,[P;Q8@_'ZY& M#U>CAZO1F5R-?GT9ITV#)185 M5ESXPKF+XKP82$M)5(#$@$1FR<5(V!$0D(KS#9B/T=5D\8YX*/3/1'>UQ+Y M?3AK2$5M)C9.*32L9BW4GU^1A,5+G8 =GH#AZ0P_$SRZ8L&J9L;VM2]^P*!OM|=+=M|F%7C,Z)&<"E)[X_*KVPOC;V'ZVU#T-CW'<7"HT;!8C1_M,"!U0>DTI_CYO[]Z|>+!_?OKPV_?_[__^R|UFC_\.O_O)^^^N'A_M_/X4?3[(O M|W^(?_KA/|[]\?'V*0E^>'#_>A/\,WV=W1!__O7#-Y\?WH7Z9O_,CM[=_,? MKQ\>CX[__>;!NXGOUC?_#([^X[]"_UNR^.$ZOOS\996>I_V'SW?N_/GY(__DCU]_?7/_6^0?/SY>Q^\>WGQW^>;X8O']FR-J M!'Z\\O[]0_RO/__CC'RS/KO]\.MOV_?_G#T\+>/_SI]MPF^>7_[^O/)E\^_M'9^__L]WG];WZ?'Q^X]Q^..>OR_/MR9O3?_[V]LTWMW?1V__]:>KQ*_??EQ> M_/CFF\?XOJZ-P^S-W5,<77Y^.'OCK[X/XE^CW^X^_?'I*'D,_G;T]L/-:O73 M?P7?+SX]_'#^]&/PS=V'Z^6/;YWM/[/XVY-W6W+UU^UOT=^.MW];QZ'W_UX< MWUR_>M5/U8OK>Z33?6OP&2IX6SQ(5=L+,L=9',-OTLVQ[8:[^-K6%?A.$F@9 MR)=1Z!9$"HK 0N\,,\|+4LN*PO@NE=M'PO)#9V\AP2W-E MQUOD%V%5.R"GU@E(\2:L]XF;WW>HLZ/!G<%5!/O>-^P3#X5$AA^CR,+,?B)-D,?&6X35AG@,UA7D6TL^#VD)%>LMG9A=^C'*YJ)#T?8+.@,]UT*R+DRD!1+^KMRM7*=PDN'GP:]A983T@$HL(RA[>Q$R;LNBE?SK@(R6E9O'?K"95"=CC=/O/>_MHBRR>[!9QM%#T0T.!2X9)9MY&3W1D@H.K;VGD-GW,7R^AH+8'YXIYI=I*R%0U%NT;A&9:0(R_UY5+4U+E3(EC'T]27#^B&*TJU8#RM,]+:>[-!K7'R9R1KLQ M$S.Q9^'2V>#$PDVI6ZJ5-&!E:+.ES5*J-R0"_BKSSZ8V[W4'!5VS-!Z5>NE M?"#980>E&($639L'GIXVL/$D6$^P.%'T#T[\F:!L]#%AU21J][#@*RN<)%2MG24SP(A/*S!@-0")@*]0T%A!IC8#ER0] M?2S[O"]6] B:?$:NR>]>I+4O1: #"O5-:M\4;J*8L-@$["%.MZUB!>7XRB%X39BV4H5A!_;$=8)_$P?:+X+@:**;K+9.Z1IG;830GN^9<7=) M%^SM%Q(\D]1F*Y'=+YTF/EZM::+"UK%'S/&F/;>?HFLZDG%PV1/8B,HR X' MT,;# WBAF@!]7=*7BZFZ_&.I10&%WGO/$53C+,KLNB0{)BRF>]E7BP(&=0D2 M?*58K%(2YRS1#ZQJ1I.3KU8]6H"H2WD ZPA\NHJ"V->R0]2S5+ZWEZ5RDVTV M3NS_17^?KLGQFO)($BHY^F\GCI]8BZ,-X@>K:HP"$I9@&KPHFP9\9"!T(R M?5?.\RX.HD)%6B8$_OS<9"=/$H2_E! 0L7G>[0-#6T:;E[R8IN::N,3/7PXA MY<+5"+!>(U0$67&'1F*2H!48T:4ZO.K(PG69*4XNHY0D%Y$3LHK0=(MQ0C>_ M.JSXP.V/,.^/"0@T20S7@)\]P9RMI671)=-H^>:BSC/!X?Q.JD7I7W6F>M]/0!MJ&!EWS5IH:38<4G8?E\.L4:::,2QXE09!](7N9^0LBD^B["Y=94&7$V@$]8C:C3H-@5)3]".NQTN2 MCK4.:Z3FBZ!4@%-(P#L/'R@O=.O$"F-5!)ZF(E8< @-4?C=:B1)&](E/_^F, M(@PLB8%HN)7$V+&5ZGUX9_OFL&@!+*I4K25[GE" "TU)]>D%4(:!8.4)X6_^199&FRCO5*U_Z.M\ M-/Z;K.&S[U9XKR_.XI"A [@,@$@]7/N$++#C36K+7R8:G,/:;JO!>!;7&MQB M!,_0X=$NPC34TV2%*O,4G#)VA89 EY"]ITV&8'!DA%.!;D<1/E6L,;3-# RUMYG$QT*M$A-[:A6P=O^I/G#BAMTS7)#ZN-T^"/ 1KQOW!N8(QQ)I),Z1CEYCZ)).Q<.!Z3!!_\^1OG(M"5@8I&9-2'K!_I(A!)_S(22#I2'*8#Z:JL;>K&4L7(X>!11,CDDA/!3 R3) M'"K%5L&#FJXA)@B>M"'QVH%(QB(<(O^-Q;]@K?HD>K_:Q.VZ>ZJK4RS$*>^_M-)'Z<=09P+EMX],8_S0XFD>D$"[TTLSG5=+:G9^T/-S.1\\8%(&44!X:EV1N MG4?P^$IC:!N&SM8J*H6)5EX^YVJ!V)>;0!.<'AT!'FB5;[8':Z;5;LD]f@ZM%*TF=XDE(-ZI!(^S'9VK\ENNG"=VJJ1Z7"2>\T$Z%R4XOF8D?SPG?N_(#. MAU0'0GIWV8>GLNG12I/+L9-P.)1LNF]#X";EXG%%22H'Y_;\N.8>'YZ[,1> M15'+^^-\9KWEP1#1"V6!=18NN:-TZ R#W$%!6RXB0O8NU>#6BE"(:+FF53YEMR3L.:@(BS\"^B<2G=,[!8'7B/_@>W<035+!$5&9M$94BQ*F;4_)X'E(GCN"; M10X=]RXWK&'D25%=RF;(&5C$+,IY6$CL.4"HDJ=OL4XN]TXIETZJGZQ*O M7BY5VX?EY9;$#BN'GS=K5&>I]%&S8FBD7*4QW*>('^_MOIEO471>.\,9?$]J-'E#RENPG&587$2/2?=V/"T*=3R*PTA6A,5J%#&!DBMNB M7$/JJW (FBE3+68HA-#;@+2FPU[-S:CJ -7\DA-]W09PFGO84K=YL7/6-#K M_ 8W*$[AWF]"W&?49%7;,_!R;HEK"V'3WJN2+Z(UWU-9U'+4U+E3(EC'T]27#^B&*TJU8#RM,J

&?!Y5@7!;GBY"J.5GZZ"/(_I0(Q4'C%$%9MN]8#\IWBJX0! M;>ISHK]2'?C "A!1C@RDSOG,KFZ;B9HW:]A;<9;C](&*8)-MP%Z;-<>SHMF"
M)W155E=KQM :FY-P'F&%VAAODD)MSA@ZEET$04CLDV1Q0T(_BFM57O=.)XN2 MF#@B9B-:-=/B@D7[DEAF\@$^(-58. *'2'?
$>4"D+1\,=Z9@X1@<(MT1YP&1 MMGPT:E/TA.@$'"+=$>T,$"8X6+),'11L.R>MG8S0*HBS@FQ\7 M380O^-1&H$?_X8&2S*(S84B
M3VEIF2V9(%#6R/+BI$G.0.RB;Z<341+(6CAIT%3 ,BK>4[@2R4ZB6KK$@O24 M;<\-
^,1_\#T2>E4#HA':RFJ1M'>/K*P6;B8ZM"J2.8/G29(1[R2+_?"^Z+^2 M=V>_)%_RW\"GF^O0M+E?:*.G*3[E:1P0NN)4,S)V;:*3N*SK#5]'A+"U]':.
M^*XWV,X(0)]9.!0F3!:/AN"0*B_)5NT^]+!('+:"?L$7 M>"A'2&@&>,G$I%%B @Z;998FJ1.RID@C %2G-E.4&@)#>\;>I%RTR%JN=C_=
M[:CG+&I%G!CF<$MQD:7K*/;_&L54UHA-YDK.>"W6);;S MD@X"JTI)KEGXG<0N]92<>_">HSHD9V= 1:)3OQF"B&<5RYW2S74'.9+5(C:/
M):.26(63+"&A1^B\LL/'3K(^_3-S M&R$CY$$7_Z0"4>O:5Q*5M88?;M&OB MD4U^1745^RY!6B-Z-">-F*X*OB
\A'XU&L77ON#7LX(*GX2LO.P=OI2K&"4 MA$!Z+D-^'_=Z*+1%%^%'=!#N&Y26B-S^31,_30@WFUT35SB M/Q!O$19:U/6*'1;)QNFX M-."'-2/B$P:
[KS@K6,6Q$SA0A8[J**B*J<_"+AN+M$(6.*PBO4._RF)W[22L M)GF2D'SCJTIWU:Z"G/"E7X*$O]M(@9X!33F0E@8CE5X& DC/!7_Z[.S$@F
M=$]O)JE;&H*K4(/J5M*)]3>*IV1=IZJ1B2D_?VD]ROU["MY2_-!^CQ]$ -= MW(.'NV)!Y^%5=A?
X[G)%MTQJ<]G!1@^6P52F;>2@1%EA#!QTD6Z6^2^+-V3) MZ2/50#\!3Q+IP<"T 1\BV2I7'#Z9I)Z+V0EEOT4)W@B)S0,_E<0JK.#?U;"(M7HUZ[-
[H1/LXWS0<*GIS<0UT1!AJI3(#^AUS]7X*4<<,HIW3W$4R$$F_RQ"%/? M\X.,K=,;XE(/DRW3TT7JU(E#=I:H0BLH%ZLP/$T9 M?F#I5ZHA?7-
CGMBZ*V%:/AU9F6:VR@:8N,'4D$ E=;CG,]4AOU$_UECLT@'F M(':Y!"JQR]ZT]!#[B9^DL7^7,8+%O6LW94<@<,>W?91'.NGCF#%^FH'E7?
M1@OWS\R/68T;+W.9^4.YEU+3F_AZ,!!+> *;ZC@ M0R,C0%8H450G\V2 MM0/JE#>8)J,S6O9(2%7J!5S1IW$O7V73YGD2YV&[1:H]Z6=[O
J5I*;A9>G%EH%%O#3M))P8_6>$#N5K[.3ZWOL;/U4RTBU0A@VY^J$T&US%R+4RSYI?C)E M<7.G6 E2'(L:-2Y0OJ:L8VMU,QKP@1!?WX5@,&
&:?;/S=_7DZP(<:W/W[[PSH*&,'D M[VZT>9W+\":[2\B?&67\](%Q?T)2QP_V(LK!(8\IW1'HYMHW%MPDT@$"2LE% M9'K55A)(YE8[^U0Z
.*)QPD"_F)0P;#OBRN=>K=1'+7)5$5.@WRA_/(R(?=E M! 8VM$BY\CW?B9]J<+OPFGX9N]D=>45_2JV/OR_E66"HK9(- MHR:6&%:W/_VVL_
!>A%!M/VG@NJ5UYA9=]5)U580L1>*3P0HO^U1TD\+N+V M!6L*):)1@F ,03G\QS#9$M=?^?0TK6WR5# (Q\:+<$O-FU+G=M(72P5Z$Y*2 MT[-
=PV"P8J>&(Z%GDOJ5GRGYJA_$,'PV(9W9^6QBB2D[Q?;<]^N44'PT#H%Q MEHO,+5-I)B=]OB$A+ ^Z2PO1P#IE".J.<3A2G2XE^*K#!MF5"DO
'21E"E@^/0_&!MV[,&[QFD6V@ M0^)^+"1IPQ*:]/7:![>3]H?&C<30^5;CF;-<^(J34.8(W6+X-V(Z#3:,Q3&I>2I2"3MJ8J03+P=(!1
MPC]]B7&R>I*#@@K-ZK%RH?OK>@1SQR$PNW,<3TA5D@+L$:Y)B=V9H!@W(1F[MEX-B912C49<1DCD3$02W95)8K-JQ8V/-2R[[,VSJ^6*
MA/Z[% M3$;]Q)KZ$JB)1"ES\PPY$OLD652/*WBR%Z7&<;^T7O%&=LC:)\?Q9PV\$]=(M'?46^ 'YQ%6J(WQ)BG4 MYHPU%-7<%'R@N^>O?A"
<9:%W<65@";@?6GU.HCKQ[0P!?\[0.EN5%MWX21+% M3ZP5MH%XN1_.0[S\.:-H[_+\I+>$1=_:/8%H2UDX=74V3P\M;C[RISONN^\Z
M#"Q"K]AB3UK]C8W4'H*217?:8)6 R%2=_P!QP8YR_.'3L.=+*I,^))?]6)L(M[Y16U=6MM7,Y#VNG-FB83$C;/,AJO$+]TZ4@-M7WN37""UUGU_8@
^O[>8Y M$X\3-%ML F.E3W75D(:5]-O5_K@?1PE2;7+Z!TPU<-,W(?5 MED:)@ZQ>T5#GB)UV+TFZ7%6[^W&4P/=T4A.<.&0FHBM1@RV.=!$5!?
\8481J MB9WAY^&>=J52"E]6\L?8>&*I3-LQ%L[&H]Q(NC3)G8,T+C]0Z]&7F%:ME5 ML(G#,B"@%:WDQ@.M0V_&H'5E5X$&6[>Y>1]2Q
U\MRQT5C6, 9.CZ;-"LXF MT&E*L(((/OC29.#,<7&:@ O)S,2Y%XNI@D82!1F.2[WYRNEJ1?)6L:)&TL!@ MJ6C/QF4Q%&D%K"S4T0?9:[(MV_\N5XPE8/
ZPT_[^""62B5_L)+,N_16NBV6 M-;Z_A-0Y=0)V0J=GEM#UMTZ 8O_T:,YEU]*48(6@M"\9@'7\X*3LN/%T M]1
M3$)H'NM*)JD*'VD1Y%Y1Q'9_\Z,LH4PF";M02I>K8R=9E[^!KFAO1'HFSH>9 M.*M;
<^AW$F'1L]]J77$>YC6+3\@V2GSPL+"*VCP6GU)F%5;P';7V.3#T&)CX ME$Q>F_J:N(3Z.=YRG)PB#=JS<1\-15I!*RN\-J#[#K?M#S"04E+S"8_()5;A
M)(V,"$JH__R:$6/5W9E1_?]02P,$% @ K(!S617&@ ! [P OX,, !4 M !E9G-H+3(P,C0P.3,P7VQA8BYX;6SLO7UWXS:2+_S__12\V>?
N249F$2__L7;_[M\@L/Q=LD"..'?__BX_IB MLIXN%E_\O__PO/_UQ_]]<>&]0S%*_1P%WOV+-TWVA_4V]#:I'V>[)-U[7^;[MK[P+[S'/#
[__YIO/GS__VQ9_DVW#%&7),=VBC/S"N[C '59=3E-$.OR]MSDB M[S9Y\M[\X+WY[O??_>;WWWWK?=Q,O;>7;[\KFORO/T9A_-.]GR$/\QUG__Y%
M@]+S?1K]6Y(^?//V\O+;;ZH/ORB^_/TS^47K^_?TJ_?_/###]_0O]:?9B'K M0]SMFV_^_.%FO7U$>_\BC+/$0!;^/J._O$FV?DYG4LB7!WY!?KJH/KL@
MO[IX_;BVS?_]IP%7Q3SYGE_3),(K=#.HYS_/G\YH'__(@OWAX@P1'_WF*(= MFY$H3;\A[;^)T0.9>D+D!T+DS6\)D7\I?[W!L$ W_CV*OO#
(YQ]7"W!@/[0Z M;+3\QB;'6LP.Q&?>Y3%7Y2_\48XB\A/-YB#D@_R%0=JM),2V(VQH.<=(D MFNMJD 5%N'*PBJ#EL]Q,;KS)>CW?K,
<@8%BRIX7B8J5 2Z10/YT%,M8)O#S3 MXTJ+8H4BLDO?^6G^0@U-?TM,K,ES:'JE\"@9UY411_@<1H %5;;P:!.OT<;[M*VGU-\
<@D9!A$SFB\9]TF1*2;D+_/HS"/$0#V2X, BX,F"X;4E9,HYE;G0S+ MJ0D28)3-A:J+CN%@87T;;M#F[L4WB\G5XF:Q6YUC' M[#%LIA'>2)>[=9YL?
QI@5X'IF#)L*R > "_J9E^P\^N'Y/N(&4*!-7'" M'VUYH-; #.[E,8D";+[-_W$,\Q?C8.D0<+&#=-G@*H\WO_ON>^_]\F:VN'VW
M]M;O)ZLY^6F^6O_KO_SN[9OO_^#-YM>+Z6+3-$/<0 B27QL[S-%K[RS=_A;Q M-CH2'^M=DE++)L_3\/Z8^_<1VB2W>"!)G.-
!X=X>%C$^+*#,M*UBB*D!CD;J MX-3AG MH.0B/ L!]H,0'O?:L-K2K$40<4!HF =;H:6X'%ZPC]Y4?$6^_XX/4 M:Y#_I?G#1S8D?\;&?
G_*GU@[DR#4!\^+IE=H>2 7VAC%TR3+2??SYP.*,^->)B. QL*9(;K M*:I;>=7GCK=#H>R:(.*/6?=(6/>*%6:R1S=)-AAP&A1,FUCR@#DQ 4#E9KE>
M>]>KY0=O>3=?33:+Y>UZ+##IRH@)D+,Q#G$"%]W_+RP+-/B"^_+"'_SE4=& M[B5%ZR0>S0+5FOE+T^[2)Y3>)UH3SS()3^J03+W+/;7?-
+_1W3JQ%9BTNRQ5 MJF$-"--QL'6"S/"WSOP1I=6VZ7A1"L76Q Q_N+]JY@F UYBU*3Y*A/$14UC6 MBNL*
[9(4%=]M_&>4S9_SU$]2?"3QTY=%CO:9%3_9D)S:O@P:<"P^&_G&^]D M$$R7MYO%[!=S:^7J[FWN)TN\R]S>3/C2LH!ZO# C2;ZVMHF>A?
MD(DY&X$;>R FQ[@*:_7@+-N:MG-PFQ;\(6"$UNW*%_NL"X8 M=#$)2%L_@JIPQT%^N<]\25; 5\42F"W6Y2J8SX!3J_N%((<$&-X2$V;RH,N*
ML3$R#.;Y^3N!E1=.5GX79(*U2"NOW(,T4.M>U8 M_+E9P]38?-^M" %@>T4;M\X<4$*M@%OFX Q?.\F%3;,XX43 ,^?Y54WS98_W7^6K
MLB+LE.0_2F+\8S;DNT$F+=-'T(B'$!XGP*(L/O5.WW8?HKM\0LB3'_,9(3CT M'H=(O&M,_>SQ+DV>P@ %5R\?,Q0LXCI*;[+-PZ?
B@?/P;H^>S#BQ6'HP#!DP MV+#?XEZ](^X,F_B5%1_>'[=7V'S;^M>6>&6;NP8 W Z,VOZ3K'I0 K1T:_ MRZRM;ZF) G<6[>B0H+_IRM-VIA)'K?
[ZJ#K7D:K*HM<#;9\#&4!E$3^A;"R[MN"PSHX&Q),,B:!_*;DFRTB]+G'^%_U=V_JJUN2+)!:&RJ0/OEB<+8Q1+P)S M@'=
[$%/'@1Y^!\#J=1C[\78DBEV6F=%@6I)A%9SOJBY?M3I7A)7$KUM[<7^ MF+3%,->1PGO?7CQ#R2S);@K;A)Z?>_DC\N[10QC']&\[^HN"9<=>,". ,K;
M!LJ(+G57W9MQ9KT!.6R@.(!0\2LF^B9Y7Z8/?AS^3&<<*^0LB<*_H"IWF$X M82+TQ^6NM
]]+Z:S2;WF"UL%!O6G69XLGE1;X1C,,HF"VDZX&9'GH\719': M8A&3 E!^F7.^[,OQ=;]15+42]1B;Z!YKIER49TMQH,4@(&8WE36?&2@O58@
M#4A0"@'MNX1H^2G!4!K3 CY91J3#QJXK#2\6[[D*%TR+];>#8IZ86W*?<]0O M1EKMIXE*NH$=:8W)X3\]: M7-^D],=-
MUR5]FRZ*J:GR["X\MZODI>TSQO@FK?9_XJ&/O-J M7U>.1$FZK&1HSA3X98/?).I[6@8*E.KX_&&2B??AQ'KBGQ[,ZE?R<..PZ@N/
M,^=5KVG3N)5!N^Q1A>[DX2&EN3'I]1D3ZJ1+BM_+'[Z]I!@V0\0:BHVP*Y%6 MOZJ 4;9PE?S3* 0(G,W-7R_%S2"T3XYQOMQ-@K\?LYSW*I$WL,Y
$0+R-%%=&\\G=]3]YMF_.B4[;X6>$)[^ MC*ZULC>O[FXT;Z%$,FUE/>7-B0:NLC0GU8*"XS9?IFN4/H5;))LQ%[=M8 G_M=,(1V*V5]P00=0
XY:$/9QZ6&$1-'T*\\?I,FQP?",@1X$#P-I!-+:9G>8L3,@3;2[0=-9CJ1B-Y7RDMU;-Z MF1(SH;V#@=U?O6QP\P'V,1F*=A,#2' $90=(XH>+F_
)!=X&_SXDE;KH^QF7 M1KJ&:*4 =S8;NHFNP/YOD36U1DBY"-OB,<3=$]-O8:J5E][,>=RK4?IC_ZT1%=O5"%.(W\;(A3$4S'[AX"\@$L MZV*7H%^-
HL:14%Y-X/ 'J[LQ+.*\W$.+)Z@8A;5G^UV2!)_#*!K(_E4B;?.H MK<(8@+13%X5IDHW#&-:1=KM&J.+,]#B@7X=QF"-JYYV3O7KYX/\]20=3;PJ4
M+1_1%%@#D%GT4-K/'9B20 ;:#:0EW>A)=2BT-*?BI&F?ZV26AP,E:CTT2X8I MKN4=GG!99(!HFWEN4*@B756EZ2H\2I8WED&^^&<44J_8)
(XBNC[FQQ1-]N06 MMTA66;HT!S*^>K%BVDC,V1G7!R9#NB M-)(DMTBY.=8]?W (FW=-"8@Y*); YXB[1Y( ];V?8RO.;R*XO+MQ>("0DMN#
[N]WX:_DRN_TC>]"F-:R\YNVO&DM=9 K]B"PW*N: M\SX-:)FA+=K?H]3[]LW7'A[-MV/!!@\+PWC##S+E$D3&=GMVUWBPY?1>TNG] M[K5,
[Z6+4TZ3@3>,R:W^[O3F4'8&W_2X(/C3$:]QE$8O=:[[1BT $J <)1DQ M]H;9(U6I6\TUK<@<&'$5(1)"[DVV6[I1"FHM.,"9)@::<-29*]V$T\4\9K=)
MCK*;Q*=YK>O71"N\RX1//C86KUY._QXHAJ(7*W:/S'U8!9!]^M C7XXAUL($ M-EI)6/O.FNX9I2)\ZI947!PF;SJ/E)/,Z!R&N.??M&[0=3RZ1"-/B"RT@0-
W MD*9Z$JD M?0UP-B[35V?B"YDV ^R+EU<]IY<]HAC1P0^#TO]<+M+!HK-YM&QZ];B<2+CV MRO9U^M!&);@JL33O?L-)3)V$G-M!=:
(IZN'1:W>.34(Z=\64#6.DR5!T<%DA MP98@GK8 (FH",:% ;!>R<1S!+2UN&(+PY%@OZR;)&#OD]E>]]:CL5OILUX\(_MY3?D2Y*ZTKQ? B1CZ2A,EN:
7\L M*LT5\!?DI]?ADVGE*$W6S2,A*=[&K!Q5Q2H"'CA^;>58I=TY3LI3L"MB<*MGT#;(Y/&W*2!6HY0Y/16W-=O=3_?!]B2S+=/K[< MH"<\+8.F@.
(1=:7-N%R)]5K=ACK6;R<_CBU=E(2@@=Q1HGG1UG8-&HUMX3I% M_SBB>/LR+ 9!BLX2DD$<->!K?.[5WX\-=2*Y I#C3H6NUINA-'S"A^6GYEED
MF*MA+BEW[W%Y;+W.-[HR,FT5!Q;-@)NWO"*V7N/[7M.B)+. -NM+"(K=>HA4V+QHD6%C'%TL)E&_;%]R]!$F\&D,032N^3?K)X"\O"
M\2YH6@!O^^3=/]5!R/+T2 M%#)*6EDG%?@I:%AMPNMDRMO_T^4AB^052Z]Y ML,>L[3"9H?M\\)PK !&KUZQL']"JC?CCL5PE\"74MK'!(6K>@Y*Z
/G+0*@X MZ]QF<%*;-'2O_NBGZ#&) FQ+_.N__.[MF^__@.WD7;@-1X,-MGR:F&",M$^A M5S(E5WZ&@FFR)P>Q7LBLJD]%$727DZ?
E)>CD\]^&A1LG!171M^Y;1[]>'F@ M)6AOD_@)93D*;H_$V#4,-7M\FS>@)(^ UH8(K);*M/G:.]@TWA5Z".,8_\OI M,K$.VU8!0:N",:U%I4ZY5H?
(.C*SP3>G_W%<1OF?!GH]WBA;X/,3(N=1_0.\(7&9^CNH;HM>WXXB'-)#/:PQ[D7#PT#95MKOPRI;>_!FEVS!#M/PQ M$FY?OU E(KT^+.L7.3D;?
M<]EDU/:O#,_5)Y9U]\E>,CXNO?@FK:%VAY:ZT MD98I]3P.X!J$Z=B-?P'Y +:$HLA4LO,J_WZ2>K3-&-*+"H77*GS/';DN?M;' M^XP&S.1SDD-
MJ(!DD(S5 O< $Y"+J/[<*[X?BV-()+.6AN.-N4^*F&86HZ&2 MP#!IV,Z7R.0"TC:M;'>NKQ^X,FHE0P"']']C-?6SQTD"LU;C16VNK 5C"VN
M,QK#1&X*R=E'FX@E,/UZU8Q"S2F\9(781);4L#5!-4UBJA,_A?GC]CER;[, MXS=8%G49B@XB:R38@O18V;*3S]'-WJ@@T9;ZDAR_KCG>?I]-3?SE[F-
65"HS M##$^+>M91+GL *!:GF4M24FKBV1W<LX D+$.*H@3*%M5$C]8-T[&)R MM;A9;!;SM3>YG7GK]Y/5_/WR9C9?
K>M(K/GU8KK8N+V84Q4]\!A;/$>ZQJ*U M;,SVDBZK@$_-)7?#C.MW#2P)Y]Q@F9!99YDZ^8F]4VV'I&U(R3 E.M2.Y.&> MBDA%QUKF%/1(HT@N2
=_2 U1&2(7JO! R^8%BDH_(B]/O!1%M.+ZP4_'H*H$ M4FL=7#G#U0X>_+5#00>/C$'IA:?(\&.=TA26ND"GQ)>5XI='LC$$V+ZJ"?Q
MQDW,%2N.Y]QYU1#*UW7UFU*(8\S!VTM,/0)*F0_+J8%?T M,K)4SS)R%2;M,[+KT/*\966 88#%HF#=1\5@0AY#,6E<58=H%XET@!V.Q)]0
M@4;%9PC^2)WF#G)A81!Y$,3$;D4;,]M1\9@OAR/#LL07.@>;U, M3>?AE0Y(QOY='\ )&)IP.A2]4-Q4L!G%^4A2^7 'K:&!T"Y[K)(.B [6Y%L* MB,L?
OKVDH!"TMGC8X7/"?Y'H^B0C)P." HE1ZFH/MK$]V#V"#F-C.H[QK]#DIL>X0:%_>&YSIGQ^CJJ;_%^LL/K4M&$>G093 M&")]MAW^
GZX>688AV89-3&:\S0?>#(STZ,0'EZ3&[PDFS:0Z9M*%@D7=^0, M/L"XCO-C$!=++NXK.7)KW51"@]9^W-8^:0VFH& Z;D)LVA M4#EG;88J,I;9>&
[,H6+]+83 ! 0;%89*V[N .56,O(VC"FHY6PG*YYW'$UH0--.P>6J?= MY6URYP^2/0PDXQ@Z)T[ZX.?@5]74O@QC;Y9$D9_B(RE*BR^^; O\'GJ_TBO]Z
*N6+9T[-2#"3RHY#,>'85,[+H$(5<@&D,F8[*Y^8GACVO@:KJ*8B-H85+"XFIB*'DY.O8U-&0O*]\C, MS6C4LD2EL8X>8(GFER,;+7\C#ZI.MW;3['19@
,92.?U1CY_R[_[?+RS>E&X6OO-Y>7Q"Z!C);O?O/U M;W]X2\V/'[[^S6^^,VJ_?.WAK@YH2*&HA>WV7]YY(:Q>H5'[W82W@D7GH967(A
MQ3R"Z:!J$@0A.=GYT9T?!HMXZA_"W(\, PJBX@)+ "_0";[^&MNM87"!+=9M MT<"Q(2$07*O*#6?$VL!9H=P/8Q3,_924DLPFV^UQ?
Z3I*LI87,,8DB!H/8Y0 MS!,$]].'7C"&T&5Y<;9+CTB-OX>#Z$,88W.75!S$PD"9:5!UNK?M(#IG 'J] ML[R]F"YO-ZOES:R[
M=;$A5<3!'$#%GUU*^GS:VSJ@P;Z+DT63 =918I/@S<[K3*.C?5MV*OL<%>H7 M7?-G4ML5#57<$J;C,F7L.3/"_#=5 [<[L%!HS$0IS,&ZS
3+8HC_ZA"=3_^K MGOP>L='3),N7NW=)$M#:"2A]"K1><<<2,C^!1G$"GBNS^B+U,R/VLK< MR3%>)+#V(9X[5"6.NVFO]T)/NI21GT>KJ+ISE)
<:=ESL92-QA>N0 1 M^QTOB&$5.4PIPY=-Z!PZ/3?.^988.*=J&1:&F.)CLR3/ZG^F/
MA@'"HV0?)1QNP&PKIQ8T',%OM'$)'PD1GE6EXXY<$TCO4(QMCXCT&.S#."1V M!XG+&$;;B*C9-A8$__"0*EL5:&JUGI63MK
M$6^3/<)4AO9F\8FY<&EQ.8+\6J215[3ROBP;N0VJDQ-C)V4\?^3:E<:+;/1Q M71JJ(#.,!24@Y@I3($=<3(4EIM!H,"44(Z,_6_DNIAZYX=Q=I-
@W9U22,_%19:0*[#X>)9Y^+B'6DUH9D+ M]+ V3]EQ"2E":1F??G>+ALN/#-%SH<6%7$%NEA)]VT?\6X2-!6^'#P'E2P^*
MP:J/T13>DQ8X.XB=8T'4&4'IGF"NY]>H5V2HN)\L?&?3>\;AKFS'C9K> !0S"3*ZR-K MA#O^RB/0$V8[=[40AH%<:]D,,.V#)
83[W3F1\+:%PF""'*D@?,K;J1G6_," MM.BE(CPM:.&30$TLNT/IE9^%VR&>9JM2MW_CKL@AY)%9KM?>W7SE39Q?>U62]F(I>=#M8'YJ :>)? M9TZ-
P)NYFC*LE98[O([L 5V%#]>05^_5 /]\LKK%\%Y[7Y)E\!6P#F:+=;D4 MYC.-E>!FL^@-+WA9J,Z[Y@*I7AI5615HKX;!SZ9A^_:9R84N9">;S6IQ]7$S

MN;]9>YMEZX_OES>S^4H%N2Z@RQ5\$Y;PO.F?!Z5V@%D8';'=ZLSN;-&W?]93 M9M&=T.+PB?P@#%@>OK&R5T=]'2DVE8<>51 2;-&]0YC^VG($ ME^DU"ZU]T^ M1*'3+"N<)@\/*8T7(.(ZQF'^S{6V^@2Y\?8B^E;&HE%:T!O1]G#B;H"=X4K.*

*M"!T1:+N@D+5J3G.H[=CB+(@>+2&T2M'ZS(.;)+E"!4J?C@2P#'M(Z]@RTYO7K ME):4)"_VE[N/9->RJ&N[M:WX8Y48U$/VMNZ&Y@L#C/)1;UP0)K+:ESV5@QPM M'4$:(FX[7$>-O4$1_4I4V?B:/5+2 MDWURC/-R@E'PQK!V$M-S4S=#P)5!/=2Q%1TG3I)&0#L_1,R$N:F?(\$9K%,J M81WPTMN&!^?E*X;33K\:.V<$FNK)AM;HT!N%UCCG:E"M 5@OXT IA W(*\#F920G*CEN M3;BH;<,.CY,[U,XN"3GZ9^G&? LKVK3*KS[X=8,7W8<7.+TH-CY45# M,KX2"_<8!JC"_5QV0[*S;$E&_"W-<_XY5!\!WSL<[Z-PB_O M)L%*AVN&P-8 MZZR MZ,NN^3-*MV%F_-&5.OVQQ ; +.K9?JAL7O@1SQ>9:U^--DYD#T/P3)H/$BC6 MFD-X\Q@83[@ A\LA(Y*+E;*

[HETTJP["^IQRG)ESF65V#^95#7J%E+C81+\ M_9CE)'XLVR1 I?'S9+VEW7!S2D/Y$2^^BIWEKF-@2)G6=CBQ;E!;&1+T9+N3 M1;I<),WTH4J&@6U#VBHT:VO:GLRT36H9%H>(JY6G;_NN09HSL&P=VF/(5]&Q M9<+(Y'/LIPVRBAH;C)]$Z9^0R"]E$ZG5/@T2C,#*

M(Y(B7LE7,R!YBR;TP$.1L+,%;IBBSZ)& X.: M1V :M#$[^6<+1Y&!!3<0:;

*M^8E_6G.RWGK3MG<5/N0P+*TYUUE5;*!0M/R,B$KW7O"TOQ8,3,\8($>Q=?U*

*M;KF[37)T5X0Y2*VR/OU;NTKHRZG\8IEV%POC(2*))NF$6[DP!@V@HT9_W_G5 M/$;U(!N6MWY# [VF8WGK,,#RD,@?S9VT00B96 VMN=?*

*5^Z1J=IA/(OH)WEQF M!YZ>'\D_R8)1-=^A'E[*SX\?B"O#/PPEEH%&MW:]@:HLPB_,WOOOO>^^#'-M_@-*

B8\+]^KY=;>D8DK=;^$2RW#/!.2D;Z_JW,G+MIX0]%&L.9)@.^2 M.+K7IL[UQHXVZ?9C8(Z M;29&G'QF*3J[HS'-O-'$>RK>0Y=W-

*@9AQKB],265_O?W!CC!)S?[*XH0M7U0 M,CT VPO+_5NL0<$WS#JKY*1SI%)AY,KZKB6F..)=2\B\T81KOYQ=2QIF6JM)*

M3BHV=BTA)T/L6E)$QIQKRO5]L)ZA;N6"OB&66>;NU9UXKM%,?&\W)$G6 $ MKEX^9@B?]YS_+4W^:&?10:##AX8J_,);!XII/U>^_Z*

*M9OEI7=2F+LM1W[(S)M/-XL?%9C%?N\R@IX^'IA]!<[H)22]@O/K_MP_*C1I7 UGM SO5(K1 8:1@BS<:IIODG<:K%!6+2>*F>(*

M40!ZL$&*N%G3BI@7HJR+,"'R6_)OX'%*HI#C8-9@ MZ0A(QYDGBEK?/**!GC^P>[8>5*![%IJE7$/DC$KV$&-]:""XDD)]#P/.J6Y3L

*MV@]3&F!T6F%0V$YO&YA/R[HQRV4' .L[GVCBV-L^XM\BHI9WN!?OB70#)'ER MK:*E)-S4M>))Y,:EOZ@V:%,@(>LF+9=E1@96FVS^[W :PJJC0-*

*KU7&LM.$VLU M -'(X?),:7VBY#8&].151+G+B%3;QG"NCZ)IA5K.NBR^:=5S$P+YFWNO[T M6>F<+PS7C?!\?SZ@.$-7*$9X[S>\Y8JHV0[<$_*

*#!N25UT"Y_^Q>,4M*L DG MF6'KUX&9H0,^18:%Q8@.$2+_F,3!9)^D>?@S_;UQ7$F0M \N,5,@PDY-Z1L@*

MO]'&/>#DY=M&G>1\Z$.OV=5R=QW&/CZ8QP_3),O)JQ|\?MF24XKQN&59L@YN M F5Y@_S>C>:%F7.?DT-PT<@U%%7EW?

*+AJ$R.L=.@_/E"A3^F$UE67RF1;:.XR+Q0Q#;?:](BWR=.T M#@Y7*2:L.X?U^(3T;=FT3DQ&3QA%:P\5ZL>IYZH?-/A0EIZW'G6 NE2G24P7*

M#,DQ,#UF.3YVIQ7!E\$QS;<^!CW,Y1!2QF4;MI=\%+"5$CL?K^*9T7K_<4:G MZAF?RY,LE'PA+^S$]BL-`3\0CLK/

FI^,Y9DC!9J9PBLV5&;%21MRH, MH0:J2?-&0"V^CLFO(\#-WRC4%X"44M:C(Q9T??O ;&\|,P?8VIX&R\))[%I M4U&-]GAB_MD,

O"\K<\#F4OWOT+,]2K+(K3Z+OZ#'?NVBVH!1,)D",5.H& MO "4%O$3RER^9^$Q,!YL<[B4?,^RN/UQOA[_>Q8)/$C@5S1=XWG/(N!4YCU+*

*M6'4Q^OTTG J8SIM*NZ&+WI9$6XADPG4O(D8]:.,FHGMG]H0\>+WM3T7VK= MD31[-))(//,S*V66#D/906$B\Z.0UB,AF/6G;]D+!V_YAL-A\ZW?0-*

+2C-]A M,S306T !,0=F.Y\C,\O@>!^%6\?UA-7@ .T(P PZL-K%7#'?#;8DQ4@M6F8! M@E^,6

*S9VV675>KT(55&AY1K9^0Y0U+>Q!'4MU"1)@0MY@QHXVI]//R*TI5^ M1$Z0U_BPO(AW2;JG=X #.9ADJ5H_Y4DR!J!N_?'N[F;^87Z[F=QXL\5Z>K-*

< M?US-U]FIM1W=3-[B]GJY^C#9+):W;G<>1=DW ;DR3[W"=+#$4):3O/>=,X;! M8)QV[PZ,H3,6([%C?^/IR#)W;EK<7=.=KA/FV>=*

*M6V&YHV^QLLGV'\7*3+#!G ^M,LIXRHJNRDQ9&+DT*)L^6YUD(3J/4 6<5)[(O46?(Y7B7'.*"7[J14P")6JL,I*

MW9E+5/(84\%B@/OQ4M)1$8%/RU+@C9;E[74*0AFQ,J$GG"D=P)5/..M2?\NX MK&D4ZE(NC/;@)-E#'[V2U_X5HC+2#J[LMX)6#/(-*

*L94)5EC3&ER>F"LH29K M6BJP8K:W_%"2PXI>#1UL\>2%GY-\4#TE+[%5X\UAC1P)X9TC"9P=*Z4-!R\, MZEJ9]6'68*&G3HFT<===O$JK!WM-*

JN)I@4;]:LP2[3K]6(_@U&!R@C/HX:X^) M)"\#6>XD:GO!2912192F#5O$VR-9!D5E]M(1N4SO_#0/_:C\>8,I9_YVD.R5 M??

*EQX$'LS31X+&]DJ2.6Z]@"@HU!IYT8T\14ZMX9$NJGO:$LW$>BXK,\1*3 M;K(GHG@S .BER#K"M@QO (2O)1*#TT(K#W'X,[:3J89O>J'PT7^/?*

T[2EP+] M+E_5J,+C'-C2\ZCE9&_X[+9,PJBV:XQ-OJYF7^?)}B?2.0I,:^]6U_83B#7)ZQG4 M33N:"T87 6<,N;6BRLY'KW-FFS^32_9CF#VVJ@G4$"7

/G>>DJS+PWK^K(G MP] #[E:OD+H<+2Q-PN7T%-S 3&M9#'(,DD;IZN9CLE.VR"IJSZ!C3IZFM,"G M(;@WX;QK5F5OG01;J4R=1H

,"39%;Y^:.'ID9VL>5,L?)J?HH/(W95"7'RU3 MDO;7JMV:#&###\NHB)G;0$4DL6HTGE;0F4X'9K]R:7%:@ MV\I$,+BT]-+HG#1<4WF=]\IN*

M[3ZPXBQV_6LI4O[]/PH<@'N7E,D^/#8[F$\69+ZP07 MKBQ3Q_#^*#-E.H-N?9>A562L&(45/2?1$\^R&<6%48IR06KX,]'+"W(T&K7I

MIO]&'T&^W)]&6$.CBWO@AD!J9N1A=.,[G@HN,/ >_0SE)VRQ<%Y!B&?K61? M=H]3DEQ!;M>RM7>HFI<7!K0#BFY4=>'6I:HFR)/75&%Z]*

*(\JC6(/&./8H#)^ MP&!1L/YJJ/{\ M9,\[;@:SGFS%!'8_.G30F\-*C7!#\ZS_6KD9L4CNO KS\4\X$!3)OF4;*Y7"7X@?S\E2%9 M5MITO-*

X$F.F,6(,5/\5!ZL8%Z&QVZ%MQMP51&^2C.9B!(Q^-%RQVQG&&=F M>7.AUXR. $#T.Y_4T8Y'F/]C4(RU(N2-3[/M^SSC(V"97;=X,>^A"QJW>O#U*

M8>2R9W[!BM2TZ!WQ_*=BB),\L"T+#Q&Y'B3UB[%EC+^:X\^!!7;GR67^W_ MUJ$T2_.-=[-?,9<>BZ-?/,8A5>B*

*M(1$9_.VH:.1RTQK=C!0]9XRG>V7$;.VE>B-._CB)+QH=UA=8DJ6:?P6;M@GQZU"NH(AD*IS,,U-PNS\BR<\7\=0_A+D?*

E8\=BAM#PTI1G;X#S:C,I/83?K4WJ4XL5&W$-'6J MWHRZ>.6EQ2G+@#RUI?41+LC#DJ(Y%%[PSR5=[;O0>D=N:T;&'FG@FH%#RHU/-MB

*<2&,=0Y2.]J!X^3?_XC!)6Y%*8\A1JB+DM@]7,"V&3A!%,$UC5V[8AQ\-MLW^>%-SP.4*&OO.SA 23\E"]4H*]^P.' D+@4X?L#+HI@Z?!*7.'[.1+AC;&*

M?RZIZE53IA2^.,4BK=T=7C])0"/H:SKEN\XU75&-\&*=;+A&"9JZ594\A9KD M75Z5S<;ZZPX&H/J8:W'S"M?=S$A2Q3(F#%V%19B^096AZ.3N*

M1H(QYE#I2W@I";ZEIV0GI<[Z?D]=\,%?]=-.)#3=N-?%H.,$0N0_!KB^H+-MUY?D8L&=78,(!CO<\5'F#HW/'!

*BU!7%+7,6/<*RSWLF<0ZD:!Y)CS$]9GFR M1RE]Y#_XZH8I.P?8>40JBU:;?E_6,W-](-0-A^%_/GH$_9R1HB4?(QQ@]#" M)M.D-8I-IL$0&/A=?*

*S&R388A.#ZDS@<[JDWFC#G6)L,4Q2]#%@8W&7P>(E<*_ML_)45 ;]3^)@F3^6*F3XA2[%Q"@T@ RG4(!#T;1Z2I31'!T):>;1"@)Q=W,: M!5A5$,)'L?*

*3D];B4KK(;,9*R*FR5D.8."R.'TQ+U]ZW+$W;Q1D2>/0B^:CF, M7'A9E47??S[8,S"?%!%X^ MH/T]2HW;$1T"+H*[NFR 5@/]T*-?NHP4A2735GG,<6E?*

LG0/!.,#0(,'B4' MA>%@;L"T\67$<1'6XS4V'*_NIBQ2XA)'$A)M9W'G3X3A-"$2:1 %'+&,RTHV MCLOQ&9UY@\9CO:'G/>;=93K6:Z*Q*

$@KU]NS64GHVY%%QU?6M"N;DBOMRN2& MKUVO7H=VY4JTBRQX(EQI5Y CCG:]&H-V-37SCK0KR]'NUZ-4[N:DD1?[3JU

MIEW9E%QI5R8W?.TZ?1W;E2O1+K+@B7"E74&,..IU.@;M:FKF'6E7D!^.=IV-4[N:DD2/&Z;AU2JL3UV^LQ9H4GD%ZNKF1Q(Y/+5I6V^J,RS M]>K]M?C\;R/*3* ^Z;J58B81_6.8Q 7X6.L4>%4.-*

+5GSW"X@.Y@ZX\=&BL2 M\UX_QN:,KD<4]S39[W&/@^GE;O_VC=P.#^#3-?+=2%0O)AVV2C6R.S;JDP^ MV/6[Z!279=M'H6[U)!JZ;SZ:F\OZ9F?*

*CP3!):TO[?4RB *4# M!8,(R-G7?"*69&JHK9@UU-P$C@K)A$7*@H M%B-PX.1Q?RQBV&9H%VX,Y;Z<*"2>I-I]"!REIO)A)UX?!"M<4B[B"7D,0:4H*

MDOC"FS82_U>M7!?3DI%C$TG"L6M'1]IZ^3%%RI!TIJI"4).$%/APT ,U>3 M]6+H++:]N!5\/;_=.T.

*(CWN1VYBTW[^#]J.RI967>H*NZL@_RFA/WDB51&-!#2-F31[MR9$EJ'YR@56^&])]D%;EG M.!G.T^K@+XYID;-G@C>-U'S!)P,.V2XNVY]EZ*

DE1V)@%U4#\V)M\88A%HN M'3.3JK\R5 C[V>,D#LA_2(J5)S\B[RJ'-%BT^'$0?

M&;:6AEX]H)I4M^0 .:$C>&&M!TT9Y%U6N;HK*6/&F2]J\L8",5I*#9M36[NP>3G!R9Y1<.:ZWU*

MDNBIY)K^Q%C1R9/MEM2)R&@V'+PB;A(_SDZW3[?&DPF;YNED>3IMZ6G%(3OA?Q8B4)5U]:\K=*NEPXM;CHL:L.$OR^0(8^Q**

M@$)>..$];BE52!=9F-MIU]U#G%2/6&\JC.&G*_+\'QK.+Q4%W1S =^B?!+EK*

MKW#3^XB(W&BM(0'CX/)H[!W4446KF+0WF==A,$D"16=3D9G;X:/^%(*!FTX=KEG5@)=2-RLII*6EVD>PN<$/'!:Z' 8K.

M0I"86=T,#BI(<"X#]L7>N!>#&#C:P5;< M:,2S+-XE2? YC(Q+ <&+R.^6NAR"Z"_^M#Q\=@(*#2A#LR5?4=]VPQKG.F' M]]K"A$=*

*[+!8>@KS#-3D[*C"++(_X?*.,)Q..6/Z\#[^&5N@IB9X(_3 FSU]3 M%(1YYZE&_R4#TK&<(=4 R^!+B_)S#/R8OI/>TA8.GUV8!H,.X+FS:,<,FI59 M@C?^*

*,[@IV#2% '[&_5B4S324X:)**IW[S_4^\/):3LA\O&A:29SYL^4;*O>> M4:P!B*$1GPD EL%4RC&]$&*:0>/&OP L?7Q$P/0-;^=8:$G<7R:$%-*

V]JGC\;K):QZAU[_5WU_'(;$C2QWK MMCTGPMKSO/5T&!XC8&S,=HJ =RAR MIFA5K)16NU=DP$CB23>R1F)B;9@W:;)#61:2:D_7R+S3O-/_:-*

*FSCF%$Y[4 MGWD[]%K\XY"X?Z-&LF)ZC:F=\KJ#'2S3!8074 MLLU7KLT+:9F>%3V3F(+!KQRK:FLM%DS; VPBHS4*F.S"CR7HMU5RF5<1&,L5*

MNEYZED(74+XB'F,\^5N$OS]6.1#WR1W:9BD=PC__^"=\!9$0R_CBODK MM$M25/"U\9_-&PX#\.C&CV)^(-!;;)1[8=?6"-AI"KO[VFG5(O>?G8==#0?

*+ M,QME()$,7<6"<+&,K_ST ?_C#F/UT3>_I(")C'9/8;(+.5+P)UX2>_:%U]ZA M_/RUO,OFRE]G>X$GSZ"J_*&0>(P>2.C#H#*_U!/ZKR*G<]?C]N6D']*

<^B0%I M)6BML[,:-A(DB;HXA\FQQE-3Y0Z.@1N4PB4WUP=F@F"GSP741_?52@4, M]@M3I(7M2,_. F?

*Z88$3JB@S;YI/+_!VG)*@]QDJ_KLXSZ8I9<"+>[&>4$G(MDGH^5=N&F+1L:DM+;M"Z]_+_<$/4X*_Y>X\+\9U&(H8/_*

M0C>%Y>XFC$DBR.*MLF%8RM&T?T->6H9+P MF^"4GRG%2[_JT.I_/*3$D:O[C_/:C?.U-;F?>>O[NP_QV@W]YMUQM M%K?OG-*

[$;$N\Z2O1FIE^P:DLFNI'%K4K% F:3D(LQ'Q)"%2Z#U+<7%K(",:L M$D)R%C3C(6I8#Q/^T.G>=C["!-!VQ,\"H/"^:3!DS[%]&6K=5I:M ML*

X#TMBP;3J!$US;1>RQZ 9-G_?V1DN@;UP+],VK$>@;H4#?&!7H6RV!OG4M MT+>O1]!OA0)IV_=8909DU$%,V""CD3@VE6=<;Q'ODG3??

*G'GP%P9'H)-]V;@ MF=>*_ZKCX,OH3D4;B-/<:BHMF]A08Q.^4C;JEACB]R,I43:NO)0X0YZ:[Y:WLU7F[_06\WYGSXN*

M[LB]ILO#CXZTS^[7U2:E7P0(FY9U/(X1A2HG\+MF^.^<$?X[)B3]X6]XU+U+ MS6 M]LG! T>),,:1L7%<1PL>X"![<=6FRW]@PF'SA!;L9"

*<_;@U$4OM4$\Q(*M]F'5W;B M[9)TO)K8).!8*MK8Q ^BNQFD5VCOAW& 4K*Y9%L_^@OR4WOJ?79JC4>T LEP# M2XA,$'D.0EJ$\]*

<-7;HJI:O$BN7TH39_F#J-&_A;OO?$:HK'ESDY]#B%$;Q;YTZ/GJ) M7A^]S5G1OO'6((G!:CK]N"X7#KQUFJS"V/W>\8.%G@CHB=|Z;G3=>^HTKS$HMG..7,F']_DR/3QB[OWM-AO*Y[/LAMYZ8'K=K:E0G.RQ?2AHW< K@-B=-'_"7*O# N?O33](7\K4B72EI45)Q;P!+"9E^?L.=(\PCVIZ.?*

M8OE$+T6MX]"&#\LAD*?)%$7ARPYUB!4SF_FT\U\YDVFT^7'VXVWN+U>KC]0 M'!4N?09J0FZB3F$ZM(]3)V1/MENR1#-:

*(_@F\6/RJJ6D'#^LT!:%3W8NG=4Y ML;ZC]V!6*E-%U)> M1*I(ORB@!!U\6A5 M,;.5G<1\Z((/EV@3*WB[LE"*

*<:;/HU'G)TNG!@U6G+HTU/F5"7TO,_7*7NG1HNRW/F\XMDU,H(?O E:<4EU/R1FY M3>H'.QU*

>)3L[Y<<;B"/"OG$\RMP'HJ&CG$H(3Z6ZQ<:M4[U@+XP-1/@ZI; M*6.9T*!ZKRF-Z2V M93:4YTA S &R^!Q!Z2KGD_5\[3)"04YJ30A)#%0?0KBO:9(-*

&S0%47%A &\ M2#@+3VF/"PFX!1%7;FWTP /6MH/:8/R$PH?" 63)_S;AS(-0/7'#4KW;TQO M.$7+;TZY807D;8>9F3O?;FGK]&_6KLT(123NE-

1[^FH.CF@IE1SGJ9/F3.);5]=Y MQS(W&7!4Y7^6D4=]DOHD]NL2\GGTTF# 33H_12Y53UICP;CR\4IS;GHD\H/) M#7^:4B8_&A7;]P0U-

H!!NTYF(8=3K8*4F6JHL4?#*,267L'2,_^4EZI8=N MVLZT< 22IVO;C23-F62NW=`BCI->5V$">M6K$-(9)HFN'-FQF8D-WN12Y8X5 M>9SLN/*C-*

VK_V8#8.!09-R'/KFA1!HDP8RC' BEI_/154GZ8_NA'1W2]%SA8 MO"2?EGWCB\<.@/KR6+E_3BY^3CW/LPGZX^K.2F^[+9@I)0(6S@2#KR/P55U*

MWO T?<"(Q42"9;Q"Y.T[/MA?^5DX/-'4>'!R$M7A5,;MA_OU:,<-)R#6@(LX MR],CW7"\BHZ7Q){OU;0\2LRYA=

<'1DRP\^P@>0&,Y2&3WX>/C6I3_*;)TN) M#139<%/(:HV'[ST4C_.F^:V=SS@]13B/H@],PJC:0@0.OPRS1\((L/(_8C%-D_@)@PMSLMP5_\Y)!0N:*

([N]\V{!4 M$V8H63L=F.,96!WMOLD"'>K>NXMD6Q/P\):5H3R/*'1<[#WF@5.GR8 WX?K[MT0S=YZ<3T5!6&43%R;K6+7=9SB!3_?UD-7^_O)G-*

*5^M__9??O7WS_1^\V?QZ,5UL MW%YL*8NZ94\KS8J^PCK9[6R*GPK+*\UNF*_+N9C!WBSX?+M-P*_(J<=BLVGI+ M;,7E?AS@+6TTF?*

*(T(<(^)^K,G68LZ_K13Q&V?5$P3?8D^R"UBB>$T@.UA*Y> M3I^4ERD3[RC19N%JLE*-6NL('GVNI"$JJ"6^+"R_#] MA[1 8Q##+C[SK-IU5X]CT-*

I[,6N)OYH%/@C$^RL#\Y+MX:E^6W7SE!G3F1UXJS_XQI7Q,QB6S\Y_ENA[;Y 9.T. >]\\/X)LFR95SQ;OKFT1A?)N\JQ2O ./_-@B@@0%(T

*M>_52=>MEZG SF2?I'GX<[*Q[;HP"5J6R/22X9$R:)";7R<0@U0\5_%W&[$*UAXTE(SJ;BEV5*LK0S MU>$)OS*EHSHX7&_N:Q M!)K4]1?*

82/"V)%IS%^(IQJ"C:A(KD=!QL249H;9JXXJF87@3N"K'O$(D#J;/GIDZ/$9'/#!U2M"V>R>!_1XB:FW'0M#COT@3#/W^YPV+

*(\=_(O*C"$LNSWT'15181L_#45]S5\C>+IK'J:N7G5M%GQ8@QS=!,^H8[/-MH<%>DPWSJEN5 ;O> 7T^I>\'N-*

*QJY3C6B"88S_:XS4[H9;2]OV==).DN.]_GN&%45[E=HB*G;M!6?S-+C]@;!XD<B["XW);74Q-WRPJ2GQ;M._?Z;$LBALMW_2,:WJ?*

X!"R%Q,B9H9CFE0> M${JSY#[#M+(M6E>V=HK(7'*3K*W#GR6RJ94L05]/MZK@GSR+_I+L>255 &M^A3!VI+#A3ECFV.'\&DU>'7O?+N6RZC> [U?LDERE_YR7OXJ#T541U[W<3:E;)4FS#TCZ/:]B ME[9\F1]\02XHTDF9ABGS3IU13P$6I%?V1Q.I5CUZ?RWZ_)O3B H]<==!%!K3 MIQ? ELYA^G+^@SS31?XK?%!K/T(*.!3U815X F:@6XOI1Z]LYC7:>:3A. E M*:@:03+SH <9TLER]QXKRP_DG.6'L0)6P,:6'R@#;$!O(?TBH119IX%4MNKBP M_D98((G3]UW><-6=DPT5L:Q=-<1M?3M2V&R&?=2_EKYW]^"E M-3I#@;M3WT)\W5M!.ZIF0"E;7:22&EF@B:W+5T()<]2ONO()YLD^(>F(WR>I MFA9FMK1[-F"Q &GE^EN/?CR&MIMZI/_=V0D.C& M+C;$# $H*1IZ54L/-_4:;=V;W>0V^B,!4A15%]Y M;_1_8@N58-.;$WW-VMX/'9[0) (Y15*M\$JR\]2&< *I:HAN[2EO.$)0:HFKH4=?L MT5]XVWH7']LNQF#:R8NN5B^2LZ)IY;]#,4I]DMMGS#.,0HI06L/OBQ7]R: M7R,E T"I0[OX4F$-0%K9!=VI_%8G-?3V=6_>#@%%A'74J98APZ74;._2[W4D:14_A5B6D!6AJ^=:;S86$=X-^/0;/)U<"#8\7.,X>9ZPZ6\$@ M!ZSSWAUXOK'&592.=V;AD40 MGY;U^GI<=@!(M=N,3>M(";.)*/$4]-BGZ',V4KMRL3^DR1.UT)G'<@,/>6%* M]FNV<;@!GS>6+/@AC;#W#YH]?-" JE;!H$4")]MG<[3]@^MFB MU=<>;5?<57"W/Q=90>4$VTH,*C$;/2Z5;8@"2E>(9EFVKD.DIT)3PWWPTY\0":6R"3Q)HBZNV.18 P^'96,. M^IS@3TW*30 JS(=V*@ML#P:HFS)HJ-, AY:+TP#,#GP:"!!)0$@;>6G=:B2F MFY0XS\X#@DG0=:E? ^UO\%XI>FC_H/:80[WM3P]^2T$?MDN\MD!$%,WJI-# M/9;-1N &EY-1[=V4F "=&]@(L;>%;I*OG+N>>!-=RYTCMBK? 5636N]'6;/^]8:>KX=%7J^E4#/MR-&S[=JZ/E6'SU%G2N4AD]^ M\;:W+HRD<'+CM;<<9\9A!4##J877:#*,\[J8[%R@0CUW7CE3E"ZR2U"K@ MFE]&!)L+?D:4&@HOXP "7P@U!CA#[1'54?8ZR%[2[MO%]5,+ T&>7.=@X(JD MN4UT1V5\U7%>.X!#=)G%U%4R:T5V=-'5](:PN]28 %:=(M\S31*GTZC?PL*XH+DURUYN$HHF;8\\%#H(5R(@L6WFTF==NUT&= \Q)RK,) M-)F9T%=]BWB;[-$ZQXBE68_]B-1#6#\BE-,G-4% ("/D1J;9:9/S$"&^QE/$K M\F8#X-02TU95KITQR:V;6W^/NCK:P7*QB\YV^25KXM#=&M!]?DI#/L1NT"4P MP,& NPET. "=!_>Y=_J285\X4?:@A%KZG3U([>OA]?$^"X/03U^*'+WK/-G^ M-.\8#KF8T!X('Y$&1>IM^.!"E"F;5*%W 'K/J0+4OS_UF1H@>R$,$-&O# M/YV@T> [+@K78(@C)FSRQR7)L,D5>X]+(L>29TTZDW!V2?L6I),TW*-T3#;/! M#890 DP;%L\)3 8@))!O+\C''OGZ:X]\/XZS*%=6[;HET'CUSP"-54%O,P;" M"DC&=.0Q#R\0$U T>T-AT.\!S+B(9Q=(K17!SAMU#Y?TCR@C&UZO(786,4&;>D/,#K3I MU V]NJ77:#H*72(OW=9>)#5(%! LH=83/O8@E<^XQ#BN?3+K+8K]-$P,'5S8_5I" \@ I%7*3USZM(7" MJ(XS\, 475^TL^TC"H[DW%M4XON \L+/-(62/N2M.)3[M<@E5OZD;? PWXAZUCSP 2;HCVG3!JR^HFB1_R84_I3!)VO70L%]"X0/RI\)3N M(AT'1U"M//S04'4=.,23Y;Y1FW0 B+!I6#QY,1D $]-%N'52IC9LM"DR'S9^ M+M[OY(]^[+4;C<+KPQ5LZW4P.#D]3G3'^PS]XTB4VQ/^?T,Y" $]EJUL@ W(MNJJ_]NCG3!7DZ)] ([+S2P)HP-I72^7[='S.NTNB<(L/?I- [DF]SFQM>0 M194$%4+C)JRC5/DB"77!(]@X)K)4\LJVM>8L=LDGNQV^#!(J5(M 6X_?FE#"$1#+^C#ZEME 3/0.].BE4<$Y,5) [/EU0Z>QS9+B.:6:EQB]_AOG MHO-LDTRVV/1.T5V:1*0BPE.9<\6PPA'30*+#Q+WRG[1:/ K6]16I2M M\)E2(W<12RW%&2N^^A0SY&W]I- $[8.8>_0QYAS3<(I>;PW 2NC1YRORAD%&, M\M[R>%^&L3M MA%QJ!V>WM+IO,UF GIP4W^(E2S_V@N)K9_G/N1-_>H $CE![1YYBG67Z\H5T M:3W=&*$*^16(7KX/ Z=NIN9$M^Y0*KY[W*?1EF/4@4!1@5)L'51Z[XZH/>.G M?Q5]%V:5D"O(K#KMX,#F[2AX4%*H:?^.S!QH.XO: (WF7M=M$,UQ?1^ALD"F M:<.=0\AVG@Z8%?'15/6AEY5?NK[.%3'8_?2)AXH,36X?+3&DT8Y@/QN3YHN&R1ZC*/R9]K/UBY!-S M4'R%SQ&T)S4:= <'B1HG(R;'E)G M&>X5)L=J[4(M%IFU"],DR[#E6G3CV#MH35B]JBM7WI3K)%WA_P[D?:YZ=[#Y MG+:$ 6JQO/@J3!) 'RP'6')'N)E+$MR):8>43"A\>#"NT!2)CPBR#/8$D/4JR 9E4X_4G72:6U-+!))(MA2:HSV&_^0 :&_\("YWVA?;-[VQ* EA\L:] 2JT'>S+2@R"H;M%JS8P1_ D M7E+6\&MYF?DP?<$@8:$K,\FRTD]?D-?J)%_W"[9]V&6)>F+%RE\+@?U$/.HN?B\E;(E8RC'&^H 4D95)GL M3GT9TG*%/>;0-.C?WQ+K L.6W.F9QH%M=FW_ JY)7F7K\^Z+%&-N#W8LJ;3N M8_'9G@GD#/]SUE@6K9M*];S[_38#$?) /\(J;_M4[% W=G$DE)7 *>.>/LG>L^W627B,T5&1[U;O; MNP7"@NA=1))Z.]0XV[]J7FB*!+A>J ->E>[U0Y36?Q,&*.-NRQ@Y$?,&&(2$D M9W]7%K$D*!- P=CO@.&.Y4(:,).;\46L&T]!,P GCQ#;JZ*'.5GD.]5/0-B^JP???P.YY:/(=RT(1<- M3*2+ISX&^&:;OPP$N-SLQBGQ/O4?4R%;?[4RXBN^\KM550OD C!+C5_HU%J,MQR:L9DI9AKT?XJ<& * MK3^'U..5]41RWE[5"N+ ^YY2W]O-*AJNA<30@WEY=_]!Y-],N(B49@JSFHB$! M5^-2/&DX:HD_WQ'@%$7&+AC01?(J;J-O6O9R__G-T7RDMXO,+2[GY,%*?I"1 'G5L.-*RQR0*-JE/ M@>Z_#%NZ1$3;>5B7@$$ E>477D #@\(D/0- GX#@.40L \)VZS"3L.F!:2J<5 M0O=YTX=$>;IN8SHXG($I^MI*4L)$'!5&(<%+X9.Y1VWV\2.2PB_G"2V-XU). MT8G6%+(EKBX=G-FDLHBW*7FX-$/%? ZV! ML4-X3& \9TX$QK#\?E3QV#)BEH,B##)+ &PQ91%Q>*T7DA[87&'69E/PX#4M6E M6M\G*,Z3QLNGF8=L[RN1"J'QFCXP*HS-B\PQW?MK QZD M+@7KSVP93/ ?H^%=)T],.J2:OLV) P*45=O=P!\YKC^>T-V&,M5*[5&!3.TWR MPF2:QZ9M:17*+@QI!?ZD;K"Q!71?^HY'D!- "0^XMA:4X.882'"R,_6H15R\O M!SWAL>BY/]PQN (0>(L-)OC9K?NC'4>>|*D.&GZ?"DOX]!O*V#Y]]$>F-^3$F:1?JYZPLG/7&W8K35)T4S-AMCFY3B MJ'+/2CF\SMM8C)UAT>>8:$5]IFYJ8.MN+6":T<6:TB*]S>TG\GT?64FQ7; M @BTV\JR3[S# &0#3=_7J97.PQOL"Q6<[%]L['U\"IP%8/-C<- !I2,>.ZK[MPMAV!>5-H->=QYFV6>Z*>2HW%IT]X+P+QUQ"&3NR.P0YTN\ R#C>,0 901L(M:P(TXP'H V=L$YMW1% 8GMJ=7[_[GR/X0GP;'V7- :CA,4 MG[$#UB*A96V|/3;Z'J,75@)9YPXV0(BP2XTU]/YE:ZZ3](,?^P_TB<@U,KT]-M0509 M7>CJV,6QBC+YL]A/DTR M\UEQ& 16? R6\$/K6$8RV5_]6_1("_]0#*,38X3)O >'AY2/-WK0S]5?LM+A[MFF=YX WQC)B+5"E3LA8RZT]G<4_2QWY!IQ_@]2\ G0 M9U 0";>-][7 2F!7X"0LIVD)2CI$+840:N8P7DA#&*?.C>31L$X 3E V*1PY9 M%[5H)'F336LW\AS(J@B X2F8*MV<0EC]T@QF^6,2M%,8I=EC>!CLA"!/U_8Q M09HSJ:=^2=7.,1"5Y=Q$HMJ&<GF:8._J.U2I'YTN^(.H8LNGYRIK*Y7724-*6D^O)LE4GQ12 HSDC8(!5A-.]WU1= MDO4&*C]!VH9@P\#\A,*'QQP%$XQE_MZ &YNULJ"!F&'=FL1J; &H*YJYOE% MN]()4IESI2NTIN/2FM,0+//8(353^C=)DS@/@S Z$E#3=&84T_/G;?0,4$ L M1Y)%YIC[.=W+YWX:$^.P1/2/8;7&ECO5MV^\#FR:BT)N(+S532]M6MP"G"M6Z^_@)"1S>@@G M&K?6NTA\]MZ%^:EO97!P.[.#AXW<*0';N+Y)XR, QPRDFDZ1_CC-@(.A:3K M0%/;GEXF%]) X)TI7<,!R,G,&;'N_M%V%2M@@-G0MA.6Q00 @$W;K\]W*=B6 M/T*M? 3!P>K&NY"=YHH$8A C!>&^*:.(C[7(8GCURG05V-E;YN'4 MU;6\59AV[OGM"43_=#P(H\V$,*]A$;?XM1_+.?B81.EB7D(4N0VKLX7"P==H M9]K'N\N^AI5YQK%UCY>%08'7#\7'WE/M>..'/80:7DG[9LSR"B+]$Z3I% M]%D">'X_)?X-S\$/W__]/"7E_CC[/CYW??I#]__U]N_?IR\9-W3]N?+Z/_ MS+_)U^@_?_[^VY^>WVQO\LO_OKY^N_ZO;YZ>KZ9_N7P*UNG]X_H_HZO_^N\X M_Y-OE^EMS]]WF6S[?IQIT^W\-O/KT_!S>_VD>? MC_YMW/'S_D43C[^_OW MEP_)N"T^7F5OGVZ_,WMY?1F\MO+*]SK_.XN^,OWZ9__\5_7Z-O'Z\V']S\> M?OKN^ZNG__OQS_,W^^C;=YMO? II]_NG'Z>*;/[W]]+C)I]-W']/X'^^7B\/L MSZ/__R MI]_^].=%,O_XY_?'3[/X=S]_OWZ9O?^;-UVO+BY&<>9$Z3;,T!)"@=DU-6F M.,AHP$VQ^$8R*^=K-UB92!SPB'DN -UKUF: 5!7 3F.+%R1KXQ-)M1WY6]2M M+2<3-B?]T&'8G(UJ<KCMQ=VFI(EATW)S-5^C<# M9?0S*<$OOUJ5D6Y31PIG1"_-^? (8P5&NGN90B M.VMB5U6UB4/W*O0C<34:VYJ'=FU;F&,K>>]HL[YW+Z8]N(BZ>GY'HE M)-'AMT@?22[\EBWS1Y1N'OVX'$E=W \?U- ,PSL(MM7H(Y& M"^B*^ONNGVP$)U?'(#>B)$S)KL^]ZLE[>'O,A8],/\>*(C>L#Q+#=#)IXWUBN"YI.IV> ;MSY9- @,27EB_+KL]D,KQ\Y8T]/P1<9TNW!FPTRZ2_*RFV9-KC);T'!+@ MAA6#!R31[@G/&HUF01'6VV]\]1'K;.;_R.U-HCZL)CL7,*/VJCXO M&GH!;NGP);VDD.K=2&8.M#,)3B,_R^K+A66Z(K1]&ZI^K#SUHP@%5R]S?_O8 M_M:PC:3_.5HHOV&E3!,0>BCJ^[G.Q24OU//!^3W!1H]>NT.%4Q1T3.PRM M3O>VS;5S!F12&J;DC>=| ()!_H02A)MDLOW$9]ZKHY9&*,L0T5!)E)\IOQ+ M8!A)2J3M^Q@4N(,RQ]0^+5K4J*I+4)PIW.YI.F)ON2)49Z>'4V(1%]$C513) M(J8W##- T2++0N+]+1,VVDA/P WGM$39P4_W@N(II[X,20$V\24SZAXQ)R>G M_S2)LS# QV/BX*\J;RWM7!A)T'81YZ'"(]^@,9S>TTD+W'@GDAR5K0/D6%& MHEC"&)_7EX>23':71.'V98.>\ZO(?)4&.9H.#I$R?(%)"TYMO5-CUVX/)?&V M3$##IN=_IGKE")&TPHKZA]2'"',I:+,_ #+.,[%>E(W(4L ?,IVA;?,*UHZK28M M+:':_2LW=%T]=9>&25HX:; 2)'ZW6><."OQ^SG!B(,Y1MT_ PP#ZJ3-Y-.MG1DU)D$LMMLZ5V*ZLF_?9FK,C?9MQ2WZ/- EN24HS4DHM36+\S^+U0|DHAMU@ ME&%U(;&U-6TX_S%{0ENCPA M&8&Q&L"GI ^(W&U(; <[<#]SOXQNH&N\Z4>O;./5C3SYO+[.%9.13 M;\W"T6N]!7P?/CQ^(&#TPWB6).DF#?=J&.'W8#>RC,L+ :'2QJL:>;25]Z_^ M_O 'CS2&H& (;*5)BJ]$BGH8>CA#T0'=9YM&"!9O^[@\)BBZ<'F*VU(Z9#)RY M<'O(R[?E[)";FZD"1L#&=BT;B VP @7] MW*N^]W #IL9P4(."+XQ&_0G.B#5#5E<([4J$J;& V="V?F Q 1ZHTVE8,L8Q!PPNI^R@#T<5@P6E)N:#C5.=-!XGF^ MIN7N[>5R,6NCO5G 6@&3NGW;+X>NQ2=8K:E(\E5W1UY*O+W\/Q[NTCOUZ=%. M/3\.O*K;42C-GH!HU'O2GU0](+C30.8]20 MN2M>D@ZB^_FTK+!V;D.3GZ%23GC6A$^ZX.?YGX\0_DZN^4=4/QSD[8B_7SO9 ER"U>M//* MAMZD)7"EY\03+BNUD_=;:CJT(%0E%_\+*3BK !I6.\N)WL[N=WOP%^2GV')!*=-?.M T"AT\@J ,ZI V(GGU%;%7\XBL4/374M8.;_],0ZS_)PC_%QJHM%4Q.J*'YN M#Y:U/X\7: NHVGBDD4=;>;29^_@N*>F<]@+AZ/6?IRSB)ZQ)DG00K]U9YJ;= M=&WZ8"\XB.GJ."+HYVVI3,FZI MI4N/Y5DKP@1G^I&C!L@XUF&J_*JH- C;933J3";TU#W8=8'#P;[6I(]_>GP MS=:&_4 QBHUO)+C049&MVE+=NLFD>A3)FK9]1,MXF*MY% M+F@77IF5TVM4[?K:*_OQ<$>C.$5H@$&B!C U)?R*<9 >)?9Y+C>9IE-HSJ&^ M=D)\V63R%%5-QA"\3J9-S.DU$?GW.CRDB"7[C(\HF#WCKA9XV02Y%M2IM@^5 M>(- >KU*:L8%QUY54]>W=48X*4GY9.?1WW6]*[O^X-/B#6+8-/"UNMS M+*IA21(Z?9^ F[D;4;P&L;KOF;GTZ(4VMP_-U;W5&A<6>KE/MQCB :FL-8P[MI-.__/3R_9#>VKE<-%-5B';E^WD8U)<-M"1#2SN@CRG)A/YN/DA0;>7SDYT9SXYM$>;@/53Q7[1;63VPM\F!F2OJ-> \$S M9[>1??)*%JGL"OD[_U808*M!O:T?XQ?);DU%M#= MI2ML;"R,Q0%5E2714R)ED]5N^=/?C'R026;D@RQ6)ML',#QJB?F(B'Q$QN,7 MGAT*.J/\? @E/78\DACL7)7;L'@:,@?LM+;(J+Z_+BFZS>H3FYX&!L'0<[8JW MS\&R,-1'R5^G?K$H@-@'?=,,&1V&Y/WQL:QV>0&!{//H@-.ZCJP23IJD W14 MI5SKW8U4&5-"D$Y9!0@@Z6AFSF^4\,7<39\L%F?W?_]?\TC^_T#9_S19F1%V MD?7L^+2A/;:!IPVTRS$@-GYUZ) M%]_;2APIY<%*',.S*2M1=%Q#7>;\Z7D4X)*E:>17.SX+)V@7?SU\M8*&XA MM"O"0>II5^+5[=1:(]I#]+ V;D/HJOO[2 :*>7!032&9].OQ*LYUV#0ZHN^_M]DY==2.76Z*U-G65A:ZO*8?="1#:"ZAP,@H3VQ,(EM;!'>3'/O$X88OG^ECL MZ#0D2;QM G1T=")6J=,/XO.% 3HZ):&)WT(L).?3+%,)(/MC='5WM*EQV4[H MT=:C$3;"\>OF1F]J2U2]8%LKI2<@_-UN MSK(VNG[CX_JIH6V0?K>;1+: M)V:92%4IQN@BF/YDN#UG-QN4[(JI\R?)B[M/6 M'. ,9^S!=;P:,[=JO AK%1YE(/TQZE5O'T#E"N;I85=I8I1KW SD" +0X"&A!HL1 5Z9SK*P#S]G0>3IB6(? Y MLBQV:!9T=Y&O/K?T_IGX9LKA8#QEE]C!!,*D'3L9N;Q,MB6O#>%MB5^IB M9[V/$*?*@]EQ_BSV]]H? 9GQ$)%ZE$)XTF)#AIS?-3!MZ9E3F[H.ZQ51?>'J MY:*6I7T5A*U1"]],/1%OBFWY0L]W%]+]1U!(O9/PKCK1R'7LI3OX7%(5EI.5 M^BDX,+9>SWO(^0>++H4*.FY+M2;Q]IKNC -5EG=7E(=]QNUK7%2_-)4)-K6?;-M@E;? B),MC&FCG]B],2ZS^OGZ4'X]WYEF&2&2$29@*MZS#9H1:+?,X\TM0F-5 M.9@PTD7O[O:\9US(<+$OSH YG7;,M0O1=LPM9@F...5"N3;E_KVMRMUQV]3" M53Q+T=YWM&>K=0KV%%?X7CG6WW@=<-/6$GL9>:6DUHR;WA-\W671 M5- FV^6O>/%\>ZX;=NM5%5N?U9@]5QO/BZ3P>|-!AX[Q&QT]+?F_RYN0K:T]4 M!RO"NX!33';2>N5-%? X@0"F<59.3'.C3R[E<(/V^8SO&],&MT:]/XOK#5DL:MP'!$&GVP\"%5DYU@5WF=/3U5](F_;39[62CA'$YRYU"1UX5K+I9ETF\"IXQL MM 2? >H@8]17DI7_N!35*0S]]40W.K(F7U1C=O"WHLP0KPUBA!BPQ0^,>=%!) MAK6]UM=LOA^_-;0JLH.Z)D&)^U063Y_R-]I;US5MZK,$_YPVF:@+]+2YCEF^_ML("(ZKC5T6K^,("^/_#.B>A]"4?H/&NJ=TV?SNS)%6&X@G!'7\L*TN-OBGU9 MO?"- >*Z#.&C(B(SOQ(?,)6,^R&ZU(T7]3)/$;2B KI9_T?I2K_2JGF'L(&& M+7((T'GEUD#6^"Q/C9 1XSYT V9D683;&2 ?L^S;?CIL)1'[0CQZ@LOE"-3 MG[+765[I)3L;_K>.2NS)[_X M.C7'OK?/JG9[AHU[XH=.RVX_YXU6A#?CZG+;,.&F@UU1QXQIQ .FW@#6KL^E M^@8,&#.@UC^= +U7=3) <@)CJNR3EPZGT!G+FA%R3Z[S(&\K5MINBD7J;/*VS MOY<5/W3/%@L^=O2HIH>1D[,5>^*]2,6XZT?:$5:$=R45!.AL*=KRQ(71N_TG M,/!D^YICT/- >ZMZ:$]G-?/.R824-ENJ*]%8R$NN3]FX/E3M^NP+:=/1] MK@L^:,B(MJV0^03<\<;Q:,-L+>N\=%[QP;R9;M=BKRF:\\?5Y0Q9Z!!QWS'8*

M%*R)Z.K3I=RV+A'U,\XM1$X.I&B/P/5V6QZ+IN;HUY_*K_[/UN=60$Q&]K M9[U%Q\TBU4MYU"QMEB'9!W^PM&U)U]AT,]6]82M;8R<$)-V|MO!X;?M)2MCK.]L .'34N8D?0G()(J.RA$["^,N2W*R*_7L2AYY13#ZS52NL)P+RJSW.=3L@ D9TP MY@Q\ZV-1!XU=0NC:0(Z/*>M"3^K\),M-G$69=PP4\1BQS\(+%K+RL.7B;4#[NF!;MF5)S4S+;KBBC99?JB5 E#N M;ROZFN6[C]\ EX'63'W=-,^TDB>@U=1F11X^P\ Q]*JSS=X:]2V&(G*L7H3/M#W*X'\D'TO>*\$&)&I4_-OBX[7UK"6A+ 9]\OB6HH2^?26#+V'<6E2'.WHNN M3IR5B$3;$%5SOO.MB*I)YQ?>R1%9,EX%=(KKBM??V+Z?-[C*,6)<6U? C&PP M[5T#TK983*K2"-FB@4P>=LRYY.KVEW_.:<5H?(ZW^.QC!U^&UKG9//#L<*_M)VT#?@!_6?\%69<+691>Z?N6IYM-DPJAHL,8!W7[5;EO7V$W1=U41_Z]"@(L MBZP?!1C^9H@QCVA/B C$^#>&/K05B]&^[!VPM7FHCG:$:4,9:>9Q+F/EO'.+&T VY]0# M_#(S[,_4KX^SKDA'9/H,LID8'<1QX_+#N-^@9 "[_&O_3613#6:<6 MT7(\Y[SM49W(YEH"_/0YUI.^<69G[D3#6=BM>E<>#M=E!9C Y?[R&="#ZWU9MN6[8K.FNXG.KJ&>97!0[+C&1.VFT,+4/[/K.G=MT';ID+5 MW7-NDI%:\-G6RBDI$J[MX80DLEV=B5YSBG&#$XZ!P$AD4RC]W]_SX?ISTD5MZ#.L6E2/GEMP)VQ86>%+5EC=5'?YT_-YH,)<(T5]:CHFXJO?)ML0MN1YJT5H ML0$B1&JZ6^],39UDQ4[#I*)W[++66+.&S.)].#W;MZA&>O/YD&OL.< M@:?8)'?T@>6NJST)Q7,7X?>SR\M69?(4^ O^#..*& ^FJ)D^R_4N%4EA!E^$MFSLF=!OG))HX.\NBTO!ZNZZT8!X\%BB]'6"ZU-OW^T0>3]YP?V"_*;& Q1O5 MRWX). S6\F>M".O9'%S3BVF=C?CO&?8'HMQ-9UCJ?7QL&?F^W1%]"JO7\LZ M._Q:E<=7KH?D^_R,B03^\>*C*+LG9(=2YNT(;TCZ+1?Q8 X6[0#Q-H =IR K M=]W7-\7V< 3]G?V:$=3DQ9'NNB)%9\.8E3J+N"^EB;.,6Z\V7)G4ZW3\FK"N MWI$LFQ3^AO<\6E<.Z"9:\)E_+O85UC;A2XTYM-[82F^XN%HE-Y =I^1V]LJ7MZ;E<3!U8[W8\52T[P$0.)5C1ZXOW40O]7&IOS)E'-9U')&SD7EJ.-RG!LNUG MTL85TLJ_.;GOB":6B5,<6[JDEG6Z!,9YV^6BMC"TGK@3],IK,TIGM"@VM:OK)<8B&HK/_-(>PEW,NGAO,_JWX3&1BIL&C1>MRN2H:4U9A\G-HY.%;10S M#6;1]&?5/<09\=BC%D1,LY^>#?4P>-C(.'6!T[*N2]5<@Z73.EB$O7.LQ/NW M[PC^3 96?&97^P.M7]HX_D*R-A&B5VU$!^&;8'!UQ_@/QNE M4Y2O.W_.?J8OC[2:0;72>XMT7@R&=0!YY763;[.#GL:16O06"2A]9TC7Q,B' MO]"Z.5=Q[7[?D>^(WN 6R6LDND2S0XGS?4-DS,;_;M)&S60/:YEH2Q6E2=#)_<>AY+%]TG)#S<9P"]?-^4V]^AT\U>4V?/HW;Z!XRYMGOS3L=TTF2R:"4V7\:X)%F5/%0UCP(0E!C?;_9866967OQ7U*]WF^YSNPE>5 M1PFQ]QW-EF.=@C4^77R?^.42)!FEG+AIG$YXT=0SGM%UM1bN8Z"(,93V602 MH?$6MK=N@]/&+SO]B/&0/C&+'V[$\>]08:,(*P =V*6ON#R2"7R2%CYWSD:,MM)F4V5'^@,FZ[, +D$J;]5G]^>)84@:31U9V_14QWH_5+*">8?/^F3;/Y0[@ MTNN&TG%/'X]ZX1D@FH[AGH<#_+YN7$^>R.I&F+B4SA%\W3%PPRDS_#8^7!S MV8B39^SH40/:1D[.9G?5\Q*(UBL(/U&B]!R)BX4_=B;PM") MUK]/92'4G-MI9!DDZB+%YV!9B_"QWU^48'&YQ:6O(0>]4Z(-[Y^SBCZ7AQVM MZBNZS[?Y>#7:UT -K+$,:: .?]'I&9"?IDS*F!EV.SY5R=A UXM0Q MD<"EX4R.2G&$!0BGNY9\]$^.D^IW?*Y;R3L,5#^591+!"\AF-TI_M#@O)B?= M9]C%NW+++50\E!:;S>O+/]]F[^)!]P*QM[;95?DHQ_^H>$RJ0Q;V.? M6BB,6?WR,WB[K8YT=Y6_Y3M:[,I-<4^KG-;K6[:=.571'=>\K#DALCW9J0X M,;'F79 U>56=D)KWDE0D92D:DAK%HKF/*;\$=W_"N-C_5!V*7:W6;Z[*2ZS MU[S)#A^_0?3+,.^?X;L6TTJ#@OSMM2P^?J/5-J_I!L!C]L=B1W<*ULLF_G[' MX*'_*A'F#EW?Y,@Z)U3V#A^JJO[5Y]K*B+XN8O#/7%3QI#:,_7NY?DX>#+'@I MML9-7;,=9#U#VJ_E,;$B.6_PAT17IX,&4Y .4J.?YH.YL"7!U@;T>*(VYG=? MP,;,AJ)(N"\=Q'BE8%(^N]%TO#0Z9,01.Z'L6BUJ.VC4^*4QI#SZQN :UF9_MF=7/"_IQ9.?LV'W!.R!;UIY0Z. /25^$#GI,8?AHCRV,R()XHU63LP?I0(/Z M6#1YS MBB&!CB$2-BZS:E>SAY0R;V K0F:F;.%3> "3"MXEE:LS=%(^%O/CWV!6E+]WS MQWIUB5W#MEPIP#J*I_912'*."R*>ABJE+ZT$^D09W,=H3F'_Z,]# LP^E*!D M K**T/G%U&5G@DTX#\^4*,@&2MY4Y3'M0.1QU=TC'D('2AXND'4/%5*PXZ"N M_L^H=CLP=>P2_4?;[1HDW>^4H"67!.F0?L-^}@,2A:^FY69+,O\X:?%BJ^P%ERK5)-,]_X\E9/8(II! M-$ENH1$S?X%M\$^Y3WBP,GQV=-@0^>74+2^M W[40!CN3O7Q?2P'.P],6A0^MUD8W/8^8 ,61W8M%&0/1.H8P\== ;TH[7X% M:LEWL5;"^7+*TAG+_>]I)>D$A!TQ_8NINYSB]<\[EDSV3V M"[ZNV$N@SD/5G?%GD1B%Z45BF,1/ZNG\.6WE8+Q>^ (1&%8T]%B1GSM/D"7+ MVT+N*6)WF(_W+*9/&?B1?>S]XB %F Z?12-R:MLG=0= M>"KIIRP#!R\7?@326B.7XMR]W7_'!8%[L;UGOQ!-KXNJYIZ-61MYWQ M52*[XP:XO.V09+S'[T/K"&3/*6MGE 06;+QC$Z9L#HU 7\VWN6RF3+9_R"M M=S\257>O*=GCIN&46,B8>^/'[(IL9>49\)/6POSWG2PLC%LG+2,[^Y=^:!!40MV5M6[W<42CP'/IESU8I4HMGW(O<^L:>)'&/<=R!MZ;T[SWLD[P;X7O01C2>G MKH<>:Q>^% :&OLV^__P^S_(PK;+<;MNWF'PW3U@/"T]934'26?@*Z]MO>+GD M(V-1\9A"W MKCS0F(D=],TNZC\OZH9F.RY:"/O7^Y)?I??T(1ATK.R(Y 1*#L-:/BJOQ: MW+'S>,<.C+>\YL]G7VXIW.,5?145ZKM8F121-))$T@J MC&Q$=F/XE2!$IYM>%_*L)O5O7O)P;QVG)TRP7$?399O+SK5LXEJ/)]=&2*FT MC^6&4)C&)I,\K7(>[^\IT5>5O:\(7O]2)5>\$%!!%RR'Z S5Y[6 J0<2KE5 MQN-8%_\A_[%F#/G:OS'0?'_-'7XE)E" AM,V^(_3E>"!,\SEOX+LF0S0-P-"M04R4A5W;W 1:$%NIML7(IMM-03PP11C.N=@:3M#4 */ALA6)&7L;6>@)-ND<M7)JV+,)XG^*YZL'V>#\;'LO[LM%83N2+=YE,XG/\^_@ZRZN_0)KF9O\YJWZG MC0HXN,L;Z^4,C;KDSA?>KHOX8&_VQ+>UDRA#<@$L2+%QM6G!$2)==@+UY;JL MF)[WEF\=49T]&<'9K+RC$O.&[)DV7,M>$CYC ^ETB@AUR7*($[%5K^T^0V/=:,QET]%_D^Z@P.^GZ$==)'V M96Q>HE4[@+A/=:.%ZSY-N@ F<\FU-$YD?8*[5421[U3D<,V7]RO3"]_7Q0Z* M8;Q">[LW0%FNFIZC<2^[;>.S:WDZ\)YY6"Y5?2=U%072;I\#-]2G.PWQ:." MZ(@K*OX,FI%S:<^IB2T;'PF&4,)HCGTR#V=U,\S8&;NY'&E/]45PT..5D84;-M\4_"]G#6;,W>1]-4Z=B>E\BH2C$/"#_7;DG=G%\[LIGYV9E)H%GUGDEX .;E MFKEJ4^'&NJ00NU@+3#S*ZQ#_BIZ5FTQUIUW>;6RB>[U'$/&1DE(P\&.P."[FG3'*CPBVBVVI#5U(9O#%>&6%EUV_/0MRIW6 W$"5QP+92*'TZKDHR>=%^%7V>3E 3%\]PNZP"9S:<[ETN=\NLM*3/QJ M./$;.\@+R@NK_C5OGM>WW!%/:!NLV=?.O#ND35S9:Z9G%]5<@CRE8U!,O85 M'T7@ Y9RG&6=+E,XY5TWT]D?W![TA38B/PU"'"!^>J8@MSP7:T[K.:6$]35A3 MF?PG@D+!'+CKFL."X1W(6I")4P0#"#4$&\R[_-##G H[WPFA7OUEH3HIDXH@IV+&5M2WAP0=.4>HR'*D,TM05Q($#O[2XOLT+QW12<@W&^?'0]6EX-L =F<6C&0GB4<*_8*3&%X2%ZC&0+7+0 M2ON QC%,'E!M(ZI');U^_,2%BCE1XJ7GCZI%D[\UZJL:]^]/JA\U,*]/T'C M95SV?N(0687Q([6LM 5TD1U \P^3D[Z7'D7#M#]QFRBG?&P\B*\6:)-ZJ+*BMSO@[RY5VWI=*TS7BF>>+V34#:ISB0"F/;8;0)Z0BR$0I_3"F)7ZV/LK!4@:NEN_T8K]@DUR2W4# M?*!(92\D$]V0+>T[_M8B$@]]+I%&L2L)"*MZ"LO82NQ\KQQ7O4@T.M5=-_! M#B:^Q ;TF&)!"4ZAFTLMII]-K*^*==&&WH88#6LG(H95?-) 861R]_V/$-'5MG;_!]MUZ1;ZDA=PX"YN1574V8<;7H<;1$8>R M-?GN&TZ4[;?P)7 ;(&XXT#TB7Y]\41Z,%KF#D_']M\/):O9CRV\[CM[4\M.) M\8K)I#R^-.ZHPM]7<](#_P$O",T(@. 2C[>D2]"H!F.8MT>+6B@1H-@<]<;O/Q7OWB73\K9DVS!/YFO>;@IU+ M?(2:P\0^/&?%YA6Z]+ ^4'F<[@9FB%!!9[QB#P^)(^ KR&<8:YZ@@P\[>/7M MN_1;VO4&JY'/AMT/&5N;8CZB'>MG=P0EF=\=;>5A\#CEY2[EDW$9DC#6]C*F ME#N^DK-AQRM9N M!O\0?)1V+U%K_ML,AX0 NM>>GY8YY0VA&^E+6OT2!7F/NM3'M^0N5/[L>+=4 M/8.3*M3G$\A\.S]0]M$5=%YP7ECXK_@I.(O5;$5([RSV/?C4R%^)O@[/RDMS M+48079+S=4C7+;^)9=2J/KXG2TE%8X,TO] M2_(L,DRU./,Q=\#(U]8)E_/$EW)ZA?"<_,27YODE&%M)[$?6CHEI& 06IU/@ M,!(,\=GIC*Y(#>_](1-;6$9M?/_K /LS3QE":IVIP7(/G?'YCL2LLE7'$V6R M=^OSI@\(V-#J1:Y^D33$6B94%3TTF3()X4&^_&O9?4[F=EIHWV>&*[O.MM':*Q?PY]%4W9\Y*WA10[.)S6$XS28TK#3O7\,NA-5>><5J$$*U@F*Z]T'Z;# MZ)]2=.7G2#P]UA^>LNSU?XO4^O5CS8Z*K3WP02_,$U]S])SA)\SCI;753- MK+.XF#JB-N!ZNX4CPH2E#+]XU6CD5U&4LQV0Z".2=L@548.26PTX5(Y+M(%7 M1 Z=8@^=EYG8JCFGV,[@67*MP/QM,]T=(3XN9*8//$]'?FLN#N$Y8#4AR#XY MIDC@"B)_XWT3Z)SPWM,>';?P!5LRI_-Y]O@XU[+XF%4%Q*>S5R%__5WEAR/3MLZQ52)8J,#DXR0X[DT[XG3YE1;LIP.LH=U+7D#H*Z_8 M]-%=$'[\12 '$KNW-Q218R4RG\S/M!,/_"''11%0Q9#[=0_;-D?,1^0<-8$M&$PK9OM#0;^PV59O990YZY+W'#OE+8E:9N2KBT1C1-#=GA(PPZS(&Y$.L("P5W\]X_6 MCLB&BT!RF_7;YN>HI]KD\,>VI-:W8XO(@3Z+J]_OZXH#:E0R7O]P+LE^M!$ M&YL\OA/].X6QQR>P(KPPF_"K:I-8$9@&@7D0-1$",TG[*C\WG]&G>QSAQERO M4IH^6;O)PI?(X?&F($D91ST$OGPRJ"_XR%*E$LA>B;.&FJI3N91% L>/=$/0,[O8IO L]I-YA?LU%"5"=I&A+GC_R8LACX(T4&RV8O MBAZ%U6=;ZW^<97&)WLA7]IP:1F'K'SZ"8HWMG5N M/=Y+V8;P1]O6=_1N^AX3"<5*D44D'@Y$?._?7/[V\9U^15GE/LJZ[X8'5O3* M$(,9&Z<23E)<1\ZO65[4G\H:*OL6'[]:]OPQKY]%.1(%9HSI9]"0_ M?R3L M+==OJHQ?*8\@+V78D@]D1UP9<3W^2UF4PG]3/-T4V_+%YT 3#QV]&1'MR ^RMY8\IQ>,F"I-'\:NBW4:2JX!E$:9>><7OP0LSRGN3QAPM*8?RGX^6$I^/E@I^. M*#WVIZ.#_)BR<.AHNH-[LCUQ'5?I/;!9HUF*3'KKCI9LO?F5K_*Y)!UP3Z M)M!YXJUT EM&:L)A7([HN==>5'!(L--YZ]:0]1 MRW^]^_NQ;C@DST.YWNUX+:GL<,OQB668\U"1,=,$(/VU2WLU@%V_VBY@$?M3-I(Q%2.N:B\-IX)D24<,3WW(AP MI9N7URRO!&&_EN7N:WZ V*7AX6A;I/U(,F\@&>F&@Q6H!B1L1-/0DB[V97[^ M&OOO7"**>3^)HF-O.5OJ%^^_U7"E;M3[8;UM\C>^.5";K*%HT"E1O8+G\@?H MF.3%CZ3MFW2=KRP++=51-@MOT#OQ=&9'MKUJYR-[WHU]WMIPP07R)"X%M N,T4I%Z,2?%H=;K$)/ 99J"W(QX68MB"V M1G@^(F K7++Y2D"E**Z[D0:E7KPV -Q58%ZKQ2ME\A'$'XA>_|?."_J$PW5!!^R;Q_9A+9L6L++ SL?2B4HM;9+KE;@&:;$!H.HW&X>(@?@]H?DT>46*5I\"?R:.1=H+?D[6HOR,G9ZJWAPB@5D%P18[QX>B;:O2P9-G MC?HP?=N*]BL .[+]JXO]"O_4VUU[EKUAY74$R#X[:OXHD(]F@ZC%57V1W I MHMG^+)C2T_3$%HA^LR=B//47[D920_:)28@7:5'ZX7)QOV-C^?3,AK7:;LA-MRH>R/E9^X(^^B;.VVVBE_5YT3_Z&V@Y2W0RGLJ2NUIKPYLG%[*<0-^0%,D8W-91!DG@*:5FA%T%K MC+JM("*O>6>:!50)>N6Y90.\]V?V$!4-/_SRTR__ZZ?__--/?_A6[_YM3%'>0"#:,[=QVT'1/60\AX:)<#N<@GG3,RGWL6QS@M^>>>7-95DW MM=5PK[XD\"GAWZ;UO)E3Q[:SC<#(MS)[:+HB8+\5F7CV.45#P@$XW25=RQ71 MVKB80"4F1V7R4V9PE >R(("P!C>[1GPO\.+K&V_KJ;-)/60.9P4ROK/.M3QW6 MDM_.F_N9]>MH5HO"[A1*>'M'$D[29$YOM)3$E,'7R<4$?K83+YD(FJ,EA Z M*ZC+(*@Q;X,:4RN&%D(P 3MICIS-HB*'VDQU36? + %=3%6;R(]AMZ:1@94: M3H>TN/Y_'R5CE%@%E'564/* ?6V:980!6S.&L^1I- >O,?7UP,_8;,#V%^N M#^77FV)?5B_B!/9 &>O-N<&+0 =$ZV%!6R605O1^&L.FB%>)T]*F1='L?ROR M*:,.SJ3==0:^2-Y=VM"5492/-G!;>!?94Z'LG^R%>P?@#*_5 ;?D3(LP6,1&" M^T0KF^*9! ;#01(F)3\+XFH/$"<3%F;L4RM83V1D)#=^F":0XG@N8+*=RLN(ML4F+*5>.GMLP-/$\;B_DHY8@CUK[F_9!>].2=J[$@-WATR4P7Z)-.&W\TR)D M9MHM%S&MJ-<8I]N&!?PY*S)!^#75\6^PA:Z0M=']PDFP$>9*R"3,R85@*<_(^VK6SOORS2H[K:F*BX K=AT8V67SH@^&L#6%8MZ(IMC7LN#SM:U4)K]JE/Q5I"UO-+C;[7:68D0LRW$8'+PD1Z]O@O;E3GDC(5#G;J6W:.X].S.[IVPGZI MM41W2)*:+V[2,.F$L2/:->V(D]9\$Q+9^YX6>5GUX(5[B7=Y<6^[Y7U1]W? MAWV@0-'%>_.XYGZV9,[Z2:K5S\U 0^$XCX1BGL4C]%<>\B<2O^M[=K?/AT#" M>U99\C6!SI-G/$UF"W:PG,SE]7P1$SM+1-JHP?6^BI=B&8KPAMRWV,7;(PA MCJ:YK9W$X5=V #]B \;TU(@O)7LL<#.$HPQ)7W_ZPA\8P@J3>*O9:/&K3T.ZM(VZ2?M;QI=C%;$MWB2GZ>^ZAA'Q'P%TH#P>(O6*?-^]6^')D:PE@7<#])*" MP'_,3LV'[)OY?NR/V!8G2JHKS\$U;%G,)XVX=NI^O1Q-R73Y.37BZ@ECA)@ MV;@V2F/CK=&ZJK0_,A7%OB<-<>*_3>L@+?H:J7%:9A%%IA.?*0\;G=%5.]+MPP":P!+4,3&5LY%60%TU__M^2XNLRLOKLJ+;K/;H-.JKI*C=]FGK0O 1%S$_M>\V4HUVKT19/ZZ>*4K\"*9OI44^JH>DABFY[=M-D6J)#>!_;VI,DK)RVSBS MCA-E285F$KM(CL-]V)>?\R)_.;ZXE[_*/E1TYOL\(1!*(GI7&GS/DW_I30 M4H&BFTK&B8X"Z-.[_/>,O=;_2X7&0=>KK@QY6:F86M87%!GT1UNIS,M" >&$OB!$Y&S673 M4+_;T*Q. ;2^X[M6O3K?7AC/(3\9(HO(A/.. 3:AT-@MQ:&N+6 M! :,<3;ZF1CWG2DBJNGN8U$5,ROU]OM>5X@'#)*K/M]DCJD"T)*HI^4%K M3&3K'Y,'%OCHPT,+PK@2\3GRC>I.+]KHP#1?#ZH_?P<:0<5@*308^)Z$V,9 M,-KJ:>=B5'BRUXIN=/A?,,3L'H9BS9>>[(^ MVYZTK,_$1UXXS9B\QG(L:BBBW*#7906)5=ZJ*E (0*1'PN>I/>?]R:-^-XR^MB)4!VQ>#4%:<00K:TTIJ=(/PA.AO;FSVYG/93F-$FXLLE+Z[93T^9U [&@7'-ML[UN57/2MKT M>FXXQ:XK))1?T',Z;W0HR@VMN $?L7+2*MS6GA$);Y)+P5] MKN8Y9Q 2-737S"Y9'YOGL@) 4$=@&9I6@&JC%8H0E/:N&=")R09E151AW-'7KC8D?708M)%^UJ=,)PY;FK$J(NIUW[.ZN;/^>%P?2QVGVX]<2\07PB?(;3 R\'?D% M361*44_-3A4F$"\3XAY;EO>C5-8LT1?VI#*>")/XB>V@"3^P?#Q(F8G")L2-MW**NWKB\%"X:82(7S9=1+#> 0.O%$L:7B("4^3>)%WU_2"QYB7=(6-2?1^5+M7M=EQ<,T/;AZK#>>%H$WT_@:6$-4C#X8UW^#1#2&3>&!:1$Y@9<2DE<_9MX#X MS<0M:)_.*HB86_FARJ[R)W!&?,ZJWREXM'_BTW>HI:T5D,]*VD\I2ZM>$FR)C1XHL,J$X97? MDZY!>H^JC0B#]6YJ(QMX .+I:WXXW+R\9GD%QAM (+$"V,NOV9G8?D^@0=H3 M#B<",[!6%MU=!T(B4V#R'D(]:=VB$_F(.X\/U$@$1>/-M)2D"T)?<)F57(DG7.JD]V4L;)KQ AL0U:;2^(:TT.R3P_E:4CS6MWL#D(MQ&

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*M=Q08PZ;,EQG[%YLT(^8BJ_,Z)8:CV5H#Z777FE[E_BOD7.LC2L<;Z8^Y(NVH MA_;6QHJ02[QE7H6AC]!>O-++G(XSAME)YC";H-G#9!Q>:.P;=M95[7L(W"[L M?SMVM-DC=GA7'6H>="96E^I.?Y2]'N'F2(FC-H$#>.3/1$9&UIR%TT"6CO M8$]\A'0JRB@)S&Z0.DC"31=Z(P1P(NI>[%]1@W)BJEZ%9DVT"FMXA1MUXU1G M?<-K_MC@SXO_Y7_P/8:!AECF/A**9SZZ91EC"<7-'X8%_UP>=H^9OMSQ1YML160S MHMJEKK7IIL>07@CY,1W93"&O0$6XHN*_6N%CF>_A\[>1'L@/JH\?25YH>2$* M]PSU]"6RAP72;#%_C>+8 I A1/;QG'7!VQZ_H[K@#BY@@,MF M4RAOU@7=EQ5M$V0W8B\:"2,*9_8!$95;C8!5\F'7I%'/KB6 M9Y2^V-+\+,56TAEE%]5(-R9B?U!B313UU-?1B2S"5LHL7(]?'$(I3;P"W8UP24OK)'BH MV6+>5+<9TY>R@_SW YMWG6W=P(*/30>Z+0K]J,5Z25CV!FM"]M_^2ALA]4(Y MF47HH3(/W^/>/ES.G1HME6A0EME#[CWI[A1? W8NB:Z#%6F[(%T?]V&|\402 M#R'4)MAP)D5$Y!,O&^U9I%($K$J!>C?JS\\V;2+9^>VCQHRH\U$>\1'11?R(M5% (KLFY9/'WXE+^!VY1_F!H(=#!OU'2#TA;Y\>7Q="KJ^(%6+]93C7?WX0+Z(_J81!L4-"#] M.SDPX2/WH.>UT5>DC=F&";2^!L_'6=1E>F8Y1KTXPX%P3S008Q#"2S<0.[@P MPD#LY67GY&9L(#!;&W,_7>9$WE.O0-T7#Q 8'CM!,V1.,G3__Y-.4""]?Z+?FX2L]O-'/ MC)1G>QP[!U6]YEV_0DO7-#9]"%GX8E,DE_MI/,&6P1QJHQ-7@O!M:E>_<;@=+>V:ZT')2=_%010:+^01? (GY5@X.!=V*#LM03VIM$((Q,05SIC(M1DE9AX3GA=Q6.3M.7+R5#16 U.S1-[CJ3;31M%WJZ*+)HBGZF!"U-H2 M<;0XC_9W$HSS%]2)I3Y:&8$VVI]T8-(D'BP/>;CK*H@GL0'8S'S&-G-56A @ MR_6I<&.RX1FA6A*QRB#M.DO]6AM'NL74-IIYL<]&9;_7GAHRK7FW&60L>[41 M/HHM:6##70]#>.'T>%2A=!HON'$,BED&G0HWIWGSSPO]UPVTG%RE^9B& M[>NY1;)).7UTU-%G[*&SBWM.ZYIE'JGCR',>6WN^@C/2"#ZPA-TXYJW#.1CZF>@G['&F#*1^2VH;H_ M6[.?NIQ+2',0,. (R(ZMMG3XDQT&9/1S'RX{(*#40,W!AA/]!@!_$P&^?Z<-S M17VO#BSBLHL@7!'9%>%])2V@.8EN3)H3&+>$4,@VF=_O99P0%HE5R_R.G+J! MS!GAU!W%[IBOU<[P?)\=;%>NG9?+\M;G1A-?>0HQ'-AM47M126PA-;K#*$;U MU1&\BG-ZCU4'(&BW:,KJ7<*RS*5HM?TJW)KO0M$;ZI.E((MB7SX6EH3H'@W>J%K$Q&Z*80EZR^UX7 <|;AU< H#(X-7^2-_)P+" M.!*G;=#NBXV?'H?H'LS'6-;>.TKWLMS)IT^7[I<6?-M6>6F_3AIQATW? N%'M-M-$;-5$>*|/YI;J7B/RVY4O&?QE4J_E.JB01FF.%5&*SFHW%Y>RM;U8O4!01/ MX0UJ@#J=V3'+8 F,SRL?QJ?'-"6P5;\"L%47X!4?0[*I&A_/KP6 - R(6DHD9 M!9CQ*74V?S#-I]F4TAS6QYV-#Q.AW/1;? M:EL /U%@,GK4E5+,VB\]XK2*(NW$"ZWZ_9 M: %A"\0:MN/\#+4!/"ZAK.HIF\W4XGF,QWQ,2.X[-C7UZ>,$>8N5*=.\V83P M-DBALA0 W%9BL'WD(SVFS66H/;EO!N8D#_75!C(E9DG>/7L!TC8J MQ'T#B8^[")EE7/TH"1C{';3&KG?9\^)RE.?_K=;]'X(/DYP447>U8=R_X%U-MIK"'Q"++M^R9;&:[I2^IZ*<>E>4D#B8JI*RYKGZ>ZK_[>]^3J6V M]6OZ:4Z'+MCYMF)GA$T\@YJ&*]U!L])K[_!>DIZ*H:1B,AO'IHA8U4>FU)0" M?XIM>+;[/4 _[?=$-4CO-,18>AT;FIC]MGM'N;!I%KRJM!EKLO]GE9O;$%8 M%6X-R7BS-_)I[;+'^B&JHY0OUW!R#9F-Y51,C?SX6#=9 54#KLKC8[-^+(_- MKR4X X ?5>$/MNQZ(+P+DD$?A'="9"\6<*;<)1?QU1=9-4^6/QX9G M!D"YO&P!WBB3#*LM"2$V8D:/B."ZG'"7B[?([BG@+I-CT:8SG5]3M \!/= >% MBNS"XI\0^":U+NEFBVZ/(3'QO>\(),?8RI^<DA#G*0>*U)%(YYB?D8L6#_WL M-D!W:.G0[YNV^R1GA+@Q+IVO:D#6DD;1<>++R8*V,:U;KD M3^%;[$,$B@&V!>)4|>D[-L&AO\]=;5$KHJ3@I3MFR'U;E[)],+3;FI_I?W*[T[0'7G=BIJX!X*+)&21@9T(GDK)/ M!/MWUI05MKX[-5^" (MX4^[)Z$6^\0=K2Z+JNZ5[G[0"P!M00 M'/>$#Z),?8D?[;.P"EL,:\K@M M$RU],>'-@/<0#ZG=-(^"RT%HMZY)PR 6Y M'6S$1P8Q;>>SWFYA@=;<:O*IS(I:SXSN9CL*!TUUNN+!51! "AT/LM&[OA<, MC#:,/;@GZ%1NQPQ*X;D;91UHM)=!W]!@>>>5]++2@(2$NLB/#K8>5NIP-X0>O M*_K] (/P$\P8U8IW.[,@>F>Y]6C^4Z]IV.@\A"N;J<35V!*BB+[$W!%!4*9KH[MVF1Y07=*/[%JA5WWX*[M!N")\P!U(,=8===9J^^T8!PY_-5*K*Z9^&,S$,50Y MG%,84=,6N1UPRQ34^O)T6[:,;XIMB*4VI"V$;CO#_;&B,H3HS% NJB/#;J M>(>VN'[+],@._@$*KVJ'@I"SW$BE>L=R$]]4$KV[Y@&XO>B-[=BA>9VZ;>G"/I M1QU^4UBX+%C2-N[T%M+&RD*/"GPH(>X4RB66!]:[DW(IGXY=VD79Z"'"<@I& M9&)_%JT;/ZVF? A[6HC:B,PHQL@KQ4&4[JIXBW:/#??KS1NW+KO=Z6T96H),J M3*(!;(@9,J!CY+-789LD/*+DN>IC)0L)P(.[2Y7VEC|/DR083C8:AC";;5%+ M.8NH6G%VL'-6I@)?T(+N%P;0/BF OFDL*?@B9X(=$547[C M56_DH7N7:1TF1?T93[\9V3*1A=]#Y>'+LZ9=&C&VWU7*I2,B=Q9V1Z[I'C[+ M%@>F>R'.AUG9P>OTGO4IXX-/8PVJ&,[[+19GE.?_E@M8I49>KI%9A&9HW/9 M7^9D>E0+;VC5I'GJ3275#$-)Q3VP8]@4$?%'@$VV7IQ-(9)HUX. <69M2H% W M.V_9IB RY7@IS"],"0H42*>A\(UC4%2L+;%JKLOJ@D2^%'A!:+YLVEQ! MKAX(>+J; FR =<9!8JW">B;"3"4"II.1*4!:))A? 7A"ML\01I2/(1O?9:+9% MRP42RIXR\ 5![;1?)P\=0F=O^A[L-,;=/59OYXFNX:4%8/OI'.4+3N-M7%#VW]"M3Q122YHJ*ZM=7F35^TU#7^KSQ/^01SZRYF16V"_.*)]%!OE,9N*T M2)\)39;;<,DQ7]+6BVUPH[,5.1S&?SZ:M#\+/(7V8U/K5/,PZTB> [P/*.U6]88(VPLH MO(Y-WY"(G<:8ILO6#BYCI*S/UL$ M :V,5&M\>K 2:Q4X5+N&Z@"61,_R8_=[/ ?>*6\L><[>UBN MFTOVQ'QG6X,;0:WH5)#,!XH3_T%KOR(9%/P670BK=5+%/8A*3&HCV!,M'+,K MAA%<\F-PYZ6K\^&M[Y$HWN[BD&U_O[\^LX_J#3?X>XH*P/=$-B"BQ0*0GVQD M& QWTQLS 7!]V#[3E_?U[BT"7>?3ITO{A;?$]6 M"U2^]PM1)@+W4EM3+Y; M"O#Q TV8&:\&?O.;XK(L"LI-NW_-F^?U+8<.HP TNMFS+UDGMH>6O9*A]&E* M@^R5_71^4Y!N6 +C$C4PQ]XF:NB4&!QGX:5I_3VCR"$>M9=E]5HRQ9O*^C_N M_=Y^K>HA+>"8Q2DPY.4B-*92KOEG>*TR!0EDW;RZ]VHE"KAU.$O)XPDP4]SN M?SO=46/OA,I/^\%DCCHI/$9_&%Z7DO,H 1C7'93&O-X^?H,'_3&OG\6;"\6Y M_.VU++HZ? AP!716BX, XM@W2[QQR*2Q8H#" 7@N1?:E7]>"#I#S(9N&2<>[- MR/O8(36T:0[RE]_+X] R>%4!MD2&A;I"[KF>. M2P5]DZYSHO5.9/=$]U"P6H3X"Y)K9%3.80>U3/Q/?]RWTHK&GX0FQ?M)[?T-)AC;1".YM12K0Y>DJ.5F"CV!'?<'=C*H M@,$^(/8D>X.>"*LGORJ=38[8QEOJ";/)[*AS&+Z*W& O-ORD&_? MO:%I%JQ!]@3F[H'A[$] M:[[1,+58. <[:GD&M%7T3V3GI]2Y"YEC_9#%/UY.98VB],[$[YCVH7\W\#-&= M'3\[*IMJ.HI,6NIY>U)K.&ZZT B= Y=?4,#=FR J3/RSGP"JB*ETL!M712 M99>+DPU1 1!MQ5 _[O?@'W^C?O],Z>A2[;(MX8V7LV='4ZJ+=3J&7:;O*X6"S?>/2WRLM+T MLD#@*) ^KI:?>HCR=8K">'75!&%.S\LUX3YY!*K% %'KST-^\'@=W7\X|ZP%6 M$3E!Q*;;+D.&88R(^(*142^;ZC:K&OF/]9:=]2*%/2ZF32W&5 J;4"GOC^Z(MW\GK7MDO/ 8#%8+$=C(,VX8D:0.OVE]V25OLN.O.GO2,@P/9V4O M=GE$D.=RD6KAY=$96(6Z.B-6+7_&J=+ J&%ZX1G]*(,L;MP9F!ZUK*,CP.NW M8@ XX\&67K/I[M(6=/YV]4IQ%3* :0S'?LV5KE@&LI.YW[O]"'^%($A[(JIX(BYHN*_[97#CI=G M@-7L3,,87I$KD7R%9)%WLR'B$T@V'_RRWT(&^:EYDA_43'_4-0[>_ M/(?^7]V?%6E[(K(K GTMR=_K(=OO[PWB6U1_K]T?K8>O!@NTY\#O1P8O29 V M.L=Y[$T.14SZOW_-V+&@LD^Z$&(OWH=LJ/)SM&AL#/DC>D:&CRSC7@MD1#SE MA@=-Y6-R/K3XMY.Q0?(I*3J]>,0) "%)\G:.R6)SE<41:FP4BT=_,8?'83$' M 6]4;XY-S?8=W%U_I?G3.WN:K-GEEK&W!GW)\H+]'IX: ,-VS Y@N_GC-4\ M-JI\AS:M%5$3(W)FI)T:T>9&8'*)0?#B"P.-94JU)N*=SF9L,A:.C*/_3(@% MMP1_6]&9TF/QG,X@X_"+|;\)WX|_VV-J$-URLD%.8,J)[C:ZZ6*[S20G M&@SQY.IZ_!1X>,Z*C;JLQV$CP&8LK,A.7$+B>7==R'<70=Y=,C((QE8O.**-_M+@MXI8/W.!M'S2UY9N%%AOP(5G+YR(^YS+72@0 /*%1CFJ._%,)/ZH_CI)5 M8]3GCK^0< HCQP651:EBM,6.9,TI_25LR& MH-,:F,W,NR3 ,GT*,,'A5$:V]N,P;CX@6CNHG8$FFT@ ;KI0%3* $^FK:TS M7[>CVWE0UY>#=#<2;WT:YQ8 5:C-$>1QG;]9S[X14H5N%@A?B! [19A]4D7= MH4SMAD00=G+ ,;F[>/^-7;$WW%98@_JW!B@I 6,Z(FV(]2I2@%2_H!_] %V3 MO/B1M+V3KGM?ED\2Y?DDYJ"];J0SLCJG&W-%7N4S[:1[VM!GU/=RDO9R8I)*T MT8')R$US,FP\+>;_RV'DY;.L*!'N/ DM(91WLZ3 >@>Q]!=D'*^V'UO EQ9A5W/18S$G>.B/F_05;2]/[Z^'G)?.*96K%/]S_O3\&3 .LKRX*LOJHQ=_(Z):$6A&H!W8VU*[49ST M&'((H#ZF,)1M!]8V]\NI"&1M/RH0^7("--#_N']D\N.^?=0X@>U/11+&+UA!^%&<5;IP4>!$PA9"..QOE,YL&8 MCX5V_\?<8HJ7 &%?]O\9'.L-VF*R=+;C5N+9A\@U0I2L%+-%.5BGXQ8X5U=1),X-[740^N3 ML(OEDO>1UBBE=NN@Q7P9^NB.N((E F)G:O-$ 8L3O&==7$ATKXT2;,&[J8X9 ME^O(#/I"Q_*_3"CHV;JS61_B@\0@+$%THO$)X0R*EN71*6^;_?KIJ:)/64/Y M!:2\P%;/=]L2,I?:MN*F):IU4G793YQQGH7R(([+M%W7]?8C.NXS M\K*LF\W^U[+4S=O=>4RL F2!7W\ ,4:K6H"=X[F]0'_-&,")WV?U(^> [/"/D/3[1WIH M:O4;G@:,4X#'C1DW)CYD2K8$8=6V+>HG6_] [JEK6_Z6@^)%8X23*T0AY]Y6C M4 Y%-3,,K2$6).Z1]J0!H'EW&2_/D&0A.,QVY.169!7[)%A;ZR4P$[!QZB#= M4WB#WBBG,SLVV(H.MMCCBKIE:>AWUC_4JL2\F:-U*-[8.)K$NHMV%+<:V M!#4W-VBF4PA$L]M=>$O2M[]HC3DJ9F*[BX\XQ.X2QH_8M\ (0!"XXE_5JP;FL M*#WH6>HC/V80L:JY,@RFQ>,>>T9]!*XN87497^2PG=_$ 4 /V3?I\KV@!=WG M 0G$K9O\!]GDQ\082R@=]F :"\EQ#5*@# [_">]AM"&P_6THA^<&\,2ZCI$5= MVNN7DND_Y2%)V!8A5,>4K@#@[16X'NU+5#PD 2L-Y-%2:)$#[$QC^Z/ZF32W.5J09-,_ -=DIPD3BY\!X:,7^\=9:VLYD?K6-$EEULTS#8F25 MMU=G:\6A%]+=7U:IF?<73G/4?8R5+:R]%A%+O4>P:"S%EN$F#-7F EB1S*80 MDHS7-QXL)QG/1H?/&) T&>\!+_;K>\I*=$/)1E07[4:"0U[?E(=^^B__W:A4(MANDZ(OV>V$7(>R%_D__%MD^21-AQO&.2G,; F)5PAE$^L]3CR MW"@T6/S5W M@96\&*;>)"FT&D:I&**,F:]U?6R.%6U!FI\J2OTO3-%(@Z96S190',)) MD"'. /)C2D.N&>45A32P+G(3V^,R =%:(.&J\:5@)<20@(?DF-;$R6!1(B*A M2Q.OAY#)UV6UISDLM7I0=>97((Z*'0?> MDS@(7)L!!MHC)EI='@L5=$FRU2 MH(C/F,"4T1K=WQ.RV*QR0XWEBYA9]++#O,Y0+_OC-6BYX!%\UXFK4+1&6:M1C M,<@31[TO5\RSQY1$6)2I7+6Q^:YK/),4FL-53,KJ6N3X84)G0Y#Q_"1'!,D ML,[9-;"NZ_RI@(.=G>,/S\JIQ-X0%=WE35EY"CB)7DC7#=S9A'5$9$_\?:?Z M2E[A:1S1IO@F\"QZQG%PQOWQS&[7'L/R6 =L M9Q&02\Z#_'FH5W]/F^8@8YO!^"AMCSZ3CFZ^4;@H!H0!]$^Z >!,?M6G'<- M2XE]'LS (>.0F(WKL98)&!VJFO*A[U_9T[<.M//*AK+FD6A*#*MN2AN.ES1# M>H',B(=!TL%;_:FL?/44-20O_G7Z"Q>;O7FOVFF,J!&)Z_N2/7I]7B?Q)>&? M&NZFZ+@KQK0_MHHB^K:^YA54-087C#*U]OK:%#\F-XQ8KS945X@Z3V'90$ M-(K(3FNBU(%R?Y2T7>4-Y3/DPF$88G_6 &QEC-CY90(PB4P&, (*05D1;[7KB2 M"LESY08D3 V8@W6H36YVT<1'I6?OGD\2$;+-X;G0>\Y,#W M&!$W7E!XG&N!@05,Y) 'GP1U8ITS5;DD>Y+V)R'0_F5;_=064I>=D#=0A!(MW!2CL80!/(H;YR+AEQ_*]?8?Q[RB A[[1:68.>M]L3TB6Q&M6>I0,!=)Z*;Q MLB"NZ02K#VQ[]7!G\S*2FET5D-VD1;XM/F'5[Q0"@^[H(6O,F\Y7;%"V_B"-MF\H%%F6>0"!A=&)B&L.AN'NCB[E&P<*& >8I[@1['+DV]\A+7HLEL(;5=I\D M#A[M)H)QT2 E=H9\EQL)\4H>[4;/'(7/%Z*XX$2@/D('N9'K6YOF;,A!XK[% MS7Z]^_M1W-D/Y6V5EY7P3_Z;Y04HC)M"N1_M"1)X36N>]L4'@5=E-PPH/WP@ MY=^&H92O@CTFU'B)\RIFXA]V-&86240#V^;FBKV47O*Z+]MW,'N[K_S>Y\)S MD!@0WT*_86]S$AH7V^?X6-_'-EB^/C&E6VO+:=M0$0+/+\AA3G&1@IJ6W'3 M'1E?J8W4M9:QT4.D4S_D]FBO#7HB89,,"*815Z9TLBTV>-P/[FK\ (,>_^4- M@5(:1FO6 N #"Y12GC!,_1PL-[\\DILMK9K[KT6Y$)0RR47]VY2>FVHB_Y M\<51O-JH4*7U0E0WY ?9T8_)2UN/(!E53\9R+*(" (A,>;@^9S,K9[_Y#^.R M%C"#?6P)[I9WJRLJ++:7KG4#W!%%CU@*0D4-Q&%$39N9"?(R4.?AD' HSXLVTVN8UY=7:SAAC;R_(+<8? 5,3[GL+EO6Q%U98S"S&N3GFV>/XO)3?# MT]V7HZMF7+PDD'9"[,=CPJ2NZ*R?=1%/DWML3)\'1*>J.N+0TBT@IEK+Q,O% M214FX@ V1"W0RF_M_ZDHF]KHR.Y+\("ZR(UV9IY,>&+E?%7B44L:AW ML:W&[87&:@D-),%G9"&Q9=@1N3OR+7,F_RO1M8/2&A_J8HM!+ ME0Q6RAU]R?)"6>X)-)[[A[4>S%.A[8K:3B%SA94XL5/.";*:R+7L;=#[F$ M@RRE0.SQX"JA6$KI-#5AQ9(;>*RR)FV#;>N4?/=2%J2NX>R(: S^0AL98LVH M>WBFPF>1"R^$R/2T;@';])@S:.SS7:7FO.88[R!E[E_?8:)-I@G2_3XZ?N=_M)USV74MS^? EZYQ]/@(44Y[[S[WOP[GG8=8I/+T@2D:\VA8(%X IP]^K50.'" MM:DJ+109![S@+75_^Y6AFZ0XDGW$82=R&$-B7IF01D%KN".RPS6UQTS]WQ'X M,+%J.)PWQFV/'5-6,F-E5)\0 M_J]\ :GZ!GC5/3GL7&][=1ASL+(.:-5?.**^C17!IK/[!%YK(2/G6T!-F5& MC@=(L;7! =24;+*,BNHA9*'/[6!V3"@A*2 XVVI.[5B;O7CEY[E!,[C)&>PV MQ;J= *0$&TD[N4<.N?0Y3_]YY]^XO#EN9J-0[9%*0;B>>6UT2-E0Y#=O85U>'%SBN)N&XOS?G&@$_Z^L-_;26KA9)L=+P+>5'V1LUCTM\K)""Y:U"#;6..>\AP0M\SC$_MOFW':>/CQ$BV6G #_*#X&LJ<3#/W].P2B6A?&Z55B<*'5Y1;FV8,R1;]$M5Q M.B" <$]AQFKZ*<3:V5X$V@&+)GL"P9'<7[[_5D-PJ+Y_B;:UMV&)V94F"E8TC MG*H^P$_] W1#\N)'TO9$N]X2'_KA-*.NBY$DX:7!!OF !#HCPUQ P$M7'2:';YU OB'& MR2R,JR6Q*;';N7EG\RP:IA2WA7\Y,IS#]*:]C(@'=RP#ET4MQ&*]W^>''+"P(.8Y*]ZMFTW&]5^+,I %Z5H2V33E">BA MRMQ# (5R(75E P'!*^%$VK5)EZMLVBVJB %YY+E_;*C7JOY4<)-XJ8]@7FH MLH(]/:I&X,&&%6/O-R+.VNP)Y.&D"9-(;,BILD-\&; M06N:F#ZW']8]$R+K/&6LGIV_"%4ID@RY$TF6$@4_E'M-Z_XY5<^58QHM8FV[M*,)$X.= 9)/>=GM\.7)0T"OZ6M%MSD\]]O.!\BRP8J=#A%M5.@<:M.J?Z .L M2#L$5W7U0>!UWU.&5WUM.*G YV(8:O^;51C10G&$*_ R>\P+RJ-^+R%?ELVL M?/4@VXB61#7E\#5:XR4@UOB),W3L4'[$](K,!$1T$MI0?)O#:;!"D\"#$F#_ MZ1$<8E*W;*3GK*:06J,PBGW@@/VH&948QDY@V1='2QWB,;>&&?*

((GKS6[T2&(%*/2:VXWC1$_6?Y96\F;'.QO>Y M+&KV4A[W17N3$[*.8E+|\WIWS1!*ZH\0.99KZ$/%SGK0F$#A,4M, M'HT5,BI%IN/5 !@@;L7Z:H-G$ZT*W>!E6$):F<60#"$(ZT50=]UE2C7'-MGI$9:8%B\O3/>+,?-FFC[QDS=>GXV)ETC(;V&50LR@W9LO/0*(Z#"5\S6O:MPC!I5VUL,AKFZ_5&I4W_G>R3TDI:T6!HR>!JH$NFYF#HU/'6:$,N)5_)4OZ.XB5C&!]2)8K9L3:8I>U'=-<&2=.XKLV;9($]*1L+'94SQ[(5<::6]S6G6)Y-K9P M-=KSN5)2Q+22/U(d> &W=1MCL<:D*O79^._*L%9] %7.QD)!RISK1GO4.XKV MNRC^_IL&^O5ZE(:-1;L=6>UW%NVAJ;W*7IJ+\@E@;^!*JF:_NZB9W JNE]%F M&X7TKXG-%J-<6M/HCC3_-K#1BXY*82E'\/K45WX>U^J\!))6;M])W@24VRV<2T^N$-"4,T<>1JM?NK$RO+ISO^3*35 Q!< RK-MTN\7?,5.=!MC]KN:T6$@^1F)M%A^+'"+8RX\+ ^_1[@37CN]=A$MGZZ=.8$6Z_;2FX9;(2G8 M-[!"FG]+-G6H[^Y5P2Q+2Y5+9'8+E \5=H5,?MJR%4'VDIK,R4]6H/W 8?;< M:LW@--I0S8..P'-I3*)-H*P !3#5'AAIXC_83!KZ\-VA,Y6CW/#1NPL10"=I MS;A)WM9[,<+QNX_21+8U^3[HL#TS^$[$M]'QO<8!7,GHTF33VEVTA0 IG^<-MAY3F3)I_2[*0I $S_8 \CS?H$K/B:' *3.2W(M2(\'4.W8/A]GK781J*]T@]35V $8"^>[BEMC"BM%M")4]-MR'(RR]32520E+&Z,"B4LW7MMJGI%W]W3+&8*EP^>U_"](E_R?X$__M8LO0G(58Y= #O8"E'&ADR,+N4UT,CZ'CIP["&)=!^7P]+/+Q^+"\HBU;I MH5>5Y;X(EU8I>A_LE/'Q?7>:.5@PNJPK]9T#ATC+KATM_%E&W""'#* NI92M5]VZZH/,Q2_D]RQ,X^92K%,6P8>[)S-2J<&5\G$;A4LG>0Q(DIP]D=CU M$R)JR""K1*9$)WVR@(<8ZNX-1E<*GL=6%@.]D[C$4U$5$X0-R@D"9<54S4>2 MNTB0ZE$K]7'VY!(62VIG$X#GS\!P-5U5 L=?HZ(@P/YT4/I.P'^O_KS.B8.L$)VS$56 S*=9G=\'2,_",4O!9 M)\F/H0_>LT^-JJ1/BHIPZE3" WQ0W:N>2-(7$9^^OZZ*ID[9/,@+C3I+19+ MAK6&+7Z<$N\M=*[$(+UY[-42N)G4P3/>JSO\U35P#+EVZ,U4KEWBRX)2[!S=0?!?)YF):?9VG)9K"'KVEG=V!%U19:9*9_8H?"&+*>G]CA< M(L9X"$N WW5;)#_IXX)-V.&]\9D8G_JE*M^,-C.&:[!OP_R8L#.7.(.1Y#BE M^3IVL^^^C/+++)[^Q>DWB)9'=!ZKGG!CDXGINCOV\4AC M8-)^K FPE2HA#^A3SQG3ZR;4N8GC\5%:VG.+GWGW@_R(QN[BCWD['2V1;## MCSDGTW4^1I)$I6>CQF)[36/[Q63AV<*Z4IQ1@[W]EA1%/S-[)PZ#Z(%MF]$O[*3]%AV8*H&.'J/MR1ZNWU@5%4]N2>A'<2W,W%)>Q40[^(137O[V%8Z M,FXG%-!)^.'M^#K"B$[:8,!#7#UR!*@&;$];3D8W)\,4C\6<2&!;Z/SQJWBER MVB8;2[B7U#Q2R_K1JF0)TC]9J1UVQ5;YW@1DMU<>=-HB5,>H$B?&>W!!Y836 M$Y!! U*<+K&&1;72CE4@HH@:[V:;"L'>$]=KK5TKSTH7="_.S%T.HXZ_1G< MA&J 6BF"2GP0]DZ\"(*Q5I[@(MX//&DOG=$)9;1'TLW+E*-:]C]_L;&O35(M&<&)]P(<_14B:80"B\IT9Z%YUDN[7AZ\8O#K"$Y^R7.1J0I#:5=^K(O,3E]+ MZEHD4>![S/ZSVB'G03EFP:LM8Z6A@TMJ_$3^WTLNZ0@F@R^-+!L$)C,RNQ1 M+BI Q+?[]IE?Y^;58R0@G]_F8E*@MH?TQ,MC1W(ETXE\)U*M++@@43YTJ8MV)RNT+M"A?>I2]BC1NGSAB'+:;#EKMN '0 MS$RK]2-)F?=_'4E8Z<& U.1;V](M0P=8L([D+_%GKN3TE7T@/@W0NT[OUC]AX4X_S(A73B(*W].C V..)<[27]A& MB1.LUMQ?/2'K*"87H1MMR)WS!)XH ,L=ZL53=W4T$PJ!;&A5^+;*"W=8MRO M8L;_*BSRKXO<_/ VNT|\SW?BV9V!]D:&(;$#ZM4_*,I,#9%.RQFEA-X1JHNL' MA-K%0O<8[W<1KD-@A<497%K;$8U^P$__T=30IO;\D:,J$6LOVNU+V=LO"[M)/[!C51 %YN$U*4SFBR/OB!\$BI--+ MG?"!)6\M*,?IQ6;K^#'C%5H_9$AB9DR,IAY2V"-W?SNGC.0I?P=41-U0C#6C MGQ;J9S&63@S #=8A3NL03/+WOOZ.5 >N57CX&<4"^E@[2.]KV4@DD#>)YD)LM)*00V%BZ(B)&N,9L.N]RG]8E<1)R0T_8U#6B,\X]YOHD2CL(K#;*Y+\6 MYT1=+E!]V72TB$X^9GR>DN*_M>F6#TTM15L5"$\)DPZ WB*J"(_(1MLL]70V$ M.L_TN V]N?3330CW"JFM^O[P;( )>H\&(>,E>I]"YL$)52VH'J<6+!B MRM@[K0&]&",>_G69?4BW%%PHAB^RT,_K:-:\0T96(ZK:SXZYAL'=^KCL6E MMT$!V+QR1*Z7]F4OQ<11*84<[^9YHU:T9>$6IYJRCR@[&[MNG%%"AQ*KUK5% MBHFCTA8YV#6"F: U?>2VNHIEZ/0<5>]XQX4QG(H:TG!!3:728"TV*\9.R39* M.BTB1:6^A@:9HR"'D0&,,D*?^/.(Q7C+6$07,R(-O7R%V((%# ^TFWR^+E%'Z MLWW.*+0?8,C,'*T$E!P,(H<19 MMFM7T&S(5V(O#B$GG33+EG& U 46-$DP'WCU,3#G!UZ]P*(F2E%.74*\Y%!1MG_Z$JFSZ?!TX84H/O:S$TM9";J4*9>QHM/YZ:,T1D|<:Y=G?64(1^7*X+9$Z M*W8^PCPCF$FJ.W^HIQ)ZB]-YK@H-NU0S8C+:VI0GC+ME RU,!9P![QL;]UX MQT-99HY!=TSE8;#[-SQ!K?I+*

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*1!0#-!7YFY,;I_M,#8M C[W*9M8)\P^!N9\PNP%%LPXF)XPKZ*45/>I%H^3#3*H=]+ZRT!T<&Q" MB/-<@X0 MF[5NR **G/5<9Z]DJFH7;5/:'5(3#3,:"+N+)FJT^89LRU#+:FW1%Q"2.0)? M0 PAY+-:<_'6&NQ8*-S11VF2QSP#*7>0U#C7P;8GVK,FZ)E&'8[B!X3N,S:;MS>EP,,$0D:IAU\%=(Z4-,IM9?N9XX6I99H[!L)C*PR USDJXFL,X6KA:GI?Y MVR)#64]JP4.5W-F@&:"OC)S8Y0_."=@N>T-8P3RW;,)$M];FM#VI_632;I&:/E4W)SH<1R=\(#=T-SU;KXF;CK#536!"LPBG3P GL'L:,|R;;;(+>><3E"U#;P(UU&*8"WU)M2DNH_MRGQ+PCU,DWO<6+1.??:\3WX"IKMT;%] 365;CXT;.&$6U-[7W.17178D5R' M /9%FI'TNG!AWH57[+,NUO2/AT2OT!/$6X(HR6)BT8,W8F<&UM@<4K"!O?E1E&EU]\?/TKF+:CE=K.L\I24E8HUACTCB.] "ID-1 M*\!J]"6\B3)VHQOM_(2"?Q'R,^ DQ-X[V)$*NQ] L#0H11&7):3V%_BKL--9 M.L_9E!*Q]&!')&)Y+&>Q)0\$Y=_O*,>)XUKI(F+*SQ'9 M%4 AP>4GZ6K9P126^;\L;X;..6/A]\6&529];T&9I,@>]<[(00Y5PTM--6H! M]-(2[NL5LGX9#Z'_)_&8X3R85+9STN,^92V(Q:"V/%_2 V:0=ZDXA?$$ZNB MZ33ED'C09J,Q|/$<4/C(57(<]2ZHW8^UK8=,^PZ>DMZZ-Z5Q3$O>&.J*2\9^ M4"EWLJH]**L_(#L4.*)NL %/M?(T42\(QS_F*@BCTJK1@Y;I;.ZZYUS^;\(M*VY0RI^40#G!*F9Y2NGSP8FBDTU\K\Q\W;I)M[(KV>7UF*S=2-*MM'?<*B2' M15C$DTY;\229@@B*9M" T#&I%0SRE=9@=8:I)6E:9!*5-_\W)/7CX@?W@?I0 MY/#?/<91IO!8PE;ITRR.C-#>MCE#QQ(IA)11I6>CAY6+61/O.HO=1RSG[4I)VLD#.9@.0.9;I'+Q*G5KW+KI>S3J]]=Y18[6F4(M?VC\N66U@[_:G'WYD"86LH-YW M;K0IR)PXB9]$+&2X'\ IVT_6WB=|TQ 0>4H)"R]^HWV(6<4/3EAV-F>']"CPMO4(7|H(Q>U96Z_WI?I\I;^LI, Q/VF5IG)3]VFIMK]1,EP#VX1Y4"QI'(PZ8M4%GQ=I;AI4^/!IZ?/M/%]SYB_7VHE2)QR$Z/25(_;_&6X%&]LU=]Z4G'<$*6 M-G$;9??IXC[*TC]"=Q2]DP"^XI<"8?PK2+7GORJ83GM9]5=>XBPEK>08+A$* M>?&6PPG>QU&VM;6R5*GKYP UQMO7%.'3/[A/MM:?,3NH)U=-G6DD"!G+_^ZAMF"WOE++M/#S$I(B81NL;LB-T8@G=)6_)]L6;\@VBM/;G0B4B]H>WU;-_!$9 M54>R"=5J#]6B"Y5@20J?[6@,C+OE#)FC@Q=D$S0+ZZ6*-3N<0'UG86@6 MQN;WH;*T/(;I&83 A8/;W[V42*/N5-(2;U7\5D!VVC[D!?T]?& QON*AKGBCMT:QATAC]BJ1G3^56_CZ*Q"]^T&GR"E?2(1)ZT;ERC3<3^TI*AB-[B65WHK8(N_MPZ""E@&PL*YN24!8^;B%Z^8Q4YEHHXX&_B-S8CJCX'D?1*J1LEZ>1)6Z]O&L MEY"MM29)%#O0J*D"]24G"R_@FQ(HQ+:V@UN"Z&]$EH:;2[)N? M%Z/:6A<#Q)"W'[ZX&ED-_V!_?6_97^9_H)QG1>85L,[O21SLAZT5T$O*X/S# M&]?6BNBGA7K"D9$DM_02'[9IGV;JK6_ KI+8H-8]*0$1HS>M(X2I!52P7;)^_MD;4?IHMH.'ULZ8=1]*)V2M>_Z*I?/#FPI/*MP75=GSPSI<2A&))E*]G7?7FZ-MF EC? EV'ES*X3?]-9'=)^2/C'Y\MH-WBMJC6RNT+""CO4):]I,&N#30:\NMW"^X=GJ *RIGPO*6!/]X744T/V)"?/^9^>8==!EXZEE=!#2+>@#/?^N #)MXEV^!$W<.\5AD;8NYV50A+Q.5,@C9SFK)/>,;K>\G_9+5Y@F/C0*MHLK)S$) M-+#*KQYNT_PH+EK[M#/2%]Z_LB3-;]9(XL;^UD))))V7R|Q"\/KIPU5BU,H7) ME]H$XRBD?W2+"%>AN79MM3+Y>6F#.KIPA5O'S(&\8P]5^C(A7U(AN]-,XO3WM6_>1>%F0%]&@8(4)\4Z<@#WZO'TD),UQ55I[=-#:Y.C?#A-3IX?K(QED-6I MB^(\"?@LFG3L7R>,H07[))/D_";,(PEH\FX+9Z;#:J1@P1/3;C, @RF*.&MGMT\O%U_%4G.-5WB)> ^]+S(U[T*"YO03GQ4Q!'XDH*ZB^W5?+0_62^&,ZGX< M.L&2GL_HMA S.W(9A0^7_HYX15+N$:U4_+#**'1Q6MT"J;XH++X\?+OA\RW"|) ^*+!1T^]GT@Z"FS"_6P24]HYS8,>STNV?=]F>>Z'-M?DIR^\I%UQXN*,\!YNV,;2J^%N*P60+:6A+\7R>L1H*BPW:\HL2#6>6W:L M&D5]0%@[!KV"D1%@=,3,+%53MV]^NI1PCV9PAH:#(7!_P%%?^UC9Z+^21S\'MI2AQ3?(Z9)>1DT?6]G6M;HA+_-TX^[XZ)ZCN-L#;(",I3">^PBJBA?07GY>L M-Y%.R%I+7P;((L<^0-5C"&',MNX'+O/B;R6'HYX8!@GC[N"@JC .,FZ62=>F M=?I U$K?CJ0@&JP>!!3Y*!&6>H?0?XJE*>_R)5P MA'**1GQV;F5W.Z;7YS7OI<3-6X7TK$R=8PIO7J#:.^JMT)1ZPUY3V@W4UI*<3 MF3@E>2?P2+=SVNDXX_3KZ@CO[DGL90)5!P2TW_EJB83CRHL M6(>8B^7'LV?RA3@QY9"4+OBM$Q %>0V-,4D!#4XC3Y&QCMR?A-,#^'U)W'JK3VJ.V1+]67, M&<*P4B8>;<,)) 'C $PM8G-7Z)BDH77"8%.9>.$$#&RMA7FT$P_MSC,THG66M-H^0L4K!]@=G5(!"@(TYOGIUZY,7V!G3LLY5)2BFH&L<7E 3(R:@8CSQ&)PT M(:XA-6#!/UD>IR)IB:)4G[\8!RHT7\H>WB),*#L"BJLYITB 20:PAM$8;GW) M?VWZR(X]AR'41[^P*],$M^>):N*Q"-ZCV(Z*F0H0UZDV/;W#1HS7'KL/9(')G7BO-S&&; MEOLXX5?,HX3]HJKT5],@\)BJ9#UC#9"Q66YB-@14*MJ/HYY^E7AN'-?I4;YA M@[$WMR%R]!XT_,)4W/X&A8'|M,A5U0P+D6$A'=Q7<^@F2XS_7++.3DO6[IRG25R!"OB9Z7T#>$;0 M2%QP IR[[U9[G(I7]-2^4*EK72>Q.LO=><%,8|[:$$HU:QR7E4ME\0N)ZE92%)00G*2FFRU?N2T#:2]AHQSY_]&P+;]M%B)C.;&?= QUJ80TA7^!ABUZAV]H/N=DZ?LRD M=&ASO@@[?>^AKREDR4Z@[K&2,MM7F.G^[G0_I \L .E8 MDY#^B7D)"V_CAS[;'%G?P'*[Q-.Y(<;F\N $6.L&Y862>Z)BD^-H39*$_LD) MS@G\DZ7. ^,>@*$;XKUOTWGHWW+6\:Q/AY-CT"(0B: 6N]7AO#AH7$8)9FT/ M#C-SBT- R0"YAM55%$9-MDK5MA16':8WQ$Z^]$[] +];GY+|-/^US$*;JSY2R/$46UK1BR[<=82.1_#>\4/FFJS"V[SCM9],_^KX&.K!;($D4.ZU$21U4 <5]QJ(2;]%3684G3OQ_W"=Q>ZC |\Y\(D< MY>8@P!/N3&!K2R QJ9(#<%G;G M1-DZ6Z^)JS*M,51/BZ_Y1CP9:-1'@/B9 R[O*<+_#]Y.Z[)2]]J-'N/DP44-+:^_F'M/E*6(8=Q M$V6@AYV'72)=_'FF_/).>=C6]R]&RR^57]XJO[Q5?GFK_/)6>>IOE8>-I+]? M/|>62N#BJ2,O>LXVOG4"SUY_I@[_/MDKX6;^KN\ZI2ME"IU!]9P#E?P_1I) M5AIPZV\"}9>V0&3<;=2M4K=V0&3<;=2M4K=(51)<'_A5]X_GY"0K'WP3DX#U%#=7HO+L7&-,80X MC*V%<0(>)S4 MTI<,PSEI37]2HDIZ*F!6#&!9 MKF8UP/*^J#?^PR,ULW3&N7VM3\),,0!E\E_+.4Q=+E"-WC1CS3'C\Y04_ZU-_M=^EL_=0)+(4)%0A/X*6_9O1//5VHBSH8+:_+A/@[=L<&O=_TTT)UC-470[^P M&R:7Q[LA<'=):? M_/1Q2=UDZA#"%"HAHHMYVPNM"D)LP>)0 M2DFH754MU?.4;*.D?:\ORDH='_4[#J G10ETH,)!.@M7,F[!3W "7LQFO,QW M@1O*P"*9%X84!-QPXV"69.:A\#QY>3V@NWOM,(D9-*'=HR=+IP_\A\5NV! M\9K_#%@=5>DEA[Q[Z"Z4N_WXT0=-,083=R"6BAQI;*5T*A'%/!9;4H =GZ+ 2MF)O!F3.:FR'/"VK]4!#E,92%P74#2"4+ 0C[^U8LCZ./@>/S.'KAUH]%0'@< M-V1;FL?5^BP'2153 U8#(9DIOFZ16!UUH8LAA+Z,TG4TXL@EQ,L?W]299:K, M'K%3IL#?$\C1G*1[H2A^272A'I/H*$ Q(Y('P*YCGTYNZP256P0L^'Y;1[#< M!\#$OZ;J*R'=T.@ND;*,4%;-V*)5;U,ZA]7=BZ1QXK6MHP)GDFA'!7E>)GA4 M4-060UF M;PQ4"7V/W8:WCD!T_H;>LR)?3'3"!W)#!;XH0JF03&Q#3RG4T!,,QK%FMYR,]M8H>ILJ4ES+VI.\D2=F9+;LE#;ODL%$;KIX7=OF]P6=;E.0 ;@$"UO)@HWD;4 M]!->\2ESUZ$U.O)C'2G-;6S3;73@*AJH%INDGK*7N>DJOB7QSG>EJQ .%)7D M#HO>45QJ88E1 2BAI2T@]AJK9"8YC3:.+_4(4TY*G+'Q7]'T*61+/#Q,:BM)M&>Y%ED:,B#5(_C6*U2H_2-4Q%X. XV.PNO%I3'Y8LA0*]J0L MK=:I6EBIE6KBJG$28]W>UY;A]HMP'<6;?"1+-[==0IIWN#T#:>IR]Q*0K<,SM.NDX=()J#;+XQF44/ERR4H1%;4(:]V&S&A[EB6L^P9O-7P[2@\U51F2N%VS MAK6V<9]HJ$AXG;1>+I !+<&X5\SZT;*7:^;)7S,_1+(Q%]UBK-OL4OLEU#VQ MD-$8H>Z7>!YP/& T+H$OEQ4REQ4CA\GWNW9Y8:UT7\'I%#?O2N?.@H\ QC7\ MUY4C!^>&#&;1&5VNOR3133:)[IKJ1Q2&)-BOXD60_Z: .Q"8,HEAW[F7ZYK_/S]_=_N?KW=/)\I]O=MYM M?/]X^Q_!R7_^=^C_0!8_WL17G[^LDU-W_CYT]6O_NM/SP]_^O?_:/,_;/[R M_L^/'|+/_W7K[^-2=?@M\I=/3S?QN\U/[65XN_@KCZ,/@>/S.'KAUH]%0'@< M-V1;FL?5^BP'2153 U8#(9DIOFZ16!UUH8LAA+Z,TG4TXL@EQ,L?W]299:K, M'K%3IL#?$\C1G*1[H2A^272A'I/H*$ Q(Y('P*YCGTYNZP256P0L^'Y;1[#< M!\#$OZ;J*R'=T.@ND;*,4%;-V*)5;U,ZA]7=BZ1QXK6MHP)GDFA'!7E>)GA4 M4-060UF M;PQ4"7V/W8:WCD!T_H;>LR)?3'3"!W)#!;XH0JF03&Q#3RG4T!,,QK%FMYR,]M8H>ILJ4ES+VI.\D2=F9+;LE#;ODL%$;KIX7=OF]P6=;E.0 ;@$"UO)@HWD;4 M]!->\2ESUZ$U.O)C'2G-;6S3;73@*AJH%INDGK*7N>DJOB7QSG>EJQ .%)7D M#HO>45QJ88E1 2BAI2T@]AJK9"8YC3:.+_4(4TY*G+'Q7]'T*61+/#Q,:BM)M&>Y%ED:,B#5(_C6*U2H_2-4Q%X. XV.PNO%I3'Y8LA0*]J0L MK=:I6EBIE6KBJG$28]W>UY;A]HMP'<6;?"1+-[==0IIWN#T#:>IR]Q*0K<,SM.NDX=()J#;+XQF44/ERR4H1%;4(:]V&S&A[EB6L^P9O-7P[2@\U51F2N%VS MAK6V<9]HJ$AXG;1>+I !+<&X5\SZT;*7:^;)7S,_1+(Q%]UBK-OL4OLEU#VQ MD-$8H>Z7>!YP/& T+H$OEQ4REQ4CA\GWNW9Y8:UT7\'I%#?O2N?.@H\ QC7\ MUY4C!^>&#&;1&5VNOR3133:)[IKJ1Q2&)-BOXD60_Z: .Q"8,HEAW[F7ZYK_/S]_=_N?KW=/)\I]O=MYM M?/]X^Q_!R7_^=^C_0!8_WL17G[^LDU-W_CYT]6O_NM/SP]_^O?_:/,_;/[R M_L^/'|+/_W7K[^-2=?@M\I=/3S?QN\U/[65XN_@KC^KN\ZI2ME"IU!]9P#E?P_1I) M5AIPZV\"}9>V0&3<;=2M4K=(51)<'_A5]X_GY"0K'WP3DX#U%#=7HO+L7&-,80X MC*V%<0(>)S4 MTI<,PSEI37]2HDIZ*F!6#&!9 MKF8UP/*^J#?^PR,ULW3&N7VM3\),,0!E\E_+.4Q=+E"-WC1CS3'C\Y04_ZU-_M=^EL_=0)+(4)%0A/X*6_9O1//5VHBSH8+:_+A/@[=L<&O=_TTT)UC-470[^P M&R:7Q[LA<'=):? M_/1Q2=UDZA#"%"HAHHMYVPNM"D)LP>)0 M2DFH754MU?.4;*.D?:\ORDH='_4[#J G10ETH,)!.@M7,F[!3W "7LQFO,QW M@1O*P"*9%X84!-QPXV"69.:A\#QY>3V@NWOM,(D9-*'=HR=+IP_\A\5NV! M\9K_#%@=5>DEA[Q[Z"Z4N_WXT0=-,083=R"6BAQI;*5T*A'%/!9;4H =GZ+ 2MF)O!F3.:FR'/"VK]4!#E,92%P74#2"4+ 0C[^U8LCZ./

*M6"W!P=B:J*GLO\H%DXEQ^W"SG LA9U?$0G]7,2GT:R_@129E7G*,#8Q+NXF? M{6N<5L[74-,QO3N<-A'-^QOA,+HKY3#TN1_Z*X_I&=G6 M[8T42=QJ=$.JR+ ^Z&58/B%_L)1/GC\X_XIB:Y(M MGIC- Y-7SL9.W%B5.JZ+J+%L)#6"#[5Y6+EZ_5N^9.J0M5+Y2HKFK"4I"2MR M?/J#$W\F+"]U3.E+$L6V[88*(LM?'C[F/:!:LS,Z+(4>/NS$30;)#=+9L]@; M!1E&$;5U0@I[M>.^Q2>U&@P@QT\M: ((0:N3(5YO/*Y+N^\=;2O*6(HF;_Z0I M?CDLH1Z7V0YSU=6T?!JWCF+%X!>XR3K/TBPF'-XLO;@R8L7*P91#\(:P(Q-5 M*^:D)*X3_),XT*XM!$>3W=^EM4K6VDO+"/.-E=H$KNBZOOM"@AWY$(7IXXC. MH0PS7[-J=26#6;M%C7>V"NZ^1*C*5/& ?=3$U:*]),".[2-I#]49Z,LF72ZF M>VX92X$*82" P5?G^S$*6&N,3?L8W"3I9J.7S-'}Q0O7?9ME@=A.Z>=1"1=- NHJH:%_K'W1J&K&47U>BLR,H@5(6LU1V1I8I'FP36ZL)+MR22!+ M'F(!-9N0\& T3V2]BQV/5,P>B-AZI]U#"]5E@Q;7 *QP";PJ,C^G&U04Y_-) M2+PCOU+W[MYQ/RNTM!H8XD@6W1!0&&49;TA*E[SSH-("MOW-D8BG \41M1HS M]A.D/7:0.DHFON6!TSR7U5*=Y'YBR"M"\7C%\P=%*"(_J0^"ZO567(>Q:=1 M=I^NLZ#+,,2LY8ABQUQ-A"X)*V!\#VB)7Y%TK 5>(S5G4?=",)=,WXMP1X>@ MOI2E*&%M?.UG[-T1]#/>B[&>2SG9B 'R:6B>_O:#V8KD<0A@K4DII6GFW'.E M"1!*41'54'=>\V;US6%Q+[=Z5U"K67T+#CRYU-M1R@>XY(3#&1M'0C)=H@*

FDC:$G8OJ$FLJ5&&QA.?O=@

JOTD<3+>M\OP.-YA5:3;$7-3N0G/RW5_TM"8C+WM,709A;_\%3=O<0 M) ;8]L7#RP Y<0(6LKY])"2]9+_),(?/ M$Q*2P-"2UX$[+4^4B:,* [7,,0DFL5MY=&$;XAT1$O& MWK8&TY$(SL<:P[?"J1QKV3,1KSL+]^IJ B_9V9] I)RISD?'*K0N.F !5(-5 M>><\@4<\&D/C[&((JI!$$K,? MAB)RIIH8 _&>*8!N-F&S*@7GVGEFOB15;?J3,"-[9;=2H:Y%=;&G>ND[]W[@-MISY)L,;2=#C0-*HM4GG:O-T\,1XEW,.@@]1_R*Q*E81E9E;X4$0<4N#E7.Y'"*DG2NS;8PZ= MB3P/@['((!$AJG5I-K(.3T.B25D))PB)'8>PAQ U*-,%Y67)3A/O$(=NV.76 M1<]AIQ_7V00<5EL2.ZS[3=XG>B"\H*..Q;B6P@:MP75]G"8(-_[#8[I:?TR* MXGO0-K*7%FK2)U]4#=O7#Q1J9Y@F;]6B?+:TT_430]]I5_79!4L_5+ C\7T$ MX;CP,:R*0G=,B=;H86]9VE*M8Z8?(.@*%E"LXP@378322BTA5= NTP"R_$38 M=D"\!544YZ'L$%+/XQV)-V^M"EF"/+;T51>P#**P=4@ Y7_]) [F_?..DY)K$ MKFV++4%^YO+G(@H50!KWG%$[,L&?.(2DZ,F-U:--3C-;_;642.LZNI>$>MM$ ML"M4A,9HHF7_"/92U- &1^D(UD0'F*SDIONG<+;?'TF8#\_IN%)WA8H_M V$UBK"O2FL_BE"0(N/'$!0(FW1QZ] 8-72@P0!^MS=%?6CU=E,&'+F9MIA? M^_$!9? +89MJB=DPQ(C#$L+4^V%)4L7N%6M2$R1S[I1BUT\M:DBYFJ' $)9C MV5Z&3SNMJ.7('J_'T 7\ K0C@I8Z20M1_;X5<"T)W2[-CN,"HP4S5&C?7S* M,!BU4A!Z?+\F.!';M0A]1K, ZOFWH M%05:!PHN+EU6K32]5J.-?=I66E2#1D,,<;O%D)E8+\)MEB8Y?V_MFGH.)=S4 M20")\=###OBKC\/9N- ,F^.T+)OH-Q@P0FV>]'D^SW1RC9[Z&[:W^-G@M,K$-? M D$]WJA>;HK$_LYA;>FLERO]86>4&(C=-4H2=4+-."12$<+/CEQ[(3Y M/,B M$\F*FHC4"5GH&5@+>DD=O1;T XW]N@PUST0[!%L$++%Y0R>&]Q.;RFG&EB(, M83V7[M\W41"<1_$7)_:B]?+1"1] (LH]BOCW620^;L>+5E*)B'^+E-397%9OG M_6PN#FQ"75K9XD(YNB'G,]F4+< =EQ7VS -%_88B)_4QC.Y9!T)&,7?'Z3]' ME.? K]:BW2LP2!9Q6F^- M;#E[\?L+!:(:Q']=)(&VS9BX@(]TPZ"6]WR.NDI M"!F,?)?*/;DHM&CO^QXYFM*OY4P8O9/'>#%2GB#V^4H*@A!\,GD9B*8,=5SZ MVNV,%<\%XL;N): %<(*UX(^,$=2;TG$C[S9UXM3LU<1+;&M2CO>X)*V*%HG=?2E>X)*V*%HG=? KP5'#+R^ZS9BZZ+;=':?C9!<)LB*/7]S&/@(AKJH.M7?6#974FWO!$T*J4^N? I=L3+L[>B]75M "K'N()_OJ_2BAF;&E92["""9 VU;3SDBF%F4D?Q$/_ M;DC (@/73IP^UZ5S\ES_%PM970J$<>*D^A:D?L10P1=$#4R5P$IM8@X![_.B MNN*+Q,HO-;PBAXOEQ[-GXE*>;Z,@R]FX"%V%6@V] |P3Z7Y,8(LY@)C,\6SD ML1I%Y.+M JZL&\0N+=03H81Z2\A24']=12Z_TL/@!]8OC0YT&D7Q7>QOU,QB M_PAS0'D [2H#,U)+ GI+&K*I=!DG,*"&5VL5[G3[N*^(H3/DNI^- 8J+=1 M%LZO3/J#N,'51];91ZI^@G?1POTC\V-R'4=>YN:SS.O# N\EP_2P/4!;BJ" M.%RQ9#LQPTN?,N[YZ3.U@N\C^F]+B@N)0\9_DK#9#<4+]4),3O) (A<#^J*T M.R>P& D<(&80*,,/G"Z=.`ZF6-I(9&CB9SB)27=QH8JAR1&*<.#YT39]UUF M[YMQ@_CT)6PG#A_H.2/:$%:M!OI&B$,!]Q)4>1%Q0= (_/^Q(?!\]"]\(BF; M!'5_=C[U"DZ>/R8LIW;/[8+Y1$4MB"BD/\CHS\I_I#X6L)@-F9F;737%7B/A M661U+?BGK- M$P3;Q#EP/^]2:>LRG1N5!_V$;)4[P/HZRK2T_596Z\DFQ%TSY MRVB)870W@<*L[6\Z3YS H<>1VT="4HK#PJ.G%1:Q"0Y-2)*3YR8\=(@@8UK$ M9]/6S?28G...*,U%DM7-7WP['DB*6G2]Q> M.1MBY2))EPOD_-AQ%WFC,I]NV-J=A-4O^+\0)U:^U*]]A'FF'5]@70? 9_/JK6X(]0.*^XV_*L^(]M>^ZUC*ZABBAK',]:;X0=P &*MD3-%WGD(;_?XJJ@E<)T,A21K;.&P*1P!-Q#YV*E M1HUEH'7FYC%VYSR=K=?$35? K0YR.I4U4LUNMN=^-$4_3Y@TWZ((0&&L994@Q MXR;*L'"YA5MYW+LD9 4I,(6W\B\I4+-6"_D,*0U?O7UIJ>4$9MMMD$.3WX/G MQ*^SV'UT$LJK{X)7PAFD]Y5KC(1 H"J,64NJH]-V'AYB5OR&?ANM;\B.4 @2 M)_1*9_F&;*.8W<[:>(W;IF'INE) (1M675(=+Z:Y2:VS]I,#VL+6TQHNW(;9[T<24<;+*-ZR M'"%B)234'ATY_",ET,V7,"UTH(]V,U5G]4T -=^R*-:S6A<\LHE4LH;.QQ,3 MFM*>U+=/- _+M>G #S$ ^WX);2LQ?UP?.G'BRW<"OUND/O'%Y2NJ9G!W9JV).S MY(H.TS/8 $X)A=SUK40HZT/C!ABE1=9L]U:'!L[T6UH %_2K\($UJRR"#Q)I MI']99$TS1R0]Q.^CR/QB!X&EA:!$6G?G6&R8Q?RSK$_3)@D\HP%BZ,D. MZJ*N+Z A*'$#Y=4.+C9;QX^9,;#P*D- !/NZQ4RN(N2 ^0VVE^2@+!'6@O7 M92DS"H7C-)7L'YD3T\D%S_M"5W6;-^R"C)8.I2EUY+0WB*1_+DAQ*PJ5)XI2> MY*@KGCQ/!ZU)@/[M@+XZ/5QSH*FC>?E*2? D#1#A4).X1__=+ M>M(-SL+4'RRTEA#WNX=H]YI^58B4_N$@3=Y8*/$HM;7&I,.% 2'8Q/@H6!A, M%!N616,@C"- VCW)5H#\GZP8D_$W:8S^^A%+)E!X9 \C(' M%]I.3Z+X^?)RJ2 &X<)Z*KC?$+(N MM4$- <^Z'TU1X_AS!KH/5W#KGVDD?]=1<^/$4U5P\4\"7PU/W$S0<9,1>Q='5;E19)D+!7G M(O13.L'K[#]PW=6:\D0W?OB NB3=&4M<&EK PC0V2G@1)R&V8MG%X):"+ZW! M=>/159+A>13?6#!TK=&1(\Y\@?!R+O=PX ;1B_5)\.0P/8Z!G6TD5G/ :AC MP=2N+&)6!/26A'X4+UGORSAE&4[7E=3S-IHJ-8;41L0V;S+@*V*$V0[J]C&* M4W;29P; ;7,VC!V7!DJA(!DKQT<$HC0&C(3L>'<"*NC&KD\_>\4&6^;GMHJO MHI0DU\XS4R!+K[GZ;*'6AY 6QP!>R$'%):7FI^>.ZP?#;6M:(NP20"L[)&'S M>'CHW\N;/Y9LL&/'K^.10/8MQ%HIEA6(3] MY253@UGT[2PTNCMC])PW+2O_TC3=Q%72:(G^E_'O>EYZHN/V1+ ^E[*9.6+;& M.L3$%3- \!T>9)^82Z+RT2)^=="6S8O+_BVKR7#NCX'=_K"A?ACB3TGZT<*5N# MSPGY-BY894_9'>P-ZUHL:^ &KJ,/8TTMQ-^:;0GXCV-=6N[)@]W\UT?# <@6X MZM- FU/42_DVI),H\/L;&YD3TT*O,V%,$_'!>8+-6FF,AQ1Z[8>_.6/<+B^__MT;V'U;R$=T+K(T_-8G-G7PKBI]&O8DLNK'B4S;&QSW4<;>.([B3"DN*.'$2 MXBVC#7M 5TSXBQ-[S)MR'\DJM'/AJD)YXI)1 A%N.[$C[[LO$9*\#Y1G+ ^\; MB+@[F 2K5+Y8* [Q.& D>V%SD=1P!ZJRKA4#W;)9/"1=QS#PM]L>2S ,H4[G, M5!MQFD)41 7EHDB&1W_'7:@&DCN,,%_)U5#1Q_L!N.)K/IBRT06R2V#*^4T\ M/$H!_8R0W]1DQUYW91$9U"BI6#?%$H/J9'SK/Y7/6\N2]72=7U/N_(05I6&) MBBI&378P9'O6# [@\)$A)3]>QOV//D@/'S6WM:OWNS>KBM,ECL@B]3PXSR$KM MC77'GK1$M0&#??"M(. &8TKBXWV)^0I_2#+>O=&JUF4F4IWW%P\)3_;>6 &3F)&]U#/5S 1S9F-]=YX[!-'^ MJG&]9[*?ELU!F8(X 5FMS[,TBTG5O&OQ$)-V&'7FO!2 MDX:C$MC8\)91#1.\VNZ=,^"'+2H41G[!04Y:F)EB5<#6"-C -Y^\3W_.=^+G8 MD:W5*1+2F7*=(C$X!ANA:1F/ ROL-F.UMOU$08(@;BF)(15NB%0"/9@LM/8A MTDHZBH -(]OMA)8&(8,)XM\5R=? =UF6ZI+7=B/P)ZS, ?=X!WW3TH&+B.VG?= M.3LE%Q_#9$MQ<1U$@7C)8EV M:V"1#409Z38:R.6'/A'"E0MFW%^$V\Q6U34AF2%6^M MAQ!F8'! (5X?$9_Z2_M3?^1X)O7_Z)/ 4CJ]\[U#]71DHN9-%,E>LB1%K;_5; M%%"86'D3!?2%'T]>!.)I(Z7'W/C)YW5,R$5(AR%)WJ-!I3&?^/,I&Y:^F6,4 M,/HG<6)Z\B0Q]Q&D /_.1U-'O3M+V Y]DM8G2?T-"\6=.W!\FQ-DA)XX717% M[Q]A^G:H'P"P|'+#.NEG?V341+*:*%%(_YK8K)7.I359;W8 (H, LIE+VV+' MBC?+IX%I^:04MBX^_4SZCFPU,!UR$X5Y<,U2]>#V^,AA157D.0#IN\""I*R) MV0IA&Z5]XB95>,U?]-0=L+/UFOK'_J[]$^8!$& %5],JJ2O^R[Y6H8J8@O5; M!)!_DF3$H_Y'Z/I;)[K[Q:M"=T=]TBWC1AF/;M#0@FSJ4562<$@^+66D-!T MLMMZI=@'E?[YO]O%66]5OJM-* M,>T5K01X6 JQ!*DJ89@YP=Z&E*^.K1? ZVB)N'QDF2-8J%W5 M>Y6:GHV?;8#E.TQO1DM8 CS N(B6?.O-3H!%V1@:]TRG(+,F(/JO:T#"5M=Q MY!+B)>=T-A8E)20S%V=6C)/^^YBN$Z2424Y")]B_S*,')+;^UTX6M#9$4=]X M^/.);VY[$P=[*:.]G(H]-3F/XG--"H.. ^[=!G<]+OX +V(D9'2M63U47HW;"N M[\DJ2V/4"5DW=7;_RRV07*SV:]&@8-\5Z,73"ZZ4):.YF5/XB>-Z!(C)\4]X_X?]RR_'4-9 M!GF8NXH,@PSV;,C4069Q+R>L80F]%^/X ;X&,AU8V"XS[6=K%NS%#> M?VX/,_6SC0P2!M=M(.=3QD7Q]BRAV)6OT(AWF!F[+;(0 1RF.1NG31+"2M)H M@:+FE&H/#EGQUN0Q"E@QUUPSG6>[U1N':,_'#BMB6ND 0#0*5 ,,ZIM["=", MESS=B8=&-("L1 Y1WT5/YOF[.7]'+GWGODPO;B8#@DM[F.*<5K@$?I60 >)B M^OVN\GO%+R$]_#D!\P?W%U&+#;NP):R',W9;.*2$%:"'KW2S'!*3Y[UYB'D M2'4(ST;H*F!6N1AH@3A&U.31$Y)\=_1)-\A? 22[X)927[T,CC#$)YF M,2N>3+>H"#JS2I+HC*)CLC!6\AXU'+9_<[%;-^N_%+E@M;*14M$3A>$FOV95 MH*ED9YO0I2F\#T[\F3242U5>G!&F'\E%*P8UV54W)ZQF>Q9!3:7?!HS M.+HIC\+4%ULO.I7(S -,6@N-\KM:+RE%G^J1 MFQ^6ZZ9@D19[[%D(!:VH4)Z1RZ($:"5[XTB3N8_Z,72*Q$GB5?F25MU3'KT9 MB5D"O$]XQA$FK11BUXVIIU4%P%B601;'><:S=Q6%;O$7Z#QB.: (S$K,LC)6L MC8-,5A9RF?A\149?TC7*,Y*Z$]#5>Q#C*)/>. ^$PC1TW_>2GC\LL2;,-B?=! M[[+2\]PUQHX>0L0^=G*-&?":>M2]DE?S'+KU#E6_I) (]56HG4F;7]S?3O=#]S MK."&]+"CA/=B^6N5LLN[G1$@WOU]\L$;SD0KT,>-T4BMR#%MVFP.F@.(5>(< MMQM5:RFW.D3HV*_V$+,S9QT,*LF@91R5A>LM!&[J(\_$%6B 48D&ZUE:+67% MXJLT$949>>]"H'H)HD1;,LBVW%17ZQ]"%A9:'Z7).QJ2<%6"1'O3=DXH TP MGH5>KSO SL9==6"1)023?F(=&BLBK[XY1):%-:RZNXP!B56$$G(I# M)1OG4?S!"9V'/)_OG("_S!90F=$>* 2]DA_*B[*3+*%,)\G9DY\NHP3^N1B' MP(R$QH.GDA?*0Z]+\D"M.? RC[<.X<[&*-20]B>#$0IH\GSLNL9(J+"0S%X&) M<:KD!Q+\^.5U'0;*T>?RY^T?ERPVH'C[TP_LO)18U3B=7&?Y)$B8/U1#:ZJ]6(,[KIG7E$;NH$Q MS%Y%YZ7?.AH(^^]Y10/S$,!7EKPWWI"H](L:!B9[U[ZB;!U,FX6G.W20HI&2 M:X=;A;]+%8#TC)>9E>K3' +8KN*@RG(*!S0 ,FH- 53267=R2T(_B1F]+W3:\ M:B,B!^^EP%?$"%>;\'B";@894>#2E]H2U-"F26$*3@RJ,BEN%F(D^LX6OOI M(LA_BPZM8 L'AD#>O221'L(!KC6CBG1^]1\>/[^()Q6S@D0XGV$?BR7%P)LP MAN<^P'9R\ES_E_'V(![AN6])7##U_7S(':^%KS1C'<|T9<9Y@ MH6^,- TGHFS.&ZR,.T&,*WD?E$,"R)QK>*_|>_1A78!K>:K)SY6R(%>=32&9" M.4$B/U,_DUL]GB:$P72KC>IJ?BWV7WB>[X3/]\Z ;&8XR&D,Z,<#S%6 M^OVVS'(\:HRP%;E:VX[J2A#$O749TN>&0"70ZR2$:/9[8.5TR77@N/F=D)6. MY (BN_^6E 0B@@GKR'WK/A(O8VP7V7L?2/H8>8>]N=V? $L(T">B4;D1^\H%) M4=_9[5>L 8^Q0LK"ZXGG\;$XYX# .EWI-2T?!4_-4Z2HH"7<_A)/;AN MQ<-1I8[K^O0J=Z- $FBJH1EG^BTW^ZG&U);'#NK,O'F(B=$I%-7DD&QL!\;#$(M^R .$';O39\<6*/3<*"+6R./:- X80L4_4:OQJ'"G/D3)R'>,MJP(K0E8H/.*&U,*,5%E&/]=PUT3C*6Y&*B1=Z0@^QGZG[1B>8 MK+;*65W"CZW<).9:D1AOLM:?,7&I84B-Y- W;'S$#!HQFP4Z M6^Q8,9M\&IBNC)3^UL4G@$D_'^@0F:O2TEG\SE+XDD-B*]\O9 7 QTG?"IKV MI=V_=8PVFRBT)[SN^,AA9U7! <0#22"#XN9!:2%+#G8LUITC+YA26S@)<$O.Y MC>,C9-#NW3 RTN;'RA8E((*[UOITM4]B<+'>\N54_7Y=/>K;,\BT\1W& -<+ M+Q_ E7W:5W$>@;9@T,1TYF/5>K"JA&CV;@Q,@#9+2G IX2["024>E"),NA1A MI2&)5PZM8N5$WV*GYTLA*YPX\@56R8X5G[HY]BS$) (!%/Q67<_Z9D1EOE[BJ ME!7A8=6IO_,|$@I1+2)AE)D<0,K_06(FODOD]!5S/LHS^2S.=0M :M]W7_M>QOI>Q_#]\!/&5H3F+;'A:O)("@D1Q 01? 5(D:6=)OH1+8H;6%W0 3=MTS* M-=-9[6T0=-B50P'UEDE:BEQLH$H4:6'1!YB>/C$_* M)GRG@F%ZLUF4$M#I/_^$6H^]EN.09+=:? PS]=%0SW"4^"]=*%5#]1V)=%3"_M""O8+-BW>AW6(#0+P?8!I?%LG,QKO(X5@(?M99VQ2;_2>CJ2TA'?O2WUKPC>;JS<)$48*S$;5Z' M6R^)EU,FO!U=^;B-PH.:@J?Y]G,P"QW0@K;2!O-^UDHY0'M]7*UK09@3)W#" MMFD7I0+U#S%U,SV$0"47XR[5>LO48F_Q;D/QZ4])#T$\GKG/(VP]W5ISF112@)8)4"8QX7TL_H;_M_5#.PM1/_^+=13?$)?Z.>(NP4$G=F_4K4FO:#!*

*<X7_RK>]CB.7$"\YI_-G M3AG;\%=K=AXG&Z?CO(&?]0.YS?"UF,YLI"I& MJI*@<1P+THCO'V"/9+8/]&:3(RD!725:\Z"4?EBJ5K/LG+2ST25B4NWO)[Z1 M]DZ]D@=_,$]YM+I85XHH#S_8Y'9&H.Q_^""3G"(UT++=)C>;%PJ">@]T6(%O3]J M5W VTG)M$IOM\N7KM;5J:GK?),WS_W3 MKZ1B'*)2#$^M_?3 F+)$>@>8O$3ZIU])Q#A@I"*14S]}8_|^8^P4R0#=##:! M+ 2?3MSW%$VX0M\\MTDWRZ&L;'$7+=P_,C|F=1V|S&7&U\JMYC"]R:\G!>BJ M*A{JD1K>\W,3:\=S2"3M7,UOF+ \1!.NP(>(I2A)H'DQHX _|\.IAT'XLZW M1^])S2TA>)6Q&H%T+GNOR5VF@$7TS. M[KW\5]+]% 1TF\-- G]DC^@Q_ZFVQC{[=H',9GD80ZIB KG<6)8UF9 M:;VJPQPTM<'OQ/W8$057:29 -<&PRJME0!]D+#(Z M]9C(&+*JU- X=*REA YK%)\#8/5EA(C,3/9* (4I5;5F UZX3V. :Q_2P8:I."5N3*B!L2-3 M/JG9!+7[:ND:?R(55.?;3FK;IE<2K$B=$8P"M!,4] M5RSUP/-\AJ$37#L ^W2*6SM9/G:#DUDKFL#K]>8A=]=*%49/,CPEU '8!W7E M$J>:GTQ;)NWY54";!P1'#;F4# _)J^WLK^_F&L$Z=].?+*$QCQTTS)V NP+NI MQ&(,9C"KX]78TJT4>M2T2^,9%_5++| (DC;.B(5;Z2.*[1RC<9O<)^2.C'Y_MV#3+EJO?.*1(GE+"N@)_H]J/L45F M<9_D1@%Z18C(J.Y^ ECNI%.U>P'-%67+]WPG? JX%QNM]G0$%QZ>#U=998B4U+++88*!#AF5[Y7#F;9OV9JN&\ MK_;@F&/JW@U#$XV+%3&5M7 \B^CV0 YW34,Y)R<#',-D2 MUU_{Q).W94/R$8Z-H#0 M,C)L^X'K[9OVU4FL>&.]I.8EC5[0P"PA0*#ACGYBZ;C*HS)U3VX0I2I#T<0$ M HG-S@%52 ?YZF- ;P>$!VH26^-;L85\&IC/T?0%@']T9 #L-U4? #VD>XRM3 NZ7L>TNCBEWYXA(,O>9X2,;\%[!6 MC/&LQ0?G"1;ZQGB3A+XY8_V@E;4Z%Q9\5#&=F9S4>X]):B1PP5T4F\R9?/(MSJ4TB;QIL08/2E'DKRK==9/8)\FB2O+DF3/1)3?WRPG40NA'5#!AE.-VP-J6P-!)2S8(;35[87;*5#4-(M!O7R5ZRD8G'5(3+9(CXX2? JK'P3G6>A=7BL8*>Z'R!&B?B#Y4T6ZE+]FC/M) M$L7/K!VS N[<#R>..W^]<"<,)=Q7%Z?:T(N^Q;Z8Z(=?.&/]NSR#C;G!V)-Z M%>_^TF%Q$7]%- W%Z;)V9UUU66B@0E":\,0!!J7^?P3_J3]CC$:.?8EB!HO%LP MS1ZM9=!5%25K?1\NPEI&G<5,Q$'2Z-EQ?:G1HI3$84!KKA/2 ZRON1.KDEP' MF[%]N'#=3D1P;,4O0C_UG:#9SA!8LO)T)W1QV"MF!23U/4B0VJE]?0NOR)?\ MGT;MGGT@BNV0*JUK21PUO%5>S? F7PMOS4@^PVML8+U)?"F^CJ8AT[6V5A AS M@U*O@[1_9 H^CI*DVOCDSK;#PTS>89>!0O\2$R1CO.Z,L+/X%4E7Z\HK648) M?!^988*3EZL*>/K7#0#'K\NH*$S%F+-0UZLS_%Q<\"XN^M$1HV7(ZZE(3^_L MG?NI\RQG*8?&F+I0!C$H98-2+U71.3MSW,?F[^(ZQAQ^9A000"_"IQ U&O5 M?UG2:0E?OIT8H35WA]ZL_-YA]"H!PX3&0$1K,6<1>]2L0@?=@! M*\(WOEB5WJB+S5A,Y1#1QT"SMTIB6,E:(QC5M2Q_!?H*M9*I&?C4*D!6LD?H#:GGLDN*N17E?(OPKS MZ"G91HD/?F,P1&TN"WH0M2K; Z^WT"&QC)Z_$Y^RDX-Y0UQ"_3MO-4ZJG@3M M&3G.BJ!62H!50]IOQPFPR'M)S2F&U8]9)5&P\)51)>6<2D+<{QZBW6N/^ 4A M+W)S-^/U,MH=DLI;!90+0PM!99%Y/G5NUE&| <>]VI$OPU;_]\IK]$ZMQS?[V M_P!02P$"% ,4 " "L@'-9GU+'UB,G @"[\", &@ @ $ M 96$P,C(P-C Y+3$P<5\Q.#0W;&]L9"YH=&U02P$"% ,4 " "L@'-9 M5MH#$P M+35?,3@T-VAO;&0N:'1M4$L! A0#% @ K(!S63_<"CDV!P TBD !X M (!+%," &5A,#(R,#8P.3 Q97@S,2TQ7S$X-#=H;VQD+FAT M;5!+ 0(4 Q0 (*R " 9Y: M @!E83 R,C V,#DP,65X,S$M,E\Q.#0W;&]L9"YH=&U02P$"% ,4 " "L M@'-9;/6.8KT$ #\$0 '@ @ $&8@(96$P,C(P-C Y,#%E M>#,R+3%?,3@T-VAO;&0N:'1M4$L! A0#% @ K(!S6=H)YF;.! @1(M !X (!_V8" &5A,#(R,#8P.3 Q97@S,BTR7S$X-#=H;VQD M+FAT;5!+ 0(4 Q0 (*R &UL4$L! A0#% @ K(!S617&@ !]P MOX,, !4 (!!0D# &5F XML 81 ea0220609-10q_1847hold_htm.xml IDEA: XBRL DOCUMENT 0001599407 2024-01-012024-09-30 0001599407 2024-11-15 0001599407 2024-09-30 0001599407 2023-12-31 0001599407 us-gaap:RelatedPartyMember 2024-09-30 0001599407 us-gaap:RelatedPartyMember 2023-12-31 0001599407 us-gaap:SeriesAPreferredStockMember 2024-09-30 0001599407 us-gaap:SeriesAPreferredStockMember 2023-12-31 0001599407 us-gaap:SeriesBPreferredStockMember 2024-09-30 0001599407 us-gaap:SeriesBPreferredStockMember 2023-12-31 0001599407 us-gaap:SeriesCPreferredStockMember 2024-09-30 0001599407 us-gaap:SeriesCPreferredStockMember 2023-12-31 0001599407 us-gaap:SeriesDPreferredStockMember 2024-09-30 0001599407 us-gaap:SeriesDPreferredStockMember 2023-12-31 0001599407 2024-07-012024-09-30 0001599407 2023-07-012023-09-30 0001599407 2023-01-012023-09-30 0001599407 us-gaap:SeriesAPreferredStockMemberus-gaap:PreferredStockMember 2023-12-31 0001599407 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efsh:PrivatePlacementsOf25OIDPromissoryNoteAndSeriesDPreferredSharesMember 2024-09-30 shares iso4217:USD iso4217:USD shares puretrue2024-09-302024false001-413681847 HOLDINGS LLCDE38-3922937590 Madison Avenue21st FloorNew YorkNY10022(212)417-9800Common SharesEFSHNYSEYesYesNon-accelerated Filertruefalsefalse164255781517191673445870000018281161697635578528039868489513950267030597713641409676413491113187146327-87485047-74835392-24470225-18726409-1802595-1314280-26272820-200406891689571239368197475900467636512390797116574752002772186977965548716018904240685516632614975516369526416700433413238-1207243-8560340-2979520-1285055156-1277446739911405262116445313537339737832107104266126079767583808269-1642701-2843451-8140027900-184100027900359243542597716894104259 77-2501551-4379472-11702618-7376576-5914789-5586715-20262958-10356096-357000-450000-751000-269000-5557789-5136715-19511958-10087096-1150137-722357-3521936130546 9-9023526-1008362178733 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NOTE 1—BASIS OF PRESENTATION AND OTHER INFORMATION

The accompanying unaudited condensed consolidated financial statements of 1847 Holdings LLC (the "Company," "we," "us," or "our") have been prepared in accordance with accounting principles generally accepted in the United States of America ("GAAP") for interim financial information and with the instructions to Form 10-Q of Regulation S-X. They do not include all the information and footnotes required by GAAP for complete financial statements. The December 31, 2023 consolidated balance sheet data was derived from audited financial statements but do not include all disclosures required by GAAP. The interim unaudited condensed consolidated financial statements should be read in conjunction with those consolidated financial statements included in the Form 10-K, as filed with the Securities and Exchange Commission on April 25, 2024. In the opinion of management, all adjustments considered necessary for a fair presentation of the financial statements, consisting solely of normal recurring adjustments, have been made. Operating results for the three and nine months ended September 30, 2024 are not necessarily indicative of the results that may be expected for the year ending December 31, 2024.

Discontinued Operations

On February 26, 2024, Asien's Appliance, Inc. ("Asien's"), a wholly owned subsidiary of the Company's subsidiary 1847 Asien Inc. ("1847 Asien"), entered into a general assignment for the benefit of its creditors (the "Assignment Agreement") with SG Service Co., LLC, pursuant to which Asien's transferred ownership of all or substantially all of its right, title, and interest in, as well as custody and control of, its assets to SG Service Co., LLC in trust.

The Company is a limited guarantor of an Amended and Restated Credit and Security Agreement (the "ICU Loan Agreement") that was entered into on September 11, 2023, between AB Lending SPV I LLC d/b/a Mountain Ridge Capital (the "ICU Lender"), and the Company's subsidiaries ICU Eyewear, Inc. ("ICU Eyewear"), ICU Eyewear Holdings, Inc., and 1847 ICU Holdings Inc. (the "ICU Parties"). Pursuant to the ICU Loan Agreement, the ICU Lender had a security interest in all the assets of ICU Eyewear. ICU Eyewear was in default under the ICU Loan Agreement and, with the approval of the other ICU Parties, consented to a foreclosure by the ICU Lender and private sale of substantially all of its assets in an Article 9 sale process, pursuant to Section 9-610 of the Uniform Commercial Code as in effect in the State of New York and Section 9-610 of the Uniform Commercial Code as in effect in the State of California. On August 5, 2024, ICU Eyecare Solutions Inc., an entity that is not affiliated with the Company, was the successful bidder with a cash bid of $4,250,000. Pursuant to an agreement dated, August 5, 2024, and in consideration for such purchase price, the ICU Lender having foreclosed on its security interest in all of the assets of ICU Eyewear then conveyed all of its rights, title, and interest in all of such assets to ICU Eyecare Solutions Inc.

On September 30, 2024, the Company entered into an asset purchase agreement (the "Purchase Agreement") with BFS Group LLC ("BFS"), and the Company's majority owned subsidiary High Mountain Door & Trim Inc. ("High Mountain"), pursuant to which the Company sold substantially all of the assets of High Mountain to BFS for an aggregate cash only purchase price of $17,000,000, subject to certain pre-closing and post-closing adjustments.

The results of operations of Asien's, ICU Eyewear and High Mountain are reported as discontinued operations for the three and nine months ended September 30, 2024 and 2023. Unless otherwise noted, amounts and disclosures throughout these notes to condensed consolidated financial statements relate solely to continuing operations and exclude all discontinued operations. See Note 3 for additional information.

The Company evaluates all disposal transactions to determine whether such disposal qualifies for reporting as discontinued operations in accordance with ASC 205-20, "Discontinued Operations." A disposal of a component or a group of components is reported in discontinued operations if the disposal represents a strategic shift that has or will have a major effect on the Company's operations and financial results when the following occurs: (1) a component (or group of components) meets the criteria to be classified as held for sale; (2) the component or group of components is disposed of by sale; or (3) the component or group of components is disposed of other than by sale (for example, by abandonment or in a distribution to owners in a spin-off). For any component classified as held for sale or disposed of by sale or other than by sale, qualifying for presentation as a discontinued operation, the Company reports the results of operations of the discontinued operations (including any gain or loss recognized on the disposal or loss recognized on classification as held for sale of a discontinued operation), less applicable income taxes (benefit), as a separate component in the consolidated statement of operations for current and all prior periods presented. The Company also reports assets and liabilities associated with discontinued operations as separate line items on the consolidated balance sheet for prior periods.

Reverse Share Splits

On July 8, 2024, the Company effected a 1-for-13 reverse split of its outstanding common shares. All outstanding common shares and warrants were adjusted to reflect the 1-for-13 reverse split, with the respective exercise prices of the warrants proportionately increased. The outstanding convertible notes and preferred shares conversion prices were adjusted to reflect a proportional decrease in the number of common shares to be issued upon conversion.

On November 11, 2024, the Company effected a 1-for-15 reverse split of its outstanding common shares. All outstanding common shares and warrants were adjusted to reflect the 1-for-15 reverse split, with the respective exercise prices of the warrants proportionately increased. The outstanding convertible notes and preferred shares conversion prices were adjusted to reflect a proportional decrease in the number of common shares to be issued upon conversion.

All share and per share data throughout these condensed consolidated financial statements have been retroactively adjusted to reflect the reverse share splits. The total number of authorized common shares did not change. As a result of the reverse common share splits, an amount equal to the decreased value of common shares was reclassified from "common shares" to "additional paid-in capital."

Reclassifications

Certain reclassifications within operating expenses have been made to the prior period's financial statements to conform to the current period financial statement presentation. There is no impact in total to the results of operations and cash flows in all periods presented.

Recently Issued Accounting Pronouncements

In November 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2023-07, "Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures," which requires a public entity to disclose significant segment expenses and other segment items on an annual and interim basis and to provide in interim periods all disclosures about reportable segment's profit or loss and assets that are currently required annually. ASU 2023-07 is effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024, with

*early adoption permitted. These amendments are to be applied retrospectively. The Company is currently evaluating the impact this standard will have on its condensed consolidated financial statements.   In December 2023, the FASB issued ASU 2023-09, "Income Taxes (Topic 740): Improvements to Income Tax Disclosures," which enhances the transparency and decision usefulness of income tax disclosures by requiring: (1) consistent categories and greater disaggregation of information in the rate reconciliation and (2) income taxes paid disaggregated by jurisdiction. It also includes certain other amendments to improve the effectiveness of income tax disclosures. ASU 2023-09 is effective for fiscal years beginning after December 15, 2025, with early adoption permitted. These amendments are to be applied prospectively, with retrospective application permitted. The Company is currently evaluating the impact this standard will have on its condensed consolidated financial statements.   The Company currently believes there are no other issued and not yet effective accounting standards that are materially relevant to our condensed consolidated financial statements. Discontinued Operations On February 26, 2024, Asien's Appliance, Inc. ("Asien's"), a wholly owned subsidiary of the Company's subsidiary 1847 Asien Inc. ("1847 Asien"), entered into a general assignment for the benefit of its creditors (the "Assignment Agreement") with SG Service Co., LLC, pursuant to which Asien's transferred ownership of all or substantially all of its right, title, and interest in, as well as custody and control of, its assets to SG Service Co., LLC in trust. The Company is a limited guarantor of an Amended and Restated Credit and Security Agreement (the "ICU Loan Agreement") that was entered into on September 11, 2023, between AB Lending SPV I LLC d/b/a Mountain Ridge Capital (the "ICU Lender"), and the Company's subsidiaries ICU Eyewear, Inc. ("ICU Eyewear"), ICU Eyewear Holdings, Inc., and 1847 ICU Holdings Inc. (the "ICU Parties"). Pursuant to the ICU Loan Agreement, the ICU Lender had a security interest in all the assets of ICU Eyewear. ICU Eyewear was in default under the ICU Loan Agreement and, with the approval of the other ICU Parties, consented to a foreclosure by the ICU Lender and private sale of substantially all of its assets in an Article 9 sale process, pursuant to Section 9-610 of the Uniform Commercial Code as in effect in the State of New York and Section 9-610 of the Uniform Commercial Code as in effect in the State of California. On August 5, 2024, ICU Eyecare Solutions Inc., an entity that is not affiliated with the Company, was the successful bidder with a cash bid of $4,250,000. Pursuant to an agreement dated, August 5, 2024, and in consideration for such purchase price, the ICU Lender having foreclosed on its security interest in all of the assets of ICU Eyewear then conveyed all of its rights, title, and interest in all of such assets to ICU Eyecare Solutions Inc. On September 30, 2024, the Company entered into an asset purchase agreement (the "Purchase Agreement") with BFS Group LLC ("BFS"), and the Company's majority owned subsidiary High Mountain Door & Trim Inc. ("High Mountain"), pursuant to which the Company sold substantially all of the assets of High Mountain to BFS for an aggregate cash only purchase price of $17,000,000, subject to certain pre-closing and post-closing adjustments. The results of operations of Asien's, ICU Eyewear and High Mountain are reported as discontinued operations for the three and nine months ended September 30, 2024 and 2023. Unless otherwise noted, amounts and disclosures throughout these notes to condensed consolidated financial statements relate solely to continuing operations and exclude all discontinued operations. See Note 3 for additional information. The Company evaluates all disposal transactions to determine whether such disposal qualifies for reporting as discontinued operations in accordance with ASC 205-20, "Discontinued Operations." A disposal of a component or a group of components is reported in discontinued operations if the disposal represents a strategic shift that has or will have a major effect on the Company's operations and financial results when the following occurs: (1) a component (or group of components) meets the criteria to be classified as held for sale; (2) the component or group of components is disposed of by sale; or (3) the component or group of components is disposed of other than by sale (for example, by abandonment or in a distribution to owners in a spin-off). For any component classified as held for sale or disposed of by sale or other than by sale, qualifying for presentation as a discontinued operation, the Company reports the results of operations of the discontinued operations (including any gain or loss recognized on the disposal or loss recognized on classification as held for sale of a discontinued operation), less applicable income taxes (benefit), as a separate component in the consolidated statement of operations for current and all prior periods presented. The Company also reports assets and liabilities associated with discontinued operations as separate line items on the consolidated balance sheet for prior periods. *425000017000000* Reverse Share Splits On July 8, 2024, the Company effected a 1-for-13 reverse split of its outstanding common shares. All outstanding common shares and warrants were adjusted to reflect the 1-for-13 reverse split, with the respective exercise prices of the warrants proportionately increased. The outstanding convertible notes and preferred shares conversion prices were adjusted to reflect a proportional decrease in the number of common shares to be issued upon conversion. On November 11, 2024, the Company effected a 1-for-15 reverse split of its outstanding common shares. All outstanding common shares and warrants were adjusted to reflect the 1-for-15 reverse split, with the respective exercise prices of the warrants proportionately increased. The outstanding convertible notes and preferred shares conversion prices were adjusted to reflect a proportional decrease in the number of common shares to be issued upon conversion. All share and per share data throughout these condensed consolidated financial statements have been retroactively adjusted to reflect the reverse share splits. The total number of authorized common shares did not change. As a result of the reverse common share splits, an amount equal to the decreased value of common shares was reclassified from "common shares" to "additional paid-in capital." Reclassifications Certain reclassifications within operating expenses have been made to the prior period's financial statements to conform to the current period financial statement presentation. There is no impact in total to the results of operations and cash flows in all periods presented. Recently Issued Accounting Pronouncements In November 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2023-07, "Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures," which requires a public entity to disclose significant segment expenses and other segment items on an annual and interim basis and to provide in interim periods all disclosures about reportable segment's profit or loss and assets that are currently required annually. ASU 2023-07 is effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024, with early adoption permitted. These amendments are to be applied retrospectively. The Company is currently evaluating the impact this standard will have on its condensed consolidated financial statements. In December 2023, the FASB issued ASU 2023-09, "Income Taxes (Topic 740): Improvements to Income Tax Disclosures," which enhances the transparency and decision usefulness of income tax disclosures by requiring: (1) consistent categories and greater disaggregation of information in the rate reconciliation and (2) income taxes paid disaggregated by jurisdiction. It also includes certain other amendments to improve the effectiveness of income tax disclosures. ASU 2023-09 is effective for fiscal years beginning after December 15, 2025, with early adoption permitted. These amendments are to be applied prospectively, with retrospective application permitted. The Company is currently evaluating the impact this standard will have on its condensed consolidated financial statements. The Company currently believes there are no other issued and not yet effective accounting standards that are materially relevant to our condensed consolidated financial statements. NOTE 2— LIQUIDITY AND GOING CONCERN ASSESSMENT   Management assesses liquidity and going concern uncertainty in the Company's condensed consolidated financial statements to determine whether there is sufficient cash on hand and working capital, including available borrowings on loans, to operate for a period of at least one year from the date the financial statements are issued, which is referred to as the "look-forward period," as defined in GAAP. As part of this assessment, based on conditions that are known and reasonably knowable to management, management considered various scenarios, forecasts, projections, estimates and made certain key assumptions, including the timing and nature of projected cash expenditures or programs, its ability to delay or curtail expenditures or programs and its ability to raise additional capital, if necessary, among other factors. Based on this assessment, management made certain*

assumptions around implementing curtailments or delays in the nature and timing of programs and expenditures to the extent it deems probable those implementations can be achieved and management has the proper authority to execute them within the look-forward period.   As of September 30, 2024, the Company had cash and cash equivalents of $1,517,191, restricted cash of $8,700,000 and total working capital deficit of $5,848,670. For the nine months ended September 30, 2024, the Company incurred an operating loss of $8,560,340 and used cash flows in operating activities from continuing operations of $11,688,488.   The Company has generated operating losses since its inception and has relied on cash on hand, sales of securities, external bank lines of credit, and issuance of third-party and related party debt to support cashflows from operations. The Company expects that within the next twelve months, it will not have sufficient cash and other resources on hand to sustain its current operations or meet its obligations as they become due unless it obtains additional financing. These conditions raise substantial doubt about the Company's ability to continue as a going concern.   An assessment was performed to determine whether there were conditions or events that, considered in the aggregate, raised substantial doubt about the Company's ability to continue as a going concern within one year after the condensed consolidated financial statements are issued. Initially, this assessment did not consider the potential mitigating effect of management's plans that had not been fully implemented. Based on this assessment, substantial doubt exists regarding the Company's ability to continue as a going concern.   Management plans to address these concerns by securing additional financing through debt and equity offerings. Management assessed the mitigating effect of its plans to determine if it is probable that the plans would be effectively implemented within one year after the consolidated financial statements are issued and when implemented, would mitigate the relevant conditions or events that raise substantial doubt about the Company's ability to continue as a going concern. These plans are subject to market conditions and reliance on third parties, and there is no assurance that effective implementation of the Company's plans will result in the necessary funding to continue current operations and satisfy current debt obligations. These conditions raise substantial doubt about the Company's ability to continue as a going concern beyond one year from the date the condensed consolidated financial statements are issued.   The accompanying condensed consolidated financial statements have been prepared assuming the Company will continue as a going concern, which contemplates the realization of assets and satisfaction of liabilities in the normal course of business. The accompanying condensed consolidated financial statements do not include any adjustments relating to the recoverability and classification of assets and their carrying amounts, or the amounts and classification of liabilities that may result should the Company be unable to continue as a going concern. If the Company is unable to obtain adequate capital, it could be forced to cease operations.
1517191870000058486 70-8560340-11688488 NOTE 3—DISCONTINUED OPERATIONS   Asien's Assignment for the Benefit of Creditors   On February 26, 2024, Asien's entered into the Assignment Agreement, pursuant to which Asien's transferred ownership of all or substantially all of its right, title, and interest in, as well as custody and control of, its assets to SG Service Co., LLC in trust. The Company received no cash consideration related to the assignment. Following the assignment, the Company retained no financial interest in Asien's.   The assignment of Asien's represents a strategic shift and its results are reported as discontinued operations for the three and nine months ended September 30, 2024 and 2023. The Company recognized a gain on disposition of Asien's of $1,060,095, as a separate line item in discontinued operations in the consolidated statements of operations for the nine months ended September 30, 2024.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">The following information presents the major classes of line item of assets and liabilities included as part of discontinued operations of Asien's in the consolidated balance sheet as of December 31, 2023:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: left">Current assets of discontinued operations</td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%; text-align: left; padding-left: 0.125in">Cash and cash equivalents</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">34,470</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 9pt">Investments</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">278,521</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 9pt">Receivables</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">88,770</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Inventories, net</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,398,088</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Prepaid expenses and other current assets</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">140,102</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Total current assets of discontinued operations</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,939,951</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Non-current assets of discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Property and equipment, net</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">88,505</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 27pt"> </td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0.25in">Total assets of discontinued operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">2,028,456</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Current liabilities of discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Accounts payable and accrued expenses</td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">923,945</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Customer deposits</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,143,493</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Current portion of notes payable</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">29,777</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Total current liabilities of discontinued operations</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,097,215</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align:

right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Non-current liabilities of discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Notes payable, net of current portion</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">34,965</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 9pt"> </td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0.25in">Total liabilities of discontinued operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">3,132,180</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0 0pt 0.5in; text-align: justify"> </p><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">The following information presents the major classes of line items constituting the loss from discontinued operations of Asien's in the unaudited consolidated statements of operations for the three and nine months ended September 30, 2024 and 2023:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Three Months Ended
 September 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Nine Months Ended
 September 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%">Revenues</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right"> -</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td><td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">2,421,008</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="width: 9%; text-align: right">870,952</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">6,887,589</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td><td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td><td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 0.125in">Cost of revenues</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,976,031</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">744,706</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">5,461,866</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 9pt">Personnel</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">246,567</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">98,213</td><td

style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right">784,561</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Depreciation and amortization</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">46,603</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right">7,702</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">139,809</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">General and administrative</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">369,835</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">203,377</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,118,993</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Professional fees</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">42,204</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">78,807</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">150,678</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Total Operating Expenses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">2,681,240</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,132,805</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">7,655,907</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Loss from operations</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(260,232</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(261,853</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(768,318</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"><span

style="font-family: Times New Roman, Times, Serif"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Other Income (Expense)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Other income (expense)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(6,191</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(5,817</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Interest expense</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(33,837</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(724</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(280,979</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Total Other Expense</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(40,028</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(724</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(286,796</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; text-indent: -0.1in; padding-left: 0.1in">Net loss from discontinued operations before income taxes</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(300,260</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(262,577</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(1,055,114</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; text-indent: -0.1in; padding-left: 0.1in">Income tax benefit</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,145</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td

style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">43,145</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt; text-indent: -0.1in; padding-left: 0.1in">Net loss from discontinued operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td> <td style="border-bottom: Black 4pt double; text-align: right">-</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(299,115</td> <td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(262,577</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="border-bottom: Black 4pt double; text-align: right">(1,011,969</td><td style="padding-bottom: 2.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-indent: -0.1in; padding-left: 0.1in"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; text-indent: -0.1in; padding-left: 0.1in">Net income (loss) attributable to non-controlling interests from discontinued operations</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">14,955</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(59,304</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">50,598</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt; text-indent: -0.1in; padding-left: 0.1in">Net loss from discontinued operations attributable to 1847 Holdings</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td> <td style="border-bottom: Black 4pt double; text-align: right">-</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"> </td><td style="border-bottom: Black 4pt double; text-align: right">(284,160</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"> </td><td style="border-bottom: Black 4pt double; text-align: right">(321,881</td><td style="padding-bottom: 2.5pt; text-align: left">)</td></tr> </table> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">The following information presents the major classes of line items constituting significant operating, investing and financing cash flow activities from discontinued operations of Asien’s in the unaudited consolidated statements of cash flows for the nine months ended September 30, 2024 and 2023:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Nine Months Ended
 September 30,</td> <td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td>Cash flows from operating activities</td><td> </td> <td colspan="2"> </td><td> </td><td> </td> <td colspan="2"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%; text-align: left; padding-left: 0.1in">Net loss</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="width: 9%; text-align: right">(262,577</td><td style="width: 1%; text-align: left">

)</td><td style="width: 1%">
</td> <td style="width: 1%; text-align: left">$
</td><td style="width: 9%; text-align: right">(1,011,969</td><td
style="width: 1%; text-align: left">)</td></tr> <tr style="vertical-align:
bottom; "> <td style="text-align: left">Adjustments to reconcile net loss to net
cash used in operating activities:</td><td> </td> <td style="text-
align: left"> </td><td style="text-align: right"><span style="font-family:
Times New Roman, Times, Serif"> </td><td style="text-align: left"><span style="font-family: Times New Roman, Times,
Serif"> </td><td> </td> <td style="text-align: left"><span
style="font-family: Times New Roman, Times, Serif"> </td><td style="text-align: right"><span style="font-family: Times New Roman,
Times, Serif"> </td><td style="text-align: left"> </td></tr> <tr
style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.25in"><span style="font-family:
Times New Roman, Times, Serif">Deferred taxes</td><td> </td>
<td style="text-align: left"> </td><td style="text-align: right"><span
style="-sec-ix-hidden: hidden-fact-591; font-family: Times New Roman, Times, Serif">-</td><td style="text-align: left"><span
style="font-family: Times New Roman, Times, Serif"> </td><td>
</td> <td style="text-align: left"> </td><td style="text-align: right">
(43,000</td><td style="text-align: left"><span style="font-family: Times
New Roman, Times, Serif">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.25in"><span
style="font-family: Times New Roman, Times, Serif">Depreciation and amortization</td><td><span style="font-family: Times New
Roman, Times, Serif"> </td> <td style="text-align: left"> </td>
<td style="text-align: right">7,702</td><td style="text-align: left"><span
style="font-family: Times New Roman, Times, Serif"> </td><td>
</td> <td style="text-align: left"> </td><td style="text-align: right">
139,809</td><td style="text-align: left"><span style="font-family: Times
New Roman, Times, Serif"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align:
left">Changes in operating assets and liabilities:</td><td><span
style="font-family: Times New Roman, Times, Serif"> </td> <td style="text-align: left"><span style="font-family: Times New Roman,
Times, Serif"> </td><td style="text-align: right"> </td><td
style="text-align: left"> </td><td><span style="font-family: Times New
Roman, Times, Serif"> </td> <td style="text-align: left"> </td>
<td style="text-align: right"> </td><td style="text-align: left"><span
style="font-family: Times New Roman, Times, Serif"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left:
0.25in">Receivables</td><td><span style="font-family: Times New
Roman, Times, Serif"> </td> <td style="text-align: left"> </td>
<td style="text-align: right">73,769</td><td style="text-align: left">
 </td><td><span style="font-family: Times New Roman, Times,
Serif"> </td> <td style="text-align: left"> </td><td style="text-
align: right">137,546</td><td style="text-align: left"><span style="font-
family: Times New Roman, Times, Serif"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td
style="padding-left: 0.25in">Inventories</td><td><span style="font-
family: Times New Roman, Times, Serif"> </td> <td style="text-align: left"><span style="font-family: Times New Roman, Times,
Serif"> </td><td style="text-align: right">213,399</td><td
style="text-align: left"> </td><td><span style="font-family: Times New
Roman, Times, Serif"> </td> <td style="text-align: left"> </td>
<td style="text-align: right">42,460</td><td style="text-align: left">
 </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left;
padding-left: 0.25in">Prepaid expenses and other current assets</td><td>
 </td> <td style="text-align: left"><span style="font-family: Times New
Roman, Times, Serif"> </td><td style="text-align: right">108,686
</td><td style="text-align: left"> </td><td><span style="font-family:
Times New Roman, Times, Serif"> </td> <td style="text-align: left"><span style="font-family: Times New Roman, Times,
Serif"> </td><td style="text-align: right">(86,813</td><td
style="text-align: left">)</td></tr> <tr style="vertical-align: bottom;
background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.25in"><span style="font-family: Times New Roman, Times,
Serif">Accounts payable and accrued expenses</td><td> </td>
<td style="text-align: left"> </td><td style="text-align: right"><span
style="font-family: Times New Roman, Times, Serif">320,362</td><td style="text-align: left"><span style="font-family: Times New
Roman, Times, Serif"> </td><td> </td> <td style="text-align:
left"> </td><td style="text-align: right"><span style="font-family: Times
New Roman, Times, Serif">1,178,940</td><td style="text-align: left"><span style="font-family: Times New Roman, Times,
Serif"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in"><span
style="font-family: Times New Roman, Times, Serif">Customer deposits</td><td style="padding-bottom: 1.5pt"><span style="font-
family: Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"><span style="font-
family: Times New Roman, Times, Serif"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right"><span style="font-
family: Times New Roman, Times, Serif">(474,803</td><td style="padding-bottom: 1.5pt; text-align: left"><span style="font-family:
Times New Roman, Times, Serif">)</td><td style="padding-bottom: 1.5pt"><span style="font-family: Times New Roman, Times,
Serif"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"><span style="font-family: Times New Roman, Times,
Serif"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right"><span style="font-family: Times New Roman, Times,
Serif">(473,522</td><td style="padding-bottom: 1.5pt; text-align: left">)
</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 0.375in; text-align: left;
text-indent: 0pt">Net cash used in operating activities from discontinued
operations</td><td> </td> <td style="text-align: left"><span
style="font-family: Times New Roman, Times, Serif"> </td><td style="text-align: right"><span style="font-family: Times New Roman,
Times, Serif">(13,462</td><td style="text-align: left">)</td>
<td> </td> <td style="text-align: left"><span style="font-family: Times
New Roman, Times, Serif"> </td><td style="text-align: right">
(116,549</td><td style="text-align: left">)</td></tr> <tr
style="vertical-align: bottom; "> <td> </td><td><span style="font-family:
Times New Roman, Times, Serif"> </td> <td style="text-align: left"><span style="font-family: Times New Roman, Times,
Serif"> </td><td style="text-align: right"> </td><td style="text-
align: left"> </td><td><span style="font-family: Times New Roman,
Times, Serif"> </td> <td style="text-align: left"> </td><td
style="text-align: right"> </td><td style="text-align: left"><span
style="font-family: Times New Roman, Times, Serif"> </td></tr> <tr style="vertical-align: bottom; background-color:
rgb(204,238,255)"> <td style="text-align: left">Cash flows from investing
activities</td><td> </td> <td style="text-align: left"><span
style="font-family: Times New Roman, Times, Serif"> </td><td style="text-align: right"><span style="font-family: Times New Roman,
Times, Serif"> </td><td style="text-align: left"> </td><td><span
style="font-family: Times New Roman, Times, Serif"> </td> <td style="text-align: left"><span style="font-family: Times New Roman,
Times, Serif"> </td><td style="text-align: right"> </td><td
style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; ">
<td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in"><span style="font-family: Times New Roman, Times,
Serif">Investments in certificates of deposit</td><td style="padding-bottom: 1.5pt"><span style="font-family: Times New Roman,
Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"><span style="font-family: Times New Roman, Times,
Serif"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right"><span style="-sec-ix-hidden: hidden-fact-592; font-family:
Times New Roman, Times, Serif">-</td><td style="padding-bottom: 1.5pt; text-align: left"><span style="font-family: Times New
Roman, Times, Serif"> </td><td style="padding-bottom: 1.5pt">
</td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td>

<td style="border-bottom: Black 1.5pt solid; text-align: right">(506</td> <td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 0.375in; text-align: left; text-indent: 0pt">Net cash used in investing activities from discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right">(506</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Cash flows from financing activities</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Repayments of notes payable</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(4,836</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(21,237</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.375in">Net cash used in financing activities from discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(4,836</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(21,237</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt">Net change in cash and cash equivalents from discontinued operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(18,298</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(138,292</td><td style="padding-bottom: 2.5pt; text-align: left">)</td></tr> </table>   ICU Eyewear Foreclosure Sale   As described above, ICU Eyewear was in default under the ICU Loan Agreement and, with the approval of the other ICU Parties, consented to a foreclosure by the ICU Lender and private sale of substantially all of its assets in an Article 9 sale process, pursuant to Section 9-610 of the Uniform Commercial Code as in effect in the State of New York and Section 9-610 of the Uniform Commercial Code as in effect in the State of California. On August 5, 2024, ICU Eyecare Solutions Inc., an entity that is not affiliated with the Company, was the successful bidder with a cash bid of $4,250,000. Pursuant to an agreement dated, August 5, 2024, and in consideration for such purchase price, the ICU Lender having foreclosed on its security interest in all of the assets of ICU Eyewear then conveyed all of its rights, title, and interest in all of such assets to ICU Eyecare Solutions Inc. The Company received no cash consideration related to the sale. Following the sale, the Company retained no financial interest in ICU Eyewear.   The sale of ICU Eyewear's assets represents a strategic shift and its results are reported as discontinued operations for the three and nine months ended September 30, 2024 and 2023. The Company recognized a gain on disposition of ICU Eyewear's assets of $4,841,735, as a separate line item in discontinued operations in the consolidated statements of operations for the three and nine months ended September 30, 2024.</p><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">The following information presents the major classes of line item of assets and liabilities included as part of discontinued operations of ICU Eyewear in the consolidated balance sheet as of December 31, 2023:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td>Current assets of discontinued operations</td><td> </td> <td colspan="2"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%; text-align: left; padding-left: 9pt">Cash and cash equivalents</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="width: 9%; text-align: right">12,594</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Receivables, net</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,578,764</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Inventories, net</td><td> </td> <td style="text-align:

left"> </td><td style="text-align: right">5,123,478</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Prepaid expenses and other current assets</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">19,990</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Total current assets of discontinued operations</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">6,734,826</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Non-current assets of discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Property and equipment, net</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">313,915</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Operating lease right-of-use assets</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,690,937</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Long-term deposits</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">74,800</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Intangible assets, net</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">500,383</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-bottom: 1.5pt; padding-left: 9pt">Goodwill</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">757,283</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 27pt"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0.25in">Total assets of discontinued operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">10,072,144</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Current liabilities of discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.125in">Accounts payable and accrued expenses</td><td> </td> <td style="text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="text-align: right">5,580,313</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Current portion of operating lease liabilities </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">274,683</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Total current liabilities of discontinued operations</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">5,854,996</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Non-current liabilities of discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Operating lease liabilities, net of current portion</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,459,184</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Revolving line of credit, net</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,647,511</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Deferred tax liability</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">15,000</td><td style="padding-bottom: 1.5pt; text-align: left"><span style="font-family: Times New Roman,

Times, Serif"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 9pt"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0.25in">Total liabilities of discontinued operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">10,976,691</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0 0pt 0.5in; text-align: justify"> </p><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">The following information presents the major classes of line items constituting the loss from discontinued operations of ICU Eyewear in the unaudited consolidated statements of operations for the three and nine months ended September 30, 2024 and 2023:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Three Months Ended
 September 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Nine Months Ended
 September 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%">Revenues</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">1,239,327</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">4,243,254</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="width: 9%; text-align: right">8,212,395</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">11,530,027</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 9pt">Cost of revenues</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,238,021</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,195,105</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">5,658,551</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">8,572,656</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 9pt">Personnel</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">310,888</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">751,485</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,564,842</td><td style="text-align: left"><span style="font-family: Times New Roman, Times,

Serif"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,070,996</td><td style="text-align: left"> </td> </tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Depreciation and amortization</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">39,454</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">108,636</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">248,646</td><td style="text-align: left"> </td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right">277,839</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">General and administrative</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">316,146</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">270,540</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,526,278</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">951,627</td><td style="text-align: left"> </td> </tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Professional fees</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">47,522</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(61,381</td><td style="text-align: left">)</td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right">672,855</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">132,967</td> <td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Impairment of goodwill and intangible assets</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,216,966</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Total Operating Expenses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,952,031</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">4,264,385</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">10,888,138</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">12,006,085</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right

solid; text-align: right">(2,675,743</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(476,058</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Other Income (Expense)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Other income</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(17,370</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right">(181,200</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,583</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(136,849</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Interest expense</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(531,250</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(521,899</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(911,437</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(785,202</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Amortization of debt discounts</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(13,175</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(683,029</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(13,175</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Gain on bargain purchase</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">2,639,861</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Total Other Income (Expense)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(548,620</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(716,274</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(1,591,883</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td

*style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,704,635</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; text-indent: -0.1in; padding-left: 0.1in">Net income (loss) from discontinued operations before income taxes</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(1,261,324</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(737,405</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(4,267,626</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,228,577</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; text-indent: -0.1in; padding-left: 0.1in">Income tax benefit (expense)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(5,831</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">11,250</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(13,152</td> <td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt; text-indent: -0.1in; padding-left: 0.1in">Net income (loss) from discontinued operations</td> <td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(1,261,324</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(743,236</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(4,256,376</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">1,215,425</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr></table> The following information presents the major classes of line items constituting significant operating, investing and financing cash flow activities from discontinued operations of ICU Eyewear in the unaudited consolidated statements of cash flows for the nine months ended September 30, 2024 and 2023:   <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Nine Months Ended
 September 30, </td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td>Cash flows from operating activities</td><td> </td> <td colspan="2"> </td><td> </td><td> </td> <td colspan="2"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%; text-align: left; padding-left: 0.1in">Net income (loss)</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">(4,256,376</td><td style="width: 1%; text-align: left">)</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="width: 9%; text-align: right">1,215,425</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Adjustments to reconcile net income (loss) to net cash used in operating activities:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td*

style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.25in">Deferred taxes</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(15,000</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right">9,000</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.25in">Inventory reserve</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">45,000</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">120,000</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.25in">Gain on bargain purchase</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(2,639,861</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.25in">Impairment of goodwill and intangible assets</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,216,966</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.25in">Depreciation and amortization</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">248,646</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">277,839</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.25in">Amortization of debt discounts</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">683,029</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">13,175</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.25in">Amortization of right-of-use assets</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">192,796</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">87,715</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Changes in operating assets and liabilities:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 0.25in">Receivables</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">481,202</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">252,051</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 0.25in">Inventories</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,202,730</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">772,700</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.25in">Prepaid expenses and other current assets</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(14,895</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(10,093</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.25in">Accounts payable and accrued expenses</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">857,085</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,283,528</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Operating lease liabilities</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(176,336</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(66,249</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 0.375in; text-align: left; text-indent: 0pt"><span style="font-family: Times New

Roman, Times, Serif">Net cash provided by operating activities from discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">464,847</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right">2,315,230</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Cash flows from investing activities</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.25in">Investments in certificates of deposit</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right">(3,670,887</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Purchases of property and equipment</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(211,492</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.375in">Net cash used in investing activities from discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(3,882,379</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Cash flows from financing activities</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Net proceeds (repayments) of revolving line of credit</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(80,540</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,086,227</td> <td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.375in">Net cash provided by (used in) financing activities from discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(80,540</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,086,227</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt">Net change in cash and cash equivalents from discontinued operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">384,307</td> <td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="border-bottom: Black 4pt double; text-align: right">1,519,078</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table>   Sale of High Mountain   As described above, on September 30, 2024, the Company entered into the Purchase Agreement with BFS and High Mountain, pursuant to which the Company sold substantially all of the assets of Hight Mountain to BFS for an aggregate cash only purchase price of $17,000,000, subject to certain pre-closing and post-closing

adjustments. At closing, the purchase price was subject to a working capital adjustment and was also reduced by the amount of outstanding indebtedness repaid at closing or assumed by BFS, as well as certain transaction expenses. Additionally, the purchase price was reduced by $1,700,000, which may be used for certain post-closing payments (the "Holdback Amount"). The purchase price is also subject to a post-closing adjustment. Under this provision, High Mountain delivered to BFS an estimated closing statement forth the estimated closing date payment amount, which included, among other things, High Mountain's estimate of the net working capital of High Mountain and its business as of the closing date, calculated in accordance with the asset purchase agreement. Within 90 to 120 days following the closing date, BFS must deliver to High Mountain a final closing statement setting forth its determination of the actual closing date payment amount, including, among other things, BFS' determination of the net working capital as of the closing date. If the actual closing date payment amount exceeds the estimated closing date payment amount, BFS must, within ten business days, pay to High Mountain an amount of cash that is equal to such excess. If the estimated closing date payment amount exceeds the actual closing date payment amount, High Mountain must, within ten business days, pay to BFS an amount in cash equal to such excess. If High Mountain fails to make such payment, BFS will have the right to recover such amount from the Holdback Amount.   Under the Purchase Agreement, BFS must use commercially reasonable efforts in the ordinary course of business to collect accounts receivable in a manner no less rigorous than the collection efforts used its own business operations, but is entitled to compensation for any uncollected accounts from the Holdback Amount. In addition, the Purchase Agreement provides that BFS must use commercially reasonable efforts in the ordinary course of business to finish and sell any special order or custom inventory that was included in the final net working capital, but is entitled to compensation, on the one-year anniversary of the closing, for any unsold special order or custom inventory from the Holdback Amount.   The sale of High Mountain's assets represents a strategic shift and its results are reported as discontinued operations for the three and nine months ended September 30, 2024 and 2023. The Company recognized a gain on disposition of High Mountain's assets of $4,181,791, as a separate line item in discontinued operations in the consolidated statements of operations for the three and nine months ended September 30, 2024.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">The following information presents the major classes of line item of assets and liabilities included as part of discontinued operations of High Mountain in the consolidated balance sheet as of December 31, 2023:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td>Current assets of discontinued operations</td><td> </td> <td colspan="2"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%; text-align: left; padding-left: 9pt">Cash and cash equivalents</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="width: 9%; text-align: right">45,905</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Receivables, net</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4,186,800</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Inventories, net</td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right">1,082,940</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Prepaid expenses and other current assets</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">106,342</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Total current assets of discontinued operations</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">5,421,987</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Non-current assets of discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Property and equipment, net</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">433,902</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Operating lease right-of-use assets</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,219,813</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Long-term deposits</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">29,400</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Intangible assets, net</td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right">2,268,642</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-bottom: 1.5pt; padding-left: 9pt">Goodwill</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">8,371,877</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 27pt"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; ">

<td style="text-align: left; padding-bottom: 4pt; padding-left: 0.25in">Total assets of discontinued operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">17,745,621</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Current liabilities of discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Accounts payable and accrued expenses</td><td> </td> <td style="text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="text-align: right">2,642,566</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Contract liabilities</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,019,230</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Current portion of operating lease liabilities</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">329,015</td> <td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Finance lease liabilities</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">6,754</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Current portion of notes payable</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">64,170</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Current portion of convertible notes payable, net </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,195,867</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Total current liabilities of discontinued operations</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">5,257,602</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Non-current liabilities of discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Operating lease liabilities, net of current portion</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">949,734</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Notes payable, net of current portion</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">214,936</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Deferred tax liability</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">334,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 9pt"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0.25in">Total liabilities of discontinued operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">6,756,272</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table> The following information presents the major classes of line items constituting the loss from discontinued operations of High Mountain in the unaudited consolidated statements of operations for the three and nine months ended September 30, 2024 and 2023:   <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Three Months Ended
 September 30,</td> <td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Nine Months Ended
 September 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2023</td><td style="padding-bottom: 1.5pt; font-weight:

bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%">Revenues</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">7,628,235</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">7,437,294</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">23,438,316</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="width: 9%; text-align: right">23,497,107</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Operating Expenses</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 9pt">Cost of revenues</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">5,238,049</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4,228,778</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">14,348,494</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">14,190,699</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 9pt">Personnel</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,057,780</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,345,326</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4,757,423</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,410,042</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Depreciation and amortization</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">148,910</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">139,618</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">445,328</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">407,674</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">General and administrative</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,243,416</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">980,974</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,402,330</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,868,648</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Professional fees</td><td style="padding-bottom:

1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">19,845</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">41,112</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">108,439</td> <td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">93,201</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Total Operating Expenses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">8,708,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">6,735,808</td> <td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">23,062,014</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">20,970,264</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Income (loss) from operations</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(1,079,765</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">701,486</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">376,302</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">2,526,843</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Other Income (Expense)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Other income</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,290,000</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">35</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,290,275</td> <td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">35</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Interest

expense</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">17,016</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(337,641</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(227,439</td> <td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(827,777</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Amortization of debt discounts</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(12,064</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(19,912</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(64,306</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(58,114</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Gain (loss) on disposal of property and equipment</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">18,026</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(13,815</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">18,026</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Total Other Income (Expense)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,294,952</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(339,492</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">984,715</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(867,830</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; text-indent: -0.1in; padding-left: 0.1in">Net income from discontinued operations before income taxes</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">215,187</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">361,994</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,361,017</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,659,013</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; text-indent: -0.1in; padding-left: 0.1in">Income tax benefit</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">104,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">42,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">364,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right"><span style="font-family: Times New

Roman, Times, Serif">557,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt; text-indent: -0.1in; padding-left: 0.1in">Net income from discontinued operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">111,187</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">319,994</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">997,017</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="border-bottom: Black 4pt double; text-align: right">1,102,013</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-indent: -0.1in; padding-left: 0.1in"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td> <td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; text-indent: -0.1in; padding-left: 0.1in">Net income attributable to non-controlling interests from discontinued operations</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(8,340</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(24,000</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(74,777</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(82,651</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt; text-indent: -0.1in; padding-left: 0.1in">Net income from discontinued operations attributable to 1847 Holdings</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">102,847</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"> </td><td style="border-bottom: Black 4pt double; text-align: right">295,994</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"> </td><td style="border-bottom: Black 4pt double; text-align: right">922,240</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"> </td><td style="border-bottom: Black 4pt double; text-align: right">1,019,362</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">The following information presents the major classes of line items constituting significant operating, investing and financing cash flow activities from discontinued operations of High Mountain in the unaudited consolidated statements of cash flows for the nine months ended September 30, 2024 and 2023:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Nine Months Ended
 September 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td>Cash flows from operating activities</td><td> </td> <td colspan="2"> </td><td> </td><td> </td> <td colspan="2"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%; text-align: left; padding-left: 0.1in">Net income</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="width: 9%; text-align: right">997,017</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">1,102,013</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Adjustments to reconcile net income to net cash used in operating activities:</td><td> </td> <td style="text-align: left"> </td><td style="text-

align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.25in">Deferred taxes</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(334,000</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right">68,000</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.25in">Loss (gain) on disposal of property and equipment </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">13,815</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(18,026</td> <td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.25in">Depreciation and amortization</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">445,328</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">407,674</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.25in">Amortization of debt discounts</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">64,306</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">58,114</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.25in">Amortization of right-of-use assets</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">246,765</td> <td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">237,439</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Changes in operating assets and liabilities:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 0.25in">Receivables</td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right">158,434</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(1,170,263</td> <td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 0.25in">Inventories</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">164,662</td> <td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(492,091</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.25in">Prepaid expenses and other current assets</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">103,645</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(31,023</td><td style="text-align: left">) </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.25in">Accounts payable and accrued expenses</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">292,164</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">24,077</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.25in">Contract liabilities</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(150,298</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right">95,279</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Operating lease liabilities </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(243,685</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">223,634</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 0.375in; text-align: left; text-indent: 0pt">Net cash provided by operating activities from discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,758,153</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">

57,559</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Cash flows from investing activities</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Purchases of property and equipment</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(1,500</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.375in">Net cash used in investing activities from discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(1,500</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Cash flows from financing activities</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.25in">Repayments of notes payable and finance lease liabilities</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(355,951</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(50,515</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Repayments of convertible notes payable</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(1,260,173</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.375in">Net cash used in financing activities from discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(1,616,124</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(50,515</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt">Net change in cash and cash equivalents from discontinued operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">142,029</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="border-bottom: Black 4pt double; text-align: right">5,544</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table>1060095The following information presents the major classes of line item of assets and liabilities included as part of discontinued operations of Asien's in the consolidated balance sheet as of December 31, 2023:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: left">Current assets of discontinued operations</td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%; text-align: left; padding-left: 0.125in">Cash and cash equivalents</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">34,470</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 9pt">Investments</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">278,521</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 9pt">Receivables</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">88,770</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Inventories, net</td><td> </td> <td

*style="text-align: left"> </td><td style="text-align: right">1,398,088</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Prepaid expenses and other current assets</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">140,102</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Total current assets of discontinued operations</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,939,951</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Non-current assets of discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Property and equipment, net</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">88,505</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 27pt"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0.25in">Total assets of discontinued operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">2,028,456</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Current liabilities of discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Accounts payable and accrued expenses</td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">923,945</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Customer deposits</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,143,493</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Current portion of notes payable</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">29,777</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Total current liabilities of discontinued operations</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,097,215</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Non-current liabilities of discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Notes payable, net of current portion</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">34,965</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 9pt"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0.25in">Total liabilities of discontinued operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">3,132,180</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0 0pt 0.5in; text-align: justify"> </p>The following information presents the major classes of line item of assets and liabilities included as part of discontinued operations of ICU Eyewear in the consolidated balance sheet as of December 31, 2023:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td>Current assets of discontinued operations</td><td> </td> <td colspan="2"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%; text-align: left; padding-left: 9pt">Cash and cash equivalents</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="width: 9%; text-align: right">12,594</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Receivables, net</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,578,764</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Inventories, net</td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right">5,123,478</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Prepaid expenses and other current assets</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">19,990</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Total current assets of discontinued operations</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">6,734,826</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Non-current assets of discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Property and equipment, net</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">313,915</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Operating lease right-of-use assets</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,690,937</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Long-term deposits</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">74,800</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom;*

background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Intangible assets, net</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">500,383</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-bottom: 1.5pt; padding-left: 9pt">Goodwill</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">757,283</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 27pt"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0.25in">Total assets of discontinued operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">10,072,144</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Current liabilities of discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.125in">Accounts payable and accrued expenses</td><td> </td> <td style="text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="text-align: right">5,580,313</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Current portion of operating lease liabilities </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">274,683</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Total current liabilities of discontinued operations</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">5,854,996</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Non-current liabilities of discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Operating lease liabilities, net of current portion</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,459,184</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Revolving line of credit, net</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,647,511</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Deferred tax liability</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">15,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 9pt"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0.25in">Total liabilities of discontinued operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">10,976,691</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0 0pt 0.5in; text-align: justify"> </p>The following information presents the major classes of line item of assets and liabilities included as part of discontinued operations of High Mountain in the consolidated balance sheet as of December 31, 2023:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td>Current assets of discontinued operations</td><td> </td> <td colspan="2"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%; text-align: left; padding-left: 9pt">Cash and cash equivalents</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="width: 9%; text-align: right">45,905</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Receivables, net</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4,186,800</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Inventories, net</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,082,940</td><td style="text-align: left"><span style="font-family: Times New Roman, Times,

Serif"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Prepaid expenses and other current assets</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">106,342</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Total current assets of discontinued operations</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">5,421,987</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Non-current assets of discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Property and equipment, net</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">433,902</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Operating lease right-of-use assets</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,219,813</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Long-term deposits</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">29,400</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Intangible assets, net</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,268,642</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-bottom: 1.5pt; padding-left: 9pt">Goodwill</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">8,371,877</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 27pt"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0.25in">Total assets of discontinued operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">17,745,621</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Current liabilities of discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Accounts payable and accrued expenses</td><td> </td> <td style="text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="text-align: right">2,642,566</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Contract liabilities</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,019,230</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Current portion of operating lease liabilities</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">329,015</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Finance lease liabilities</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">6,754</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Current portion of notes payable</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">64,170</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Current portion of convertible notes payable, net </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,195,867</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Total current liabilities of discontinued operations</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">5,257,602</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Non-current liabilities of discontinued operations</td><td> </td> <td style="text-align: left"><span style="font-family: Times New Roman, Times,

Serif"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Operating lease liabilities, net of current portion</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">949,734</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Notes payable, net of current portion</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">214,936</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Deferred tax liability</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">334,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 9pt"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0.25in">Total liabilities of discontinued operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">6,756,272</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table>
3447027852188770139808814010219399518850520845692394521434932977730972153496531321 80The following information presents the major classes of line items constituting the loss from discontinued operations of Asien's in the unaudited consolidated statements of operations for the three and nine months ended September 30, 2024 and 2023:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Three Months Ended
 September 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Nine Months Ended
 September 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"><td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%">Revenues</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right"> -</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">2,421,008</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">870,952</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="width: 9%; text-align: right">6,887,589</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Operating Expenses</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 0.125in">Cost of revenues</td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right">1,976,031</td><td style="text-align: left"> </td><td><span style="font-family: Times New Roman, Times,

Serif"> </td> <td style="text-align: left"> </td><td style="text-align: right">744,706</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">5,461,866</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 9pt">Personnel</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">246,567</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">98,213</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">784,561</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Depreciation and amortization</td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right">46,603</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">7,702</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">139,809</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">General and administrative</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">369,835</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">203,377</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,118,993</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Professional fees</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">42,204</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">78,807</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">150,678</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Total Operating Expenses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">2,681,240</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,132,805</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">7,655,907</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Loss from operations</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(260,232</td><td style="padding-bottom: 1.5pt; text-align: left"><span style="font-family: Times New Roman,

Times, Serif">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(261,853</td> <td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(768,318</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Other income (expense)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(6,191</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(5,817</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Interest expense</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(33,837</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(724</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(280,979</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Total Other Expense</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(40,028</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(724</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(286,796</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; text-indent: -0.1in; padding-left: 0.1in">Net loss from discontinued operations before income taxes</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(300,260</td><td style="text-align: left">)</td><td><span

style="font-family: Times New Roman, Times, Serif"> </td> <td style="text-align: left"> </td><td style="text-align: right">(262,577</td> <td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(1,055,114</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; text-indent: -0.1in; padding-left: 0.1in">Income tax benefit</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,145</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">43,145</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt; text-indent: -0.1in; padding-left: 0.1in">Net loss from discontinued operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">-</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(299,115</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(262,577</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="border-bottom: Black 4pt double; text-align: right">(1,011,969</td><td style="padding-bottom: 2.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-indent: -0.1in; padding-left: 0.1in"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; text-indent: -0.1in; padding-left: 0.1in">Net income (loss) attributable to non-controlling interests from discontinued operations</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">14,955</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(59,304</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">50,598</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt; text-indent: -0.1in; padding-left: 0.1in">Net loss from discontinued operations attributable to 1847 Holdings</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">-</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"> </td><td style="border-bottom: Black 4pt double; text-align: right">(284,160</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"> </td><td style="border-bottom: Black 4pt double; text-align: right">(321,881</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"> </td><td style="border-bottom: Black 4pt double; text-align: right">(961,371</td><td style="padding-bottom: 2.5pt; text-align: left">)</td></tr> </table> The following information presents the major classes of line items constituting the loss from discontinued operations of ICU Eyewear in the unaudited consolidated statements of operations for the three and nine months ended September 30, 2024 and 2023:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Three Months Ended
 September 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Nine Months Ended
 September 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"><span style="font-family: Times New Roman, Times,

Serif"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%">Revenues</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">1,239,327</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">4,243,254</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">8,212,395</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="width: 9%; text-align: right">11,530,027</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Operating Expenses</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 9pt">Cost of revenues</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,238,021</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,195,105</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">5,658,551</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">8,572,656</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 9pt">Personnel</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">310,888</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">751,485</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,564,842</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,070,996</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Depreciation and amortization</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">39,454</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">108,636</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">248,646</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">277,839</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">General and administrative</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">316,146</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">270,540</td><td style="text-align: left"> </td><td><span style="font-family: Times New Roman, Times,

Serif"> </td> <td style="text-align: left"> </td><td style="text-align: right">1,526,278</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">951,627</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Professional fees</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">47,522</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(61,381</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">672,855</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">132,967</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Impairment of goodwill and intangible assets</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,216,966</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Total Operating Expenses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,952,031</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">4,264,385</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">10,888,138</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">12,006,085</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"

style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Other income</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(17,370</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right">(181,200</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,583</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(136,849</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Interest expense</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(531,250</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(521,899</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(911,437</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(785,202</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Amortization of debt discounts</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(13,175</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(683,029</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(13,175</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Gain on bargain purchase</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">2,639,861</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Total Other Income (Expense)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(548,620</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(716,274</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(1,591,883</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,704,635</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; text-indent: -0.1in; padding-left: 0.1in">Net income (loss) from discontinued operations before income taxes</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(1,261,324</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(737,405</td><td style="text-align: left">)</td><td> </td> <td

*style="text-align: left"> </td><td style="text-align: right">(4,267,626</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,228,577</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; text-indent: -0.1in; padding-left: 0.1in">Income tax benefit (expense)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(5,831</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">11,250</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(13,152</td> <td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt; text-indent: -0.1in; padding-left: 0.1in">Net income (loss) from discontinued operations</td> <td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(1,261,324</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(743,236</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(4,256,376</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="border-bottom: Black 4pt double; text-align: right">1,215,425</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr></table> The following information presents the major classes of line items constituting the loss from discontinued operations of High Mountain in the unaudited consolidated statements of operations for the three and nine months ended September 30, 2024 and 2023:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Three Months Ended
 September 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Nine Months Ended
 September 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%">Revenues</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">7,628,235</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">7,437,294</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">23,438,316</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="width: 9%; text-align: right">23,497,107</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Operating Expenses</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"><span style="font-family:*

Times New Roman, Times, Serif"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 9pt">Cost of revenues</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">5,238,049</td> <td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4,228,778</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">14,348,494</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">14,190,699</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 9pt">Personnel</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,057,780</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,345,326</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4,757,423</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,410,042</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Depreciation and amortization</td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right">148,910</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">139,618</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">445,328</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">407,674</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">General and administrative</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,243,416</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">980,974</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,402,330</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,868,648</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Professional fees</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">19,845</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">41,112</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">108,439</td> <td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">93,201</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Total Operating Expenses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">8,708,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">6,735,808</td> <td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">23,062,014</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">20,970,264</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td><span style="font-family: Times New

Roman, Times, Serif"> </td> <td style="text-align: left"> </td> <td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Income (loss) from operations</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: right">(1,079,765</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">701,486</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">376,302</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">2,526,843</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Other income</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,290,000</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">35</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,290,275</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">35</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Interest expense</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">17,016</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(337,641</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(227,439</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(827,777</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Amortization of debt discounts</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(12,064</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(19,912</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(64,306</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(58,114</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Gain (loss) on disposal of property and equipment</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">18,026</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(13,815</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">18,026</td><td style="padding-bottom: 1.5pt; text-align: left"><span

style="font-family: Times New Roman, Times, Serif"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Total Other Income (Expense) </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,294,952</td> <td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(339,492</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">984,715</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(867,830</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; text-indent: -0.1in; padding-left: 0.1in">Net income from discontinued operations before income taxes</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">215,187</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">361,994</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,361,017</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,659,013</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; text-indent: -0.1in; padding-left: 0.1in">Income tax benefit</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">104,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">42,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">364,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">557,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt; text-indent: -0.1in; padding-left: 0.1in">Net income from discontinued operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">111,187</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">319,994</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">997,017</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="border-bottom: Black 4pt double; text-align: right">1,102,013</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-indent: -0.1in; padding-left: 0.1in"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; text-indent: -0.1in; padding-left: 0.1in">Net income attributable to non-controlling interests from discontinued operations</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(8,340</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(24,000</td><td style="padding-bottom: 1.5pt; text-align: left">) </td><td style="padding-bottom: 1.5pt"> </td> <td

style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(74,777</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(82,651</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt; text-indent: -0.1in; padding-left: 0.1in">Net income from discontinued operations attributable to 1847 Holdings</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">102,847</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"> </td><td style="border-bottom: Black 4pt double; text-align: right">295,994</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"> </td><td style="border-bottom: Black 4pt double; text-align: right">922,240</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"> </td><td style="border-bottom: Black 4pt double; text-align: right">1,019,362</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table>
2421008870952688758919760317447065461866246567982137845614660377021398093698352033771118993422047880715067826812426023226185376831861915817-33837-724-280979-40028-724-286796-300260-262577-1055114-1145-43145-299115-262577-1011969-1495559304-50598-284160-321881-961371The following information presents the major classes of line items constituting significant operating, investing and financing cash flow activities from discontinued operations of Asien's in the unaudited consolidated statements of cash flows for the nine months ended September 30, 2024 and 2023:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Nine Months Ended
 September 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td>Cash flows from operating activities</td><td> </td> <td colspan="2"> </td><td> </td><td> </td> <td colspan="2"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%; text-align: left; padding-left: 0.1in">Net loss</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">(262,577</td><td style="width: 1%; text-align: left">)</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="width: 9%; text-align: right">(1,011,969</td><td style="width: 1%; text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Adjustments to reconcile net loss to net cash used in operating activities:</td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.25in">Deferred taxes</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(43,000</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.25in">Depreciation and amortization</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">7,702</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">139,809</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Changes in operating assets and liabilities:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 0.25in">Receivables</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">73,769</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">137,546</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 0.25in">Inventories</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">213,309</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">42,460</td><td style="text-align: left"><span style="font-family: Times New Roman, Times,

Serif"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.25in">Prepaid expenses and other current assets</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">108,686</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(86,813</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.25in">Accounts payable and accrued expenses</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">320,362</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,178,940</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Customer deposits</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(474,803</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(473,522</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 0.375in; text-align: left; text-indent: 0pt">Net cash used in operating activities from discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(13,462</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(116,549</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Cash flows from investing activities</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Investments in certificates of deposit</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(506</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 0.375in; text-align: left; text-indent: 0pt">Net cash used in investing activities from discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(506</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Cash flows from financing activities</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Repayments of notes payable</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(4,836</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(21,237</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.375in">Net cash used in financing activities from discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(4,836</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(21,237</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"><span style="font-family: Times New Roman,

Times, Serif"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt">Net change in cash and cash equivalents from discontinued operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(18,298</td> <td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(138,292</td><td style="padding-bottom: 2.5pt; text-align: left">)</td></tr> </table>The following information presents the major classes of line items constituting significant operating, investing and financing cash flow activities from discontinued operations of ICU Eyewear in the unaudited consolidated statements of cash flows for the nine months ended September 30, 2024 and 2023:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Nine Months Ended
 September 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td>Cash flows from operating activities</td><td> </td> <td colspan="2"> </td><td> </td><td> </td> <td colspan="2"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%; text-align: left; padding-left: 0.1in">Net income (loss)</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">(4,256,376</td><td style="width: 1%; text-align: left">)</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="width: 9%; text-align: right">1,215,425</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Adjustments to reconcile net income (loss) to net cash used in operating activities:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.25in">Deferred taxes</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(15,000</td><td style="text-align: left">) </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">9,000</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.25in">Inventory reserve</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">45,000</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">120,000</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.25in">Gain on bargain purchase</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right">(2,639,861</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.25in">Impairment of goodwill and intangible assets</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,216,966</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.25in">Depreciation and amortization</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">248,646</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">277,839</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.25in">Amortization of debt discounts</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">683,029</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">13,175</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.25in">Amortization of right-of-use assets</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">192,796</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">87,715</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Changes in operating assets and liabilities:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td

style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 0.25in">Receivables</td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right">481,202</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">252,051</td> <td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 0.25in">Inventories</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,202,730</td> <td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">772,700</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.25in">Prepaid expenses and other current assets</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(14,895</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(10,093</td><td style="text-align: left">) </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.25in">Accounts payable and accrued expenses</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">857,085</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,283,528</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Operating lease liabilities </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(176,336</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(66,249</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 0.375in; text-align: left; text-indent: 0pt">Net cash provided by operating activities from discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">464,847</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,315,230</td><td style="text-align: left"> </td> </tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Cash flows from investing activities</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.25in">Investments in certificates of deposit</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(3,670,887</td><td style="text-align: left">) </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Purchases of property and equipment</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(211,492</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.375in">Net cash used in investing activities from discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(3,882,379</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Cash flows from financing activities</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"><span style="font-family: Times

New Roman, Times, Serif"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Net proceeds (repayments) of revolving line of credit</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(80,540</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,086,227</td> <td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.375in">Net cash provided by (used in) financing activities from discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(80,540 </td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,086,227</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt">Net change in cash and cash equivalents from discontinued operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">384,307</td> <td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">1,519,078</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table>The following information presents the major classes of line items constituting significant operating, investing and financing cash flow activities from discontinued operations of High Mountain in the unaudited consolidated statements of cash flows for the nine months ended September 30, 2024 and 2023:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Nine Months Ended
 September 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td>Cash flows from operating activities</td><td> </td> <td colspan="2"> </td><td> </td><td> </td> <td colspan="2"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%; text-align: left; padding-left: 0.1in">Net income</td> <td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">997,017</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="width: 9%; text-align: right">1,102,013</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Adjustments to reconcile net income to net cash used in operating activities: </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.25in">Deferred taxes</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(334,000</td><td style="text-align: left">) </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">68,000</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.25in">Loss (gain) on disposal of property and equipment</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">13,815</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(18,026</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.25in">Depreciation and amortization</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">445,328</td> <td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">407,674</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.25in">Amortization of debt discounts</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">64,306 </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">58,114</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom;

background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.25in">Amortization of right-of-use assets</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">246,765</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">237,439</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Changes in operating assets and liabilities:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 0.25in">Receivables</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">158,434</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(1,170,263</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 0.25in">Inventories</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">164,662</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(492,091</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.25in">Prepaid expenses and other current assets</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">103,645</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(31,023</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.25in">Accounts payable and accrued expenses</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">292,164</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">24,077</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.25in">Contract liabilities</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(150,298</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">95,279</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Operating lease liabilities</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(243,685</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(223,634</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 0.375in; text-align: left; text-indent: 0pt">Net cash provided by operating activities from discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,758,153</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">57,559</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Cash flows from investing activities</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Purchases of property and equipment</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(1,500</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.375in">Net cash used in investing activities from discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(1,500</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td> </td><td><span style="font-family: Times New Roman, Times,

Serif"> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Cash flows from financing activities</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.25in">Repayments of notes payable and finance lease liabilities</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(355,951</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(50,515</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.25in">Repayments of convertible notes payable</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(1,260,173</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.375in">Not cash used in financing activities from discontinued operations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(1,616,124</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(50,515</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt">Net change in cash and cash equivalents from discontinued operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">142,029</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="border-bottom: Black 4pt double; text-align: right">5,544</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table>2625771011969-430007702139809-73769-137546-213399-42460-1086868681332036211789 40-474803-473522-13462-116549506-506483621237-4836-21237-18298-1382924250000484173548417354841735484173541259415787645123478199906734826313915169093774800500383757283100721445580313613816728551329 67-121696619520314264385108881381200608 5-712704-21131-2675743-476058173701812 00-2583136849-531250-521899-911437-785202131756830291 31752639861-548620-716274-15918831704635-1261324-737405-426762612285775831-1125013152-1261324-743236-425637612154254256376-1215425-150009000-45000-1200002639861216966248646277839683029131751927968771 5-481202-252051-1202730-772700148951009385708522835 28-176336-662494648472315230367088721149 2-3882379-805403086227-805403086227384307151907817000000170000041817914181791418179141817914590541868001082940106342542198743390212198132940107976570148637630225268 43-1290000-35-1290275-3517016-337641-227439-827777120641991264306581141802 6-138151802612949 52-339492984715-867830215187361994136101716590 13-104000-42000-364000-5570001111873199949970171102013834024000747778265110284729594922240101936 2-997017-1102013-33400068000-138151802644532840767464306581142467652374 39-1584341170263-1646624920 91-103645310232921642407 7-150298952 79-243685-223634175815357559150 0-150035595150515126017 3-1616124-505151420295544 NOTE 4—DISAGGREGATION OF REVENUES AND SEGMENT REPORTING   Following the divesture of the retail and appliances segment and the retail and eyewear segment, the Company now has two reportable segments: The Construction Segment specializes in designing, building, and installing custom cabinetry and countertops.   The Automotive Supplies Segment provides horn and safety products (electric, air, truck, marine, motorcycle, and industrial equipment) and vehicle emergency and safety warning lights (cars, trucks, industrial equipment, and emergency vehicles).   The Company reports all other business activities that are not reportable in the Corporate Services Segment. The Company provides general corporate services to its segments; however, these services are not considered when making operating decisions and assessing segment performance. The Corporate Services Segment includes costs associated with executive management, financing activities and other public company-related costs. The Company’s revenues for the three months ended September 30, 2024 and 2023 are disaggregated as follows: <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="10" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">For the Three Months Ended
 September 30, 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Construction</td> <td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid"><span style="font-family: Times New Roman, Times,

*Serif">Automotive Supplies</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td>Revenues</td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 64%; text-align: left; padding-left: 0.125in">Automotive horns</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">-</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">934,848</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">934,848</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Automotive lighting</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">18,621</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">18,621</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Custom cabinets and countertops</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,805,621</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,805,621</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt">Total Revenues</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">3,805,621</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">953,469</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">4,759,090</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table>   <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="10" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">For the Three Months Ended
 September 30, 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Construction</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Automotive Supplies</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td>Revenues</td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 64%; text-align: left; padding-left: 9pt">Automotive horns</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">-</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">616,189</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">616,189</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Automotive lighting</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"><span style="font-family: Times*

*New Roman, Times, Serif">266,891</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">266,891</td><td style="text-align: left"> </td> </tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Custom cabinets and countertops</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,793,285</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,793,285</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt">Total Revenues</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">3,793,285</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">883,080</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">4,676,365</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">The Company's revenues for the nine months ended September 30, 2024 and 2023 are disaggregated as follows:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="10" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">For the Nine Months Ended
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text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">12,390,797</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="10" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">For the Nine Months Ended
 September 30, 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Construction</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Automotive Supplies</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td>Revenues</td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 64%; text-align: left; padding-left: 9pt">Automotive horns</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">-</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">2,408,638</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">2,408,638</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Automotive lighting</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,098,745</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,098,745</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Custom cabinets and countertops</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">8,150,092</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">8,150,092</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt">Total Revenues</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">8,150,092</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">3,507,383</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">11,657,475</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">Segment information for the three months ended September 30, 2024 and 2023 are as follows:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="14" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">For the Three Months Ended
 September 30, 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Construction</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Automotive Supplies</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Corporate Services</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%; text-indent: -9pt; padding-left: 9pt">Revenues</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">3,805,621</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">953,469</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">-</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">4,759,090</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; text-indent: -9pt; padding-left: 9pt">Operating expenses</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align:

left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-indent: -9pt; padding-left: 0.25in">Cost of revenues</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,425,247</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">577,525</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,002,772</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-indent: -9pt; padding-left: 0.25in">Personnel</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,115,418</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">233,982</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,057,455</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,406,855</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; text-indent: -9pt; padding-left: 0.25in">Personnel – corporate allocation</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(84,930</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(40,092</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">125,022</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; text-indent: -9pt; padding-left: 0.25in">Depreciation and amortization</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">166,935</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">69</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">167,004</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; text-indent: -9pt; padding-left: 0.25in">General and administrative</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">415,239</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">177,348</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">239,578</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">832,165</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; text-indent: -9pt; padding-left: 0.25in">General and administrative – management fees</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">83,333</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">75,000</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,215,000</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,373,333</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; text-indent: -9pt; padding-left: 0.25in">General and administrative – corporate allocation</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(64,618</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(55,142</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">119,760</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; text-indent: -9pt; padding-left: 0.25in">Professional fees</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">24,403</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">22,474</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">664,147</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">711,024</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; text-indent: -9pt; padding-left: 0.25in">Impairment of goodwill and intangible assets</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">679,175</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">679,175</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; text-indent: -9pt; padding-left: 9pt">Total operating expenses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,760,202</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">991,164</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,420,962</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">8,172,328</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt; text-indent: -9pt; padding-left: 9pt">Income (loss) from operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">45,419</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(37,695</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(3,420,962</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(3,413,238</td><td style="padding-bottom: 2.5pt; text-align: left">)</td></tr> </table>   <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="14" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">For the Three Months Ended
 September 30, 2023</td> <td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Construction</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Automotive Supplies</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Corporate Services</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%">Revenues</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">3,793,285</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">883,080</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">-</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="width: 9%; text-align: right">4,676,365

</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Operating expenses</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,869,779</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 0.125in">Personnel</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">972,355</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">280,416</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">410,490</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,663,261</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 0.125in; text-align: left">Personnel - corporate allocation</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(142,800</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(71,400</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">214,200</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 0.125in; text-align: left">Depreciation and amortization</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">279,171</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">51,939</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">331,110</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 0.125in; text-align: left">General and administrative</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">597,105</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">187,425</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">484,392</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,268,922</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 0.125in; text-align: left">General and administrative - management fees</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">83,334</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">75,000</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">158,334</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 0.125in; text-align: left">General and administrative - corporate allocation</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(134,671</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(19,355</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left">

</td><td style="text-align: right">154,026</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 0.125in; text-align: left">Professional fees</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">42,815</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">44,160</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">505,227</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">592,202</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 0.125in; text-align: left; padding-bottom: 1.5pt">Impairment of goodwill and intangible assets</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Total operating expenses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">2,941,247</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,174,026</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,768,335</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">5,883,608</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt">Income (loss) from operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">852,038</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(290,946</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(1,768,335</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="border-bottom: Black 4pt double; text-align: right">(1,207,243</td><td style="padding-bottom: 2.5pt; text-align: left">)</td></tr> </table>   Segment information for the nine months ended September 30, 2024 and 2023 are as follows: <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="14" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">For the Nine Months Ended
 September 30, 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Construction</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Automotive Supplies</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Corporate Services</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%">Revenues</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">8,555,880</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">3,834,917</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">-</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">12,390,797</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Operating expenses</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 9pt">Cost of revenues</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4,084,493</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,470,378</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">6,554,871</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 9pt">Personnel</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,177,552</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align:

right">803,013</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">994,951</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4,975,516</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Personnel – corporate allocation</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(255,515</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(127,010</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">382,525</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Depreciation and amortization</td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right">507,117</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">207</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">507,324</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">General and administrative</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,298,328</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">579,673</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">230,523</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,108,524</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">General and administrative – management fees</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">250,000</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">225,000</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,215,000</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,690,000</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">General and administrative – corporate allocation</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(304,442</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(143,955</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">448,397</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Professional fees</td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right">75,830</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">204,608</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4,155,289</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4,435,727</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Impairment of goodwill and intangible assets</td> <td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">679,175</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">679,175</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Total operating expenses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">9,512,538</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">4,011,914</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">7,426,685</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">20,951,137</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt">Loss from operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(956,658</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(176,997</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(7,426,685</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(8,560,340</td><td style="padding-bottom: 2.5pt; text-align: left">)</td></tr> </table> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="14" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">For the Nine Months Ended
 September 30, 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Construction</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Automotive Supplies</td> <td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Corporate Services</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%">Revenues</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">8,150,092 </td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">3,507,383</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> $</td><td style="width: 9%; text-align: right">-</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="width: 9%; text-align: right">11,657,475</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Operating expenses</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr><td><span

style="font-family: Times New Roman, Times, Serif"> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 0.125in">Cost of revenues</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,857,695</td><td style="text-align: left"> </td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,161,209</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td> <td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">6,018,904</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 0.125in">Personnel</td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right">2,688,790</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">927,245</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">79,229</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,695,264</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.125in">Personnel - corporate allocation</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(452,200</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(226,100</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">678,300</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.125in">Depreciation and amortization</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">837,234</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">155,817</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">993,051</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.125in">General and administrative</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,323,757</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">618,926</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">430,096</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,372,779</td><td style="text-align: left"> </td> </tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.125in">General and administrative - management fees</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">250,000</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">225,000</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">475,000</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.125in">General and administrative - corporate allocation</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(406,143</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(140,797</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">546,940</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.125in">Professional fees</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">109,551</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"><span style="font-family: Times

New Roman, Times, Serif">152,158</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">820,288</td><td style="text-align: left"> </td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,081,997</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.125in">Impairment of goodwill and intangible assets</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Total operating expenses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">8,208,684</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,873,458</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">2,554,853</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">14,636,995</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt">Loss from operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(58,592</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(366,075</td> <td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(2,554,853</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="border-bottom: Black 4pt double; text-align: right">(2,979,520</td><td style="padding-bottom: 2.5pt; text-align: left">)</td></tr> </table>   Total assets by operating segment as of September 30, 2024 are as follows: <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="14" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">As of September 30, 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Construction</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Automotive Supplies</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Corporate Services</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td>Assets</td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 0.125in; width: 52%; text-align: left">Current assets</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">1,795,127</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">1,611,528</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right"><span style="font-family: Times New Roman, Times,

*Serif">10,084,458</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">13,491,113</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 0.125in; text-align: left">Long-lived assets</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,313,266</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">91,333</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,404,599</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 0.125in; padding-bottom: 1.5pt">Goodwill</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td> <td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt">Total assets</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">5,108,393</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">1,702,861</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">10,084,458</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">16,895,712</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table>2The Company's revenues for the three months ended September 30, 2024 and 2023 are disaggregated as follows:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="10" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">For the Three Months Ended
 September 30, 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Construction</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Automotive Supplies</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td>Revenues</td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 64%; text-align: left; padding-left: 0.125in">Automotive horns</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">-</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">934,848</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">934,848</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Automotive lighting</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">18,621</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">18,621</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Custom cabinets and countertops</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"><span*

*style="font-family: Times New Roman, Times, Serif"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,805,621</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,805,621</td> <td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt">Total Revenues</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td> <td style="border-bottom: Black 4pt double; text-align: right">3,805,621</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">953,469</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">4,759,090</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table><table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="10" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">For the Three Months Ended
 September 30, 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Construction</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Automotive Supplies</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td>Revenues</td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 64%; text-align: left; padding-left: 9pt">Automotive horns</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">-</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">616,189</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">616,189</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Automotive lighting</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">266,891</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">266,891</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Custom cabinets and countertops</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,793,285</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,793,285</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt">Total Revenues</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">3,793,285</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="border-bottom: Black 4pt double; text-align: right">883,080</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">4,676,365</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table>*

*The Company's revenues for the nine months ended September 30, 2024 and 2023 are disaggregated as follows:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="10" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">For the Nine Months Ended
 September 30, 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom">*

<td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Construction</td> <td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Automotive Supplies</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td>Revenues</td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 64%; text-align: left; padding-left: 9pt">Automotive horns</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">-</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">3,085,473</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">3,085,473</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Automotive lighting</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">749,444</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">749,444</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Custom cabinets and countertops</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">8,555,880</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">8,555,880</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt">Total Revenues</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">8,555,880</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">3,834,917</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">12,390,797</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table><table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="10" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">For the Nine Months Ended
 September 30, 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Construction</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Automotive Supplies</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td>Revenues</td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 64%; text-align: left; padding-left: 9pt">Automotive horns</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">-</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">2,408,638</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">2,408,638</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt"><span style="font-family: Times New Roman, Times,

Serif">Automotive lighting</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,098,745</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,098,745</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Custom cabinets and countertops</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">8,150,092</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">8,150,092</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt">Total Revenues</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">8,150,092</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="border-bottom: Black 4pt double; text-align: right">11,657,475</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table> 9348489348481862118621380562138056213805621380562195346947590906161896161892668912668913793285379328537932853793285883080467636 style="font-family: Times New Roman, Times, Serif">Segment information for the three months ended September 30, 2024 and 2023 are as follows:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="14" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">For the Three Months Ended
 September 30, 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Construction</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Automotive Supplies</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Corporate Services</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%; text-indent: -9pt; padding-left: 9pt">Revenues</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">3,805,621</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">953,469</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">-</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">4,759,090</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; text-indent: -9pt; padding-left: 9pt">Operating expenses</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-indent: -9pt; padding-left: 0.25in">Cost of revenues</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,425,247</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">577,525</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,002,772</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-indent: -9pt; padding-left: 0.25in">Personnel</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,115,418</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">233,982</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,057,455</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,406,855</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; text-indent: -9pt; padding-left: 0.25in">Personnel – corporate allocation</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(84,930</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(40,092</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">125,022</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; text-indent: -9pt; padding-left: 0.25in">Depreciation and amortization</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">166,935</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">69</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">167,004</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; text-indent: -9pt; padding-left: 0.25in">General and administrative</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">415,239</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">177,348</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">239,578</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">832,165</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; text-indent: -9pt; padding-left: 0.25in">General and administrative – management fees</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">83,333</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">75,000</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,215,000</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,373,333</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; text-indent: -9pt; padding-left: 0.25in">General and administrative – corporate allocation</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(64,618</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(55,142</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">119,760</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; text-indent: -9pt; padding-left: 0.25in">Professional fees</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">24,403</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">22,474</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">664,147</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">711,024</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; text-indent: -9pt; padding-left: 0.25in">Impairment of goodwill and intangible assets</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom:

Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">679,175</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">679,175</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; text-indent: -9pt; padding-left: 9pt">Total operating expenses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,760,202</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">991,164</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,420,962</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">8,172,328</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt; text-indent: -9pt; padding-left: 9pt">Income (loss) from operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">45,419</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(37,695</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(3,420,962</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(3,413,238</td><td style="padding-bottom: 2.5pt; text-align: left">)</td></tr> </table><table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="14" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">For the Three Months Ended
 September 30, 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Construction</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Automotive Supplies</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Corporate Services</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%">Revenues</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">3,793,285</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">883,080</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">-</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="width: 9%; text-align: right">4,676,365</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Operating expenses</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 0.125in">Cost of revenues</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,243,938</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">625,841</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,869,779</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 0.125in">Personnel</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">972,355</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">280,416</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">410,490</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,663,261</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 0.125in; text-align: left">Personnel - corporate allocation</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(142,800</td><td style="text-align: left">)

</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(71,400</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">214,200</td> <td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 0.125in; text-align: left">Depreciation and amortization</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">279,171</td> <td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">51,939</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">331,110</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 0.125in; text-align: left">General and administrative</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">597,105</td> <td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">187,425</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">484,392</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,268,922</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 0.125in; text-align: left">General and administrative – management fees</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">83,334</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">75,000</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">158,334</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 0.125in; text-align: left">General and administrative – corporate allocation</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(134,671</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(19,355</td> <td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">154,026</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 0.125in; text-align: left">Professional fees</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">42,815</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">44,160</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">505,227</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">592,202</td><td style="text-align: left"> </td> </tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 0.125in; text-align: left; padding-bottom: 1.5pt">Impairment of goodwill and intangible assets</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Total operating expenses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">2,941,247</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,174,026</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"><span style="font-family: Times New

Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,768,335</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">5,883,608</td> <td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt">Income (loss) from operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">852,038</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(290,946</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(1,768,335</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="border-bottom: Black 4pt double; text-align: right">(1,207,243</td><td style="padding-bottom: 2.5pt; text-align: left">)</td></tr> </table>Segment information for the nine months ended September 30, 2024 and 2023 are as follows:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="14" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">For the Nine Months Ended
 September 30, 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Construction</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Automotive Supplies</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Corporate Services</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%">Revenues</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">8,555,880</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">3,834,917</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">-</td> <td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">12,390,797</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Operating expenses</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 9pt">Cost of revenues</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4,084,493</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,470,378</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">6,554,871</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 9pt">Personnel</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,177,552</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">803,013</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">994,951</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4,975,516</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">Personnel – corporate allocation</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(255,515</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(127,010</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">382,525</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Depreciation and amortization</td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right">507,117</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">207</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">507,324</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">General and administrative</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,298,328</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">579,673</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">230,523</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,108,524</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">General and administrative – management fees</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">250,000</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">225,000</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,215,000</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,690,000</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 9pt">General and administrative – corporate allocation</td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right">(304,442</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(143,955</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">448,397</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 9pt">Professional fees</td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right">75,830</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">204,608</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4,155,289</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4,435,727</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 9pt">Impairment of goodwill and intangible assets</td> <td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">679,175</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">679,175</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Total operating expenses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">9,512,538</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">4,011,914</td> <td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">7,426,685</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">20,951,137</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr

*style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt">Loss from operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(956,658</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(176,997</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(7,426,685</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(8,560,340</td><td style="padding-bottom: 2.5pt; text-align: left">)</td></tr> </table> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="14" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">For the Nine Months Ended
 September 30, 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Construction</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Automotive Supplies</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Corporate Services</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%">Revenues</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">8,150,092</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">3,507,383</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">-</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="width: 9%; text-align: right">11,657,475</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Operating expenses</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right

style="font-family: Times New Roman, Times, Serif">155,817</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">993,051</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.125in">General and administrative</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,323,757</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">618,926</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">430,096</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,372,779</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.125in">General and administrative - management fees</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">250,000</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">225,000</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">475,000</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.125in">General and administrative - corporate allocation</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(406,143</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(140,797</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">546,940</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.125in">Professional fees</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">109,551</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">152,158</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">820,288</td><td style="text-align: left"> </td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,081,997</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.125in">Impairment of goodwill and intangible assets</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Total operating expenses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">8,208,684</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,873,458</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">2,554,853</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">14,636,995</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt">Loss from operations</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(58,592</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td

style="border-bottom: Black 4pt double; text-align: right">(366,075</td> <td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">(2,554,853</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="border-bottom: Black 4pt double; text-align: right">(2,979,520</td><td style="padding-bottom: 2.5pt; text-align: left">)</td></tr> </table><table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="14" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">As of September 30, 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Construction</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Automotive Supplies</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Corporate Services</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td>Assets</td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 0.125in; width: 52%; text-align: left">Current assets</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">1,795,127</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">1,611,528</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">10,084,458</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="width: 9%; text-align: right">13,491,113</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 0.125in; text-align: left">Long-lived assets</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,313,266</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">91,333</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,404,599</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 0.125in; padding-bottom: 1.5pt">Goodwill</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt">Total assets</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">5,108,393</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">1,702,861</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">10,084,458</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="border-bottom: Black 4pt double; text-align: right">16,895,712</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr>

</table>380562195346947590901425247577525200277211154182339821057455240685 5-84930-400921250221669356916700441523917734823957883216583333750001215000137 3333-64618-551421197602440322474664147711024679175679175376020299116434209628172 32845419-37695-3420962-341323837932858830804676365124393862584118697799723552804164104901663261-142800-714002142002791715193933111059710518742548439212689228333475000158334-134671-193551540264281544160505227592202294124711740261768335588360885203 8-290946-1768335-120724385558803834917123907974084493247037865548713177552803013994951497551 6-255515-127010382525507117207507324129832857967323052321085242500002250001215000169000 0-304442-143955448397758302046084155289443572767917567917595125384011914742668520951137-956658-176997-7426685-856034081500923507383116574753857695216120960189042688790927245792293695264-452200-226100678300837234155817993051132375761892643009623727925000022500047500 0-406143-140797546940109551152158820288108199782086843873458255485314636995-58592-366075-2554853-297952017951271611528100844581349111333132669133334045995108393170286110084458168957 12 NOTE 5—PROPERTY AND EQUIPMENT   Property and equipment as of September 30, 2024 and December 31, 2023 consisted of the following: <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="2" style="text-align: center; border-bottom: Black 1.5pt solid"> September 30,
 2024 </td><td style="padding-bottom: 1.5pt"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%; text-align: left">Machinery and equipment</td><td style="width: 1%">$</td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">1,295,499</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">1,295,499</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Office furniture and equipment</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">115,409</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">115,409</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Transportation equipment</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">400,602</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">400,602</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Leasehold improvements</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">152,908</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">152,908</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.125in">Total property and equipment</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,964,418</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,964,418</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Less: accumulated depreciation</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(1,221,183</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(902,091</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0.1in">Total property and equipment, net</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">743,235</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">1,062,327</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table>   Depreciation expense for the three and nine months ended September 30, 2024 was $104,260 and $319,092, respectively. Depreciation expense for the three and nine months ended September 30, 2023 was $108,982 and $326,667, respectively. Property and equipment as of September 30, 2024 and December 31, 2023 consisted of the following:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="2" style="text-align: center; border-bottom: Black 1.5pt solid"> September 30,
 2024 </td><td style="padding-bottom: 1.5pt"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%;

text-align: left">Machinery and equipment</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">1,295,499</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="width: 9%; text-align: right">1,295,499</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Office furniture and equipment</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">115,409</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">115,409</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Transportation equipment</td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right">400,602</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">400,602</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Leasehold improvements</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">152,908</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">152,908</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.125in">Total property and equipment</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,964,418</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,964,418</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Less: accumulated depreciation</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(1,221,183</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(902,091</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0.1in">Total property and equipment, net</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">743,235</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">1,062,327</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr></table>1295499129549911540911540940060240060215290815290819644181964418122118390209174323510623271042603190921089823 2 style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0">NOTE 6—INTANGIBLE ASSETS   Intangible assets as of September 30, 2024 and December 31, 2023 consisted of the following: <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="2" style="text-align: center; border-bottom: Black 1.5pt solid"> September 30,
 2024 </td><td style="padding-bottom: 1.5pt"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%">Customer-related</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">2,727,000</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="width: 9%; text-align: right">2,727,000</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-bottom: 1.5pt">Marketing-related</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">294,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">294,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.1in">Total intangible assets</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,021,000</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,021,000</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Less: accumulated amortization</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"><span style="font-family: Times New Roman, Times,

Serif"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(1,003,909</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(815,677</td> <td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0.1in"> Total intangible assets, net</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">2,017,091</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">2,205,323</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table>   Amortization expense for the three and nine months ended September 30, 2024 was $62,744 and $188,232, respectively. Amortization expense for the three and nine months ended September 30, 2023 was $222,128 and $666,384, respectively.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">Estimated amortization expense for intangible assets for the next five years consists of the following as of September 30, 2024:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="border-bottom: Black 1.5pt solid"><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0"></p><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0">Year Ending December 31, </p></td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Amount</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%"> 2024 (remaining)</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">62,745 </td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">2025</td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right">181,800</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">2026</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">181,800</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">2027</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">181,800</td><td style="text-align: left"> </td> </tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">2028</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">181,800</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-bottom: 1.5pt">Thereafter</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,227,146</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0pt">Total estimated amortization expense </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">2,017,091</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">Below is a table summarizing the changes in the carrying amount of goodwill for the nine months ended September 30, 2024: </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Amount</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%">Balance as of December 31, 2023</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">679,175</td><td style="width: 1%; text-align: left"> </td> </tr> <tr style="vertical-align: bottom; "> <td style="padding-bottom: 1.5pt">Impairment</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: right">(679,175 </td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 4pt">Balance as of September 30, 2024</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">-</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table>   During the three and nine months ended September 30, 2024, the Company recorded goodwill impairment of 679,175. Intangible assets as of September 30, 2024 and December 31, 2023 consisted of the following:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="2" style="text-align: center; border-bottom: Black 1.5pt solid"> September 30,
 2024 </td><td style="padding-bottom: 1.5pt"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr

*style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%">Customer-related</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">2,727,000</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%">$</td> <td style="width: 1%; text-align: left">$ </td><td style="width: 9%; text-align: right">2,727,000</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-bottom: 1.5pt">Marketing-related</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">294,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">294,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.1in">Total intangible assets</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,021,000</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,021,000</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Less: accumulated amortization</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(1,003,909</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(815,677</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0.1in">Total intangible assets, net</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">2,017,091</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">2,205,323</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr>
</table>2727000272700029400029400030210003021000100390981567720170912205323627441882322221286666384Estimated amortization expense for intangible assets for the next five years consists of the following as of September 30, 2024:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="border-bottom: Black 1.5pt solid"> Year Ending December 31, </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Amount</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%">2024 (remaining) </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">62,745</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">2025</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">181,800</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">2026</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">181,800</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">2027</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">181,800</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">2028</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">181,800</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-bottom: 1.5pt">Thereafter</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,227,146</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt; padding-left: 9pt">Total estimated amortization expense</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">2,017,091</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table>627451818001818001818001818001812271462017091Below is a table summarizing the changes in the carrying amount of goodwill for the nine months ended September 30, 2024:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Amount</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%">Balance as of December 31, 2023</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">679,175</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-bottom: 1.5pt">Impairment</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(679,175</td><td style="padding-bottom: 1.5pt; text-align: left">*

)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 4pt">Balance as of September 30, 2024</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">-</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table>679175679175679175679175<p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0">NOTE 7—SELECTED ACCOUNT INFORMATION</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"><i> </i></p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"><i>Receivables</i></p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">Receivables as of September 30, 2024 and December 31, 2023 consisted of the following:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">September 30,
 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%; text-align: left">Trade accounts receivable</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">1,572,615</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">1,628,293</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Factoring reserve holdback</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">76,771</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 1.5pt">Retainage</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">225,930</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">116,542</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.1in">Total receivables</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,875,316</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,744,835</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Allowance for expected credit losses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(47,200</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(47,200</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0.1in">Total receivables, net</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">1,828,116</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">1,697,635</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"><i>Inventories</i></p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">Inventories as of September 30, 2024 and December 31, 2023 consisted of the following:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">September 30,
 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%">Automotive</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="width: 9%; text-align: right">938,221</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">1,190,899</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-bottom: 1.5pt">Construction</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td>

<td style="border-bottom: Black 1.5pt solid; text-align: right">115,874</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">573,327</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.125in">Total inventories</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,054,095</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,764,226</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Less reserve for obsolescence</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(369,200</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(369,200</td> <td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0.1in">Total inventories, net</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">684,895</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">1,395,026</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table>   Prepaid Expenses and Other Current Assets   Prepaid expenses and other current assets as of September 30, 2024 and December 31, 2023 consisted of the following: <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">September 30,
 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%; text-align: left">Prepaid expenses</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">276,271</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">84,166</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Prepaid inventory</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">282,410</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Prepaid taxes</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">226,788</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">204,788</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Other current assets</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">200,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">200,000</td> <td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0.1in">Total prepaid expenses and other current assets</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">703,059</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">771,364</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table>   On February 7, 2024, the Company entered into a consulting agreement with TraDigital Marketing Group for consulting services related to investor relations, digital marketing and advertising, and strategic advisory, totaling $1,400,000. The term of the agreement is for six months.   On February 8, 2024, the Company entered into a consulting agreement with Alchemy Advisory LLC for consulting services related to business and investor outreach, totaling $400,000. The term of the agreement is for six months.   On February 8, 2024, the Company entered into a consulting agreement with Reef Digital LLC for consulting services related to investor relations, IT support, and

strategic advisory, totaling $333,000. The term of the agreement for 12 months.   On February 8, 2024, the Company entered into a consulting agreement with SeaPath Advisory, LLC for consulting services related to content marketing and strategic advisory, totaling $365,000. The term of the agreement is for three months.   The Company prepaid these consulting agreements, totaling $2,498,000, using the proceeds from the public offering (see Note 11). As of September 30, 2024, the total outstanding prepaid expense relating to these consulting agreements was $111,000.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"><i> </i></p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"><i>Accounts Payable and Accrued Expenses</i></p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">Accounts payable and accrued expenses as of September 30, 2024 and December 31, 2023 consisted of the following:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">September 30,
 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%; text-align: left">Trade accounts payable</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">1,728,475</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">985,559</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Credit cards payable</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">323,223</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">317,406</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Accrued payroll liabilities</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,043,731</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">628,710</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Accrued interest</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,042,206</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,386,536</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Accrued dividends</td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right">56,203</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">32,997</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Accrued taxes</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">66</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">15,903</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Other accrued liabilities</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">763,109</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">604,686</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0.125in">Total accounts payable and accrued expenses</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">4,957,013</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">3,971,797</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table>Receivables as of September 30, 2024 and December 31, 2023 consisted of the following:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">September 30,
 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%; text-align: left">Trade accounts receivable</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">1,572,615</td><td style="width: 1%; text-align: left">

 </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$ </td><td style="width: 9%; text-align: right">1,628,293</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Factoring reserve holdback</td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right">76,771</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 1.5pt">Retainage</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">225,930</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">116,542</td> <td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.1in">Total receivables</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,875,316</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,744,835</td><td style="text-align: left"> </td> </tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Allowance for expected credit losses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(47,200</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(47,200</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0.1in">Total receivables, net</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">1,828,116</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">1,697,635</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table>
15726151628293767712259301165421875316174483547200472001828116169763 5Inventories as of September 30, 2024 and December 31, 2023 consisted of the following:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">September 30,
 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%">Automotive</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">938,221</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$ </td><td style="width: 9%; text-align: right">1,190,899</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-bottom: 1.5pt">Construction</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">115,874</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">573,327</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.125in">Total inventories</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,054,095</td><td style="text-align: left"> </td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,764,226</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Less reserve for obsolescence</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(369,200</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(369,200</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0.1in">Total inventories, net</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">684,895</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">1,395,026</td><td style="padding-bottom: 4pt; text-align: left"><span style="font-family: Times New Roman, Times,

Serif"> </td></tr> </table>938221119089911587457332710540951764226369200369200684895139502 6Prepaid expenses and other current assets as of September 30, 2024 and December 31, 2023 consisted of the following:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">September 30,
 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%; text-align: left">Prepaid expenses</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">276,271</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">84,166</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Prepaid inventory</td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right">282,410</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Prepaid taxes</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">226,788</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">204,788</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Other current assets</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">200,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">200,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0.1in">Total prepaid expenses and other current assets</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">703,059</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">771,364</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table>27627184166282410226788204788200000200000703059771364140000040000033300036500024980001110 00Accounts payable and accrued expenses as of September 30, 2024 and December 31, 2023 consisted of the following:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">September 30,
 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%; text-align: left">Trade accounts payable</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">1,728,475</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="width: 9%; text-align: right">985,559</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Credit cards payable</td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right">323,223</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">317,406</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Accrued payroll liabilities</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,043,731</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">628,710</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Accrued interest</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,042,206</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,386,536</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Accrued dividends</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">56,203</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">32,997</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Accrued taxes</td><td><span style="font-

family: Times New Roman, Times, Serif"> </td> <td style="text-align: left"> </td><td style="text-align: right">66</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">15,903</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Other accrued liabilities</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">763,109</td> <td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">604,686</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0.125in">Total accounts payable and accrued expenses</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">4,957,013</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">3,971,797</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr></table>172847598555932322331740610437162871010422061386536562033299766159037631096046864957013397179 7 NOTE 8—LEASES   Operating Leases   The following was included in the condensed consolidated balance sheets at September 30, 2024 and December 31, 2023:   <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">September 30,
 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">December 31,
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</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4.99</td><td style="text-align: left">%</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4.95</td><td style="text-align: left">%</td></tr> </table>   Rent expense for the three and nine months ended September 30, 2024 was $135,588 and $408,004, respectively. Rent expense for the three and nine months ended September 30, 2023 was $126,772 and $414,155, respectively.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">As of September 30, 2024, maturities of operating lease liabilities were as follows:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="border-bottom: Black 1.5pt solid"><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0"></p><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0">Year Ending December 31,</p></td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Amount</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%">2024 (remaining)</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">118,576</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">2025</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">413,193</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">2026</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">107,966</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">2027</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">22,525</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 0.1in">Total</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">662,260</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Less: imputed interest</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(27,260</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0.1in">Total operating lease liabilities</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">635,000</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"><i>Finance Leases</i></p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">As of September 30, 2024, maturities of financing lease liabilities were as follows:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="border-bottom: Black 1.5pt solid"><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0"></p><p style="font: 10pt Times New Roman, Times, Serif; 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"> <td style="text-align: left">2027</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">210,042</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">2028</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">28,833</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 0.125in">Total</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">715,016</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Less: amount representing interest</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(65,282</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0.1in"><span

style="font-family: Times New Roman, Times, Serif">Total finance lease liabilities</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">649,734</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">As of September 30, 2024, the weighted-average remaining lease term for all finance leases is 40 months and the weighted average discount rate is 5.15%.</p>The following was included in the condensed consolidated balance sheets at September 30, 2024 and December 31, 2023:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">September 30,
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</table>5947389077484362534352801987475237686350009590 48P19MP28M0.04990.049513558840800412 67724141155As of September 30, 2024, maturities of operating lease liabilities were as follows:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="border-bottom: Black 1.5pt solid"> Year Ending December 31, </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Amount</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%">2024 (remaining)</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">118,576</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">2025</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">413,193</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left"><span style="font-family:

Times New Roman, Times, Serif">2026</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">107,966</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">2027</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">22,525</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 0.1in">Total</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">662,260</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Less: imputed interest</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(27,260</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0.1in">Total operating lease liabilities</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">635,000</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table>11857641319310796622525662260272606350000As of September 30, 2024, maturities of financing lease liabilities were as follows:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="border-bottom: Black 1.5pt solid"><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0"></p><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0">Year Ending December 31,</p></td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Amount</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%">2024 (remaining)</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="width: 9%; text-align: right">53,477</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">2025</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">211,332</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">2026</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">211,332</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">2027</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">210,042</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">2028</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">28,833</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-left: 0.125in">Total</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">715,016</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Less: amount representing interest</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(65,282</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 4pt; padding-left: 0.1in">Total finance lease liabilities</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">649,734</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table>534772113322113322100422883371501665282649734P40M0.0515 NOTE 9— FAIR VALUE MEASUREMENTS   Recurring Fair Value Measurements   The fair value of financial instruments measured on a recurring basis as of September 30, 2024 consisted of the following: <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="14" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Fair Value Measurements as of September 30, 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-weight: bold; text-align: justify; border-bottom: Black 1.5pt solid">Description</td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Level 1</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Level 2</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Level 3</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%; text-align: justify">Derivative liabilities</td><td style="width: 1%"><span

style="font-family: Times New Roman, Times, Serif"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">-</td><td style="width: 1%; text-align: left"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">-</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">544,000</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">544,000</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: justify; padding-bottom: 1.5pt">Warrant liabilities</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">9,900</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">9,900</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: justify; padding-bottom: 4pt">Total recurring fair value measurements</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"> </td><td style="border-bottom: Black 4pt double; text-align: right">-</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"> </td><td style="border-bottom: Black 4pt double; text-align: right">-</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">553,900</td><td style="padding-bottom: 4pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">553,900</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table>   The following table provides a roll-forward of changes for financial instruments measured at fair value on a recurring basis for the nine months ended September 30, 2024:   <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="border-bottom: Black 1.5pt solid"> Derivative Liabilities </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Amount</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%">Balance as of December 31, 2023</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">1,389,203</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.1in">Initial fair value of derivative liabilities upon issuance</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,699,727</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; 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text-align: left"> </td><td style="width: 9%; text-align: right">4,545,700</td><td style="width: 1%; text-align: left"> </td></tr> <tr

style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.1in">Gain on change in fair value of warrant liabilities</td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right">(1,841,000</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.1in">Extinguishment of warrant liabilities upon exercise of prefunded warrants</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(2,694,800</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 4pt">Balance as of September 30, 2024</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">9,900</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table>The fair value of financial instruments measured on a recurring basis as of September 30, 2024 consisted of the following:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="14" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Fair Value Measurements as of September 30, 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-weight: bold; text-align: justify; border-bottom: Black 1.5pt solid">Description</td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Level 1</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Level 2</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Level 3</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%; text-align: justify">Derivative liabilities</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">-</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">-</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">544,000</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">544,000</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: justify; padding-bottom: 1.5pt">Warrant liabilities</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; 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</table>5440005440009900990055390055390The following table provides a roll-forward of changes for financial instruments measured at fair value on a recurring basis for the nine months ended September 30, 2024:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="border-bottom: Black 1.5pt solid"> Derivative Liabilities </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Amount</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%">Balance as of December 31, 2023</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">1,389,203</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-left: 0.1in">

Initial fair value of derivative liabilities upon issuance</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,699,727</td> <td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.1in">Gain on change in fair value of derivative liabilities</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(1,689,410</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.1in">Extinguishment of derivative liabilities upon conversion or settlement</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(855,520</td><td style="padding-bottom: 1.5pt; text-align: left">) </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 4pt">Balance as of September 30, 2024</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">544,000</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table><table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="font-weight: bold; border-bottom: Black 1.5pt solid">Warrant Liabilities</td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Amount</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Balance as of December 31, 2023</td><td> </td> <td style="text-align: left"><span style="font-family: Times New Roman, Times, Serif">$</td><td style="text-align: right">-</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="width: 88%; text-align: left; padding-left: 0.1in">Fair value of warrant liabilities upon issuance</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right">4,545,700</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 0.1in">Gain on change in fair value of warrant liabilities</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(1,841,000</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; padding-left: 0.1in">Extinguishment of warrant liabilities upon exercise of prefunded warrants</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(2,694,800</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 4pt">Balance as of September 30, 2024</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">9,900</td><td style="padding-bottom: 4pt; text-align: left"> </td></tr> </table>1389203169097271689410-85552054400045457001841000-26948009900 NOTE 10—DEBT   Notes Payable   6% Amortizing Promissory Note   On July 29, 2020, 1847 Asien entered into a securities purchase agreement with Joerg Christian Wilhelmsen and Susan Kay Wilhelmsen, as trustees of the Wilhelmsen Family Trust, U/D/T Dated May 1, 1992 (the “Trust”), pursuant to which 1847 Asien issued a two-year 6% amortizing promissory note in the aggregate principal amount of $1,037,500. This note was subsequently amended on multiple occasions, and pursuant to the latest amendment, the parties agreed to extend the maturity date of the note to July 30, 2023.   On August 22, 2024, the Company and 1847 Asien entered into a settlement and release agreement with the Trust, pursuant to which the Trust surrendered the note and forgave the entire outstanding balance of the note in the amount of $831,027 in exchange for which the Company issued 83,603 series C senior convertible preferred shares to the Trust (see Note 11). The settlement agreement also includes a customary release of claims and covenant not to sue by the Trust. As a result, the Company recognized a gain on extinguishment of debt of $616,127.   Private Placement of 20% OID Promissory Notes and Warrants   On August 11, 2023, the Company entered into a securities purchase agreement in a private placement transaction with certain accredited investors, pursuant to which the Company issued and sold to the investors 20% original issue discount (“OID”) subordinated promissory notes in the aggregate principal amount of $3,125,000. The notes are due and payable on February 11, 2024. On February 11, 2024, the Company and remaining note holders entered into amendments, pursuant to which the parties agreed to extend the maturity date of these remaining notes to April 11, 2024. As additional consideration for the amendments, the Company agreed to increase the outstanding principal by 20% of the outstanding principal amounts of the remaining notes as an amendment fee. As a result, the Company recognized a loss on extinguishment of debt of $421,875.   On April 11, 2024, the Company and remaining note holders entered into amendments to the notes, pursuant to which the parties agreed to extend the maturity date of these remaining notes to July 10, 2024. As additional consideration for the amendments, the Company agreed to increase the outstanding principal by 20% of the outstanding principal amounts of the remaining notes as an amendment fee. As a result, the Company recognized a loss on extinguishment of debt of $421,875.   On July 10, 2024, the Company and the remaining note holders entered into amendments to the notes, pursuant to which the parties agreed to extend the maturity date of these notes to October 10, 2024. As additional consideration for the amendments, the Company agreed to increase the outstanding principal by 25% of the outstanding principal amounts of the notes as an amendment fee. As a result, the Company recognized a loss on extinguishment of debt of $632,810.   During the nine months ended September 30, 2024, the Company made principal payments totaling $1,437,500, recorded $3,095,645 amortization of debt discount and recognized a loss

on extinguishment of $1,476,560. As of September 30, 2024, the total outstanding principal balance is $3,164,060.   Private Placement of 20% OID Promissory Note   On March 4, 2024, the Company issued a 20% OID subordinated note in the principal amount of $1,250,000 to an accredited investor for net cash proceeds of $999,900. On March 27, 2024, the note was amended and restated to increase the principal amount to $1,562,500 for additional cash proceeds of $250,000. On April 9, 2024, the note was amended and restated to increase the principal amount to $2,500,000 for additional cash proceeds of $750,000.   The Company may voluntarily prepay the note in full at any time. In addition, if the Company consummates any equity or equity-linked or debt securities issuance, or enters into a loan agreement or other financing, other than certain excluded debt (as defined in the note), then the Company must prepay the note in full. The note is unsecured and has priority over all other unsecured indebtedness, except for certain senior indebtedness (as defined in the note). The note contains customary affirmative and negative covenants and events of default for a loan of this type.   The Company evaluated whether this promissory note contains embedded features that qualify as derivatives pursuant to ASC 815. The Company determined that the note's embedded features, specifically that should the Company default on the note, the note holder will receive a default penalty of 50% constitute a deemed redemption feature as a result of the substantial premium received by the note holder in the event of default. The Company concluded that this redemption feature requires bifurcation from the note and subsequent accounting in the same manner as a freestanding derivative.   The fair value of the embedded redemption derivative liability within this promissory note was calculated using a Probability Weighted Expected Return valuation methodology, considering the likelihood of occurrence. The model used a discount rate of 25-30% and assumptions of a 75% probability related to likelihood of the Company would default. Subsequent changes in the fair value of the redemption feature are measured at each reporting period and recognized in the statement of operations. The OID and issuance costs for the promissory note, along with the fair value of the embedded redemption derivative liability, were collectively recorded as a debt discount. This discount will be amortized to interest expense over the respective term of the convertible notes using the effective interest method.   On June 4, 2024, an event of default occurred, resulting in a $1,250,000 increase to the principal balance. As a result, the Company recognized a loss on extinguishment of debt of $1,250,000. Consequently, the corresponding derivative liability was extinguished.   On August 20, 2024, the parties entered into an amendment, pursuant to which the parties agreed to extend the maturity date of the note to November 30, 2024. As additional consideration for the amendment, the Company agreed to an amendment fee of $500,000. As a result, the Company recognized a loss on extinguishment of debt of $500,000. During the nine months ended September 30, 2024, the Company recorded $1,393,100 amortization of debt discount and recognized a loss on extinguishment of $1,750,000. As of September 30, 2024, the total outstanding principal balance is $4,250,000.   Private Placement of 20% OID Promissory Note and Warrants   On May 8, 2024, the Company entered into securities purchase agreement with an accredited investor, pursuant to which the Company issued to such investor (i) a 20% OID subordinated note in the principal amount of $625,000 and (ii) five-year warrants for the purchase of 477 common shares at an adjusted exercise price of $524.55 per share (subject to standard adjustments as defined in the warrant) for total cash proceeds of $500,000.   Additionally, the Company issued a five-year warrant to the placement agent, Spartan Capital Securities, LLC ("Spartan"), for the purchase of 39 common shares at an adjusted exercise price of $577.05 per share (subject to standard adjustments as defined in the warrant agreement). The warrants are exercisable at any time six months after the date of issuance.   The Company may voluntarily prepay the note in full at any time. In addition, if the Company consummates any sale of a material amount of assets of the Company or any of its subsidiaries, then the net proceeds thereof shall be applied to the payment or prepayment of the note. The note is unsecured and has priority over all other unsecured indebtedness of the Company, except for certain senior indebtedness (as defined in the note). The note contains customary affirmative and negative covenants and events of default for a loan of this type. Upon an event of default, the outstanding balance of the note will be assessed a 40% penalty.   The note becomes convertible into common shares at the option of the holder at any time on or following the date that an event of default (as defined in the note agreement) occurs under the note at a conversion price equal to 90% of the lowest volume weighted average price of the Company's common shares on any trading day during the five (5) trading days prior to the conversion date; provided that such conversion price shall not be less than $1.95 per share.   The Company evaluated the embedded features within this note in accordance with ASC 480 and ASC 815. The Company determined that the embedded features, specifically (i) the default penalty of 40% on outstanding principal and accrued interest, and (ii) the conversion option into common shares at 90% of the lowest volume weighted average price in the five days preceding conversion, subject to a $1.95 floor price, constitute derivative liabilities. These features, arising from default provisions not within the Company's control, including the contingent interest feature and the contingent conversion (deemed redemption) feature, meet the definition of a derivative and do not qualify for derivative accounting exemptions. Consequently, these embedded features are bifurcated from the debt host and recognized as a single derivative liability.   The initial fair value of the derivative liabilities was determined using a Monte Carlo Simulation valuation model, considering various potential outcomes and scenarios. The model used the following assumptions: (i) dividend yield of 0%; (ii) expected volatility of 236.98%; (iii) risk-free interest rate of 5.31%; (iv) term of three months; (v) estimated fair value of the common shares of $468 per share; and (vi) various probability assumptions. Subsequent changes in fair value are recognized in the statement of operations each reporting period. The issuance costs for the promissory note, along with the allocated fair values of both the warrants and the bifurcated embedded derivative liability, have been collectively treated as a debt discount. This discount is being amortized to interest expense over the term of the promissory note using the effective interest method.   On September 26, 2024, the parties entered in an amendment to the note to (i) increase the original issue discount to $218,750, (ii) increase the principal amount to $868,750, (iii) increase the default amount (as defined in the note) to 140% and (iv) extend the maturity date to November 30, 2024.   During the nine months ended September 30, 2024, the Company recorded $625,000 amortization of debt discount and recognized a loss on extinguishment of $243,750. As of September 30, 2024, the total outstanding principal balance is $868,750. Private Placement of 12% Promissory Note for Services   <p style="font: 10pt Times New

Roman, Times, Serif; margin: 0pt 0; text-align: justify">On May 9, 2024, the Company entered into a securities purchase agreement with an accredited investor, pursuant to which the Company issued to such investor a promissory note in the principal amount of $500,000 in a private placement transaction in consideration for the holder entering into a lock up agreement to not execute any conversions of a secured convertible note issued to the holder on October 8, 2021 into common shares of the Company (subject to certain exceptions). The note accrues interest at a rate of 12% per annum and is due and payable on May 9, 2025; provided that upon an event of default (as defined in the note), such rate shall increase to 16% per annum. The Company may voluntarily prepay the note in full at any time prior to the date that an event of default occurs.   In addition, if, at any time prior to the full repayment of the note, the Company receives cash proceeds from any source or series of related or unrelated sources, including but not limited to, from payments from customers, the issuance of equity or debt, the issuance of securities pursuant to an equity line of credit (as defined in the note) or the sale of assets, the investor will have the right in its sole discretion to require the Company to immediately apply up to 100% of such proceeds to repay all or any portion of the outstanding principal amount and interest (including any default interest) then due under the note. The note is unsecured and has priority over all other unsecured indebtedness. The note contains customary affirmative and negative covenants and events of default for a loan of this type. Upon an event of default, the outstanding balance of the note will be assessed a 50% penalty.   The fair value of the 12% promissory note issued for services was recorded at fair value. The fair value of the note was calculated at the present value of the cash flows using the market interest rate of 13.76%, resulting in a fair value of $492,000. The initial fair value of the promissory note issued for services was recognized in the statement of operations. A discount of $8,000 was recorded for difference between the par value and present value of the promissory note and will be amortized to interest expense over the respective term of the promissory note using the effective interest method.   The Company evaluated whether this promissory note contains embedded features that qualify as derivatives pursuant to ASC 815. The Company determined that the note's embedded features, specifically should the Company default on the note, the note holder will receive a default penalty of 50% constitute a deemed redemption feature as a result of the substantial premium received by the note holder in the event of default. The Company concluded that this redemption feature requires bifurcation from the note and subsequent accounting in the same manner as a freestanding derivative.   The fair value of the embedded redemption derivative liability within this promissory note was calculated using a Probability Weighted Expected Return valuation methodology, considering the likelihood of occurrence. The model used a discount rate of 25% and assumptions of a 75% probability related to likelihood of the Company would default. The initial fair value of the bifurcated embedded redemption derivative liability was recognized in the statement of operations. Subsequent changes in the fair value of the redemption feature are measured at each reporting period and recognized in the statement of operations.   As of September 30, 2024, the total outstanding principal balance is $495,141, net of debt discount of $4,859.   Private Placement of OID Promissory Note and Series D Preferred Shares   On June 28, 2024, the Company's subsidiaries 1847 Cabinet Inc. ("1847 Cabinet"), High Mountain, Sierra Homes, LLC d/b/a Innovative Cabinets & Design and Kyle's Custom Wood Shop, Inc. (the "Borrowers") issued an OID promissory note in the principal amount of up to $2,472,000, to be advanced in one or more tranches, to Breadcrumbs Capital LLC ("Breadcrumbs").   On June 28, 2024, the parties executed tranche No. 1 in the principal amount of $666,667 for total cash proceeds of $475,000. On July 3, 2024, the parties executed tranche No. 2 in the principal amount of $466,667 for total cash proceeds of $300,000. On July 16, 2024, the parties executed tranche No. 3 in the principal amount of $233,333 for total cash proceeds of $175,000. On August 12, 2024, the parties executed tranche No. 4 in the principal amount of $466,667 for total proceeds of $350,000 (cash proceeds of $250,000 and $100,000 paid directly to third parties to settle accrued liabilities). On August 22, 2024, the parties executed tranche No. 5 in the principal amount of $300,000 for total cash proceeds of $225,000. The note bears interest at a rate per annum equal to the greater of (i) 8% plus the U.S. Prime Rate that appears in The Wall Street Journal from time to time or (ii) 14%; provided that, upon an event of default (as defined in the note), such rate shall increase to 36% or the maximum legal rate. Each tranche of the note is due and payable three months after issuance. The note is secured by all assets of the Borrowers pursuant to a security agreement; provided that such security interest is subordinate to the rights of the senior lender, Leonite Capital LLC. The note contains customary affirmative and negative covenants and events of default for a loan of this type. Upon an event of default, the outstanding balance of the note will be assessed a 35% penalty.   In connection with the issuance of the note, the Company entered into a memorandum of understanding with the Breadcrumbs, pursuant to which the Company agreed to issue to Breadcrumbs upon the closing of each tranche under the note and (ii) series D senior convertible preferred shares with a stated value equal to the principal amount of such each such tranche (see Note 11 for further details).   The Company evaluated whether this promissory note contains embedded features that qualify as derivatives pursuant to ASC 815. The Company determined that the note's embedded features, specifically that should the Company default on the note, the note holder will receive a default penalty of 35% constitute a deemed redemption feature as a result of the substantial premium received by the note holder in the event of default. The Company concluded that this redemption feature requires bifurcation from the note and subsequent accounting in the same manner as a freestanding derivative.   The fair value of the embedded redemption derivative liability within this promissory note was calculated using a Probability Weighted Expected Return valuation methodology, considering the likelihood of occurrence. The model used a discount rate of 30% and assumptions of a 75% probability related to likelihood of the Company would default. Subsequent changes in the fair value of the redemption feature are measured at each reporting period and recognized in the statement of operations. The OID and issuance costs for the note, along with the allocated fair value of both the series D senior convertible preferred shares and the bifurcated embedded redemption derivative liability, were collectively recorded as a debt discount. This discount will be amortized to interest expense over the respective term of the promissory note using the effective interest method.   During the nine months ended September 30, 2024, the Company made principal payments totaling $1,055,104 and recorded $1,232,616 amortization of debt discount. As of September 30, 2024, the total outstanding principal balance is $577,412, net of debt discount of $500,818.   Purchase and Sale of Future Revenues Agreement   On March 31, 2023, the Company and its subsidiary 1847 Cabinet entered into a non-recourse funding agreement with a third-party for the sale of future revenues totaling $1,965,000 for net cash proceeds of $1,410,000. The Company is required to make weekly ACH payments in the amount of $39,300. The agreement also allows for the third-party to file UCCs securing their interest in the receivables and includes customary events of default.   On November 30, 2023, this agreement was amended to increase the sale of future revenues outstanding balance by $1,375,500 to $1,965,000 for net cash proceeds of $865,500. All other terms remained the same. <span style="font-family: Times New Roman, Times,

Serif"> On July 23, 2024, this agreement was amended to increase the sale of future revenues outstanding balance by $1,624,400 to $2,292,500 for net cash proceeds of $1,029,400. The Company is required to make weekly ACH payments in the amount of $45,850. All other terms remained the same.   As a result of the amendment, the Company recorded a debt discount of $595,000, which will be amortized under the effective interest method. The Company is utilizing the prospective method to account for subsequent changes in the estimated future payments, whereby if there is a change in the estimated future cash flows, a new effective interest rate is determined based on the revised estimate of remaining cash flows. The effective interest rate is 74.8%.   During the nine months ended September 30, 2024, the Company made principal payments totaling $1,552,350 and recorded $567,665 amortization of debt discount. As of September 30, 2024, the total outstanding principal balance is $1,413,599, net of debt discount of $466,251. Convertible Notes Payable   Secured Convertible Promissory Notes   On October 8, 2021, the Company issued two secured convertible promissory notes in the principal amount of $16,900,000 and $7,860,000 to SILAC Insurance Company (“SILAC”) and a secured convertible promissory note in the principal amount of $100,000 to Leonite Capital LLC (“Leonite”). Thereafter, (i) on September 1, 2023, SILAC entered into a securities purchase agreement with Altimir Partners LP (“Altimir”), pursuant to which Altimir agreed to purchase the secured convertible promissory note in the principal amount of $16,900,000, $765,306 of which was then acquired by Leonite, and (ii) on December 1, 2023, SILAC entered into a securities purchase agreement with Beaman Special Opportunities Partners, LP (“Beaman”), pursuant to which Beaman purchased that the secured convertible promissory note in the principal amount of $7,860,000. In connection with the sale of High Mountain, $5,815,768 of the purchase price was paid to Altimir and $2,819,711 of the purchase price was paid to Beaman. A total of $7,000,000 of these funds are being held by Altimir and Beauman in a reserve account for the Company’s use in connection with a potential acquisition. If such potential acquisition is not completed by November 15, 2024, then these funds will be used to pay down these notes.   On September 30, 2024, the parties entered into an amendment to the notes, which (i) provided for the terms of the reserve account described above, (ii) changed the maturity date to October 8, 2025, (iii) changed the interest rate to 15%, (iv) amended the repayment terms to require monthly payments of interest only commencing on the earlier of completion of the potential acquisition and December 1, 2024 and to require monthly payments of $500,000 commencing on April 1, 2025. The amendment also requires that the Company pay $4,000,000 no later than January 31, 2025 and includes an additional exit fee of $250,000 to be paid on the maturity date or upon the earlier repayment of the notes in full. As additional consideration for entering into the amendment, the Company agreed to pay an amendment fee of $250,000.   As of September 30, 2024, the combined total outstanding principal balance is $22,790,057, net of debt discount of $1,304,637.   6% Subordinated Convertible Promissory Notes   On October 8, 2021, 1847 Cabinet issued 6% subordinated convertible promissory notes in the aggregate principal amount of $5,880,345 to Steven J. Parkey and Jose D. Garcia-Rendon. In connection with sale of High Mountain, $3,207,058 of the purchase price was used to repay the remaining principal and accrued interest of the notes in full.
0.060.061037500831027836036161270.200.2031250000.204218750.204218750.256328101437500309564514765603164060O.200.201250(style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0">NOTE 11—SHAREHOLDERS’ DEFICIT   Series A Senior Convertible Preferred Shares   During the nine months ended September 30, 2024, the Company accrued dividends of $135,485 for the series A senior convertible preferred shares and settled $130,968 of previously accrued dividends through the issuance of 625 common shares.   On September 30, 2024, the Company settled $12,432 of previously accrued dividends through the issuance of 5,137 series A senior convertible preferred shares with an allocated value of $1,700. As a result, the Company recognized a gain on extinguishment of debt of $10,732.   During the nine months ended September 30, 2024, an aggregate of 181,212 series A senior convertible preferred shares were converted into an aggregate of 2,437 common shares.   As of September 30, 2024 and December 31, 2023, the Company had 50,592 and 226,667 series A senior convertible preferred shares issued and outstanding, respectively.   Series B Senior Convertible Preferred Shares   During the nine months ended September 30, 2024, the Company accrued dividends of $2,976 for the series B senior convertible preferred shares and settled $13,299 of previously accrued dividends through the issuance of 51 common shares.   During the nine months ended September 30, 2024, an aggregate of 91,567 series B senior convertible preferred shares were converted into an aggregate of 1,523 common shares.   As of September 30, 2024 and December 31, 2023, the Company had 0 and 91,567 series B senior convertible preferred shares issued and outstanding, respectively. Series C Senior Convertible Preferred Shares   On August 19, 2024, the Company executed a share designation to designate 83,603 of its shares as series C senior convertible preferred shares. The following is a description of the rights of the series C senior convertible preferred shares.   Ranking. The series C senior convertible preferred shares rank, with respect to the payment of dividends and the distribution of assets upon liquidation, (i) senior to all common shares, allocation shares, and each other class or series that is not expressly made senior to or on parity with the series C senior convertible preferred shares; (ii) on parity with the series D senior convertible preferred shares and each other class or series that is not expressly subordinated or made senior to the series C senior convertible preferred shares; and (iii) junior to the series A senior convertible preferred shares, all indebtedness and other liabilities with respect to assets available to satisfy claims against the Company and each other class or series that is expressly made senior to the series C senior convertible preferred shares. <p style="font: 10pt Times New Roman, Times, Serif;

margin: 0pt 0; text-align: justify"> Dividend Rights. Holders of series C senior convertible preferred shares are entitled to dividends at a rate per annum of 6.0% of the stated value ($10 per share). Dividends shall accrue from day to day, whether or not declared, and shall be cumulative. Dividends shall be payable only upon the liquidation of the Company or upon conversion.   Liquidation Rights. Subject to the rights of creditors and the holders of any senior securities or parity securities (in each case, as defined in the share designation), upon any liquidation of the Company or its subsidiaries, before any payment or distribution of the assets of the Company (whether capital or surplus) shall be made to or set apart for the holders of securities that are junior to the series C senior convertible preferred shares as to the distribution of assets on any liquidation of the Company, including the common shares and allocation shares, each holder of outstanding series C senior convertible preferred shares shall be entitled to receive an amount of cash equal to 100% of the stated value plus an amount of cash equal to all accumulated accrued and unpaid dividends thereon (whether or not declared) to, but not including the date of final distribution to such holders. If, upon any liquidation, the assets, or proceeds thereof, distributable among the holders of the series C senior convertible preferred shares shall be insufficient to pay in full the preferential amount payable to the holders of the series C senior convertible preferred shares and liquidating payments on any other shares of any class or series of parity securities as to the distribution of assets on any liquidation, then such assets, or the proceeds thereof, shall be distributed among the holders of series C senior convertible preferred shares and any such other parity securities ratably in accordance with the respective amounts that would be payable on such series C senior convertible preferred shares and any such other parity securities if all amounts payable thereon were paid in full.   Voting Rights. The series C senior convertible preferred shares do not have any voting rights; provided that, so long as any series C senior convertible preferred shares are outstanding, the affirmative vote of holders of a majority of series C senior convertible preferred shares, voting as a separate class, shall be necessary for approving, effecting or validating any amendment, alteration or repeal of any of the provisions of the share designation.   Conversion Rights. Each series C senior convertible preferred share, plus all accrued and unpaid dividends thereon, shall be convertible, at the option of the holder thereof, at any time and from time to time, into such number of fully paid and nonassessable common shares determined by dividing the stated value ($10 per share), plus the value of the accrued, but unpaid, dividends thereon, by the conversion price of $150 per share (subject to standard adjustments in the event of any share splits, share combinations, share reclassifications, dividends paid in common shares, sales of substantially all of the Company's assets, mergers, consolidations or similar transactions); provided that in no event shall the holder of any series C senior convertible preferred shares be entitled to convert any number of series C senior convertible preferred shares that upon conversion the sum of (i) the number of common shares beneficially owned by the holder and its affiliates and (ii) the number of common shares issuable upon the conversion of the series C senior convertible preferred shares with respect to which the determination of this proviso is being made, would result in beneficial ownership by the holder and its affiliates of more than 4.99% of the then outstanding common shares. This limitation may be waived (up to a maximum of 9.99%) by the holder and in its sole discretion, upon not less than sixty-one (61) days' prior notice to the Company.   Redemption Rights. Not redeemable.   On August 22, 2024, the Company issued 83,603 series C senior convertible preferred shares to the Trust as settlement of the outstanding balance of the 6% amortizing promissory note in the amount of $831,027 (see Note 10). As a result, the Company recognized a gain on extinguishment of debt of $616,127. During the nine months ended September 30, 2024, the Company accrued dividends of $5,360 for the series C senior convertible preferred shares.   As of September 30, 2024 and December 31, 2023, the Company had 83,603 and 0 series C senior convertible preferred shares issued and outstanding, respectively.   Series D Senior Convertible Preferred Shares   On June 27, 2024, the Company executed a share designation to designate 7,292,036 of its shares as series D senior convertible preferred shares. The following is a description of the rights of the series D senior convertible preferred shares.   Ranking. The series D senior convertible preferred shares rank, with respect to the payment of dividends and the distribution of assets upon liquidation, (i) senior to all common shares, allocation shares, and each other class or series that is not expressly made senior to or on parity with the series D senior convertible preferred shares; (ii) on parity with each other class or series that is not expressly subordinated or made senior to the series D senior convertible preferred shares; and (iii) junior to the Series A senior convertible preferred shares, all indebtedness and other liabilities with respect to assets available to satisfy claims against the Company and each other class or series that is expressly made senior to the series D senior convertible preferred shares.   Dividend Rights. Holders of series D senior convertible preferred shares are entitled to dividends at a rate per annum of 10% of the stated value ($0.339 per share, subject to adjustment). Dividends shall accrue from day to day, whether or not declared, and shall be cumulative. Dividends shall be payable only upon the liquidation of the Company or conversion (as defined in the share designation).   Liquidation Rights. Subject to the rights of creditors and the holders of any senior securities or parity securities (in each case, as defined in the share designation), upon any liquidation of the Company or its subsidiaries, before any payment or distribution of the assets of the Company (whether capital or surplus) shall be made to or set apart for the holders of securities that are junior to the series D senior convertible preferred shares as to the distribution of assets on any liquidation of the Company, including the common shares and allocation shares, each holder of outstanding series D senior convertible preferred shares shall be entitled to receive an amount of cash equal to 100% of the stated value plus an amount of cash equal to all accumulated accrued and unpaid dividends thereon (whether or not declared) to, but not including the date of final distribution to such holders. If, upon any liquidation, the assets, or proceeds thereof, distributable among the holders of the series D senior convertible preferred shares shall be insufficient to pay in full the preferential amount payable to the holders of the series D senior convertible preferred shares and liquidating payments on any other shares of any class or series of parity securities as to the distribution of assets on any liquidation, then such assets, or the proceeds thereof, shall be distributed among the holders of series D senior convertible preferred shares and any such other parity securities ratably in accordance with the respective amounts that would be payable on such series D senior convertible preferred shares and any such other parity securities if all amounts payable thereon were paid in full.   Voting Rights. The series D senior convertible preferred shares do not have any voting rights; provided that, so long as any series D senior convertible preferred shares are outstanding, the affirmative vote of holders of a majority of series D senior convertible preferred shares, voting as a separate class, shall be necessary for approving, effecting or validating any amendment, alteration or repeal of any of the provisions of the share designation. Conversion Rights. Each series D senior convertible preferred share, plus all accrued and unpaid dividends thereon, shall be convertible, at the option of the holder thereof, at any time and from time to time, into such number of fully paid and nonassessable common shares determined by dividing the stated value ($0.339 per share), plus the value of the accrued, but unpaid, dividends thereon, by the conversion price of $66.105 per share (subject to standard adjustments in the event of any share splits, share combinations, share reclassifications, dividends paid in common shares, sales of substantially all of the Company's assets, mergers, consolidations or similar transactions); provided that in no event shall the holder of any series D senior convertible preferred shares be entitled to convert any number of series D senior convertible preferred shares that upon conversion the sum of (i) the number of common shares beneficially owned by the holder and its affiliates and (ii) the number of common shares issuable upon the conversion of the series D senior convertible preferred shares with respect to which the determination of this proviso is being made, would result in beneficial ownership by the holder and its affiliates of more than 4.99% of the then outstanding common shares. This limitation may be waived (up to a maximum of 9.99%) by the holder and in its sole discretion, upon not less than sixty-one (61) days' prior notice to the Company.   Redemption Rights. Not redeemable.   On June 28, 2024, the Company issued 1,966,570 series D senior convertible preferred shares in connection with the closing of the first tranche under the OID

promissory note of $666,667 (see Note 10). $214,000 of the net proceeds were allocated on a relative fair value basis to the series D senior preferred shares.   On July 3, 2024, the Company issued 1,376,599 series D senior convertible preferred shares in connection with the closing of the second tranche under the OID promissory note of $466,667 (see Note 10). $122,800 of the net proceeds were allocated on a relative fair value basis to the series D senior preferred shares.   On July 16, 2024, the Company issued 688,298 series D senior convertible preferred shares in connection with the closing of the third tranche under the OID promissory note of $233,333 (see Note 10). $67,400 of the net proceeds were allocated on a relative fair value basis to the series D senior preferred shares.   On August 12, 2024, the Company issued 1,376,599 series D senior convertible preferred shares in connection with the closing of the fourth tranche under the OID promissory note of $466,667 (see Note 10). $113,000 of the net proceeds were allocated on a relative fair value basis to the series D senior preferred shares.   On August 22, 2024, the Company issued 884,956 series D senior convertible preferred shares in connection with the closing of the fifth tranche under the OID promissory note of $300,000 (see Note 10). $82,900 of the net proceeds were allocated on a relative fair value basis to the series D senior preferred shares.   During the nine months ended September 30, 2024, the Company accrued dividends of $42,876 for the series D senior convertible preferred shares.   As of September 30, 2024 and December 31, 2023, the Company had 6,293,022 and 0 series D senior convertible preferred shares issued and outstanding, respectively.   Common Shares   On February 9, 2024, the Company entered into a securities purchase agreement with certain purchasers and a placement agency agreement with Spartan, pursuant to which the Company agreed to issue and sell to such purchasers an aggregate of 9,364 common shares and prefunded warrants for the purchase of 16,280 common shares at an offering price of $1.95 per common share and $193.05 per prefunded warrant, pursuant to the Company's effective registration statement on Form S-1 (File No. 333-276670). On February 14, 2024, the closing of this offering was completed. At the closing, the purchasers prepaid the exercise price of the prefunded warrants in full. Therefore, the Company received total gross proceeds of $5,000,000. Pursuant to the placement agency agreement, Spartan received a cash transaction fee equal to 8% of the aggregate gross proceeds and reimbursement of certain out-of-pocket expenses. After deducting these and other offering expenses, the Company received net proceeds of approximately $4,335,000. During the nine months ended September 30, 2024, the Company issued an aggregate of 16,275 common shares upon the exercise of prefunded warrants. During the nine months ended September 30, 2024, the Company issued an aggregate of 5,863 common shares with a fair value of $2,026,499 upon the conversions of convertible promissory notes and accrued interest totaling $1,170,979 and extinguishment of derivative liabilities of $855,520.   During the nine months ended September 30, 2024, the Company issued an aggregate of 676 common shares to the holders of the series A and B senior convertible preferred shares in settlement of $144,267 of accrued dividends. Pursuant to the series A and B senior convertible preferred shares designations, dividends payable in common shares shall be calculated based on a price equal to eighty percent (80%) of the volume weighted average price for the common shares on the Company's principal trading market during the five (5) trading days immediately prior to the applicable dividend payment date.   During the nine months ended September 30, 2024, the Company issued an aggregate of 2,437 common shares upon the conversion of an aggregate of 181,212 series A senior convertible preferred shares.   During the nine months ended September 30, 2024, the Company issued an aggregate of 1,523 common shares upon the conversion of an aggregate of 91,567 series B senior convertible preferred shares.   Potential Common Stock Equivalents   For the nine months ended September 30, 2024, there were 13,278,444 potential common share equivalents from series A, C and D senior convertible preferred shares, convertible notes, and warrants excluded from the diluted loss per share calculations as their effect is anti-dilutive.   Manager's Profit Allocation (Distribution Receivable)   The Manager owns 100% of the allocation shares of the Company which represent the original equity interest in the Company. As a holder of the allocation shares, the Manager is entitled to receive a 20% profit allocation as a form of preferred distribution, pursuant to a profit allocation formula upon the occurrence of certain events. Generally, the distribution of the profit allocation is paid upon the occurrence of the sale of a material amount of capital stock or assets of one of the Company's businesses, including if the Company distributes its equity ownership in a subsidiary to the Company's shareholders in a spin-off or similar transaction (a "Sale Event"), or, at the option of the Manager, at the five-year anniversary date of the acquisition of one of the Company's businesses (a "Holding Event"). The calculation of the profit allocation and the rights of the Manager, as the holder of the allocation shares, are governed by the operating agreement. The Company records distributions of the profit allocation to the holders upon occurrence of a Sale Event or Holding Event as dividends declared on allocation interests to shareholders' equity when they are approved by the Company's board of directors.   Prior to the sale of High Mountain, the last occurrence of profit allocation distribution to the Manager by the Company was during the fourth quarter of 2020, concurrent with the spin-off of a former subsidiary. Following the profit allocation distribution to the Manager, the board of directors identified a need to adjust the distribution to the Manager, which resulted in the recognition of a $2 million distribution receivable from the Manager within shareholders' equity, with repayment anticipated upon the occurrence of the next qualified profit allocation distribution event (the "Distribution Receivable").   On April 23, 2024, the Company and the Manager entered into a letter agreement regarding the timing of payment of the Distribution Receivable, pursuant to which the parties agreed to treat the Distribution Receivable as a $2,000,000, plus interest accrued thereon at a non-compounding rate equal to the applicable federal rate, unqualified obligation of the Manager to be repaid as a credit against all future profit allocations resulting from both a Sale Event and a Holding Event payable to the Manager, all until the Distribution Receivable is fully paid, provided that, if the Distribution Receivable is not fully paid by the application of such credit or otherwise by the first to occur of (i) December 31, 2024 and (ii) the date of the sale of all or substantially all the assets (in a transaction of any form) or the liquidation, dissolution or winding up, voluntary or involuntary, of either party, then upon such date the unpaid balance shall be immediately due, payable and paid by the Manager.   On September 30, 2024, the Company sold substantially all of the assets of Hight Mountain to BFS for an aggregate cash only purchase price of $17,000,000, subject to certain pre-closing and post-closing adjustments. At closing, the purchase price was subject to a working capital adjustment and was also reduced by the amount of outstanding indebtedness repaid at closing or assumed by BFS, as well as certain transaction expenses. The sale of High Mountain qualified as a Sale Event that entitles the Manager to receive a 20% profit allocation, or $875,000, in accordance with the profit allocation formula outlined in the operating agreement. Additionally, the Manager is entitled to receive a transaction fee of 2.0%, or $340,000. The Manager's profit allocation and transaction fee were applied as a credit to the Distribution Receivable, leaving a balance of $785,000 as of September 30, 2024.   Warrants   Warrants Issued in Public Equity Offering   On February 14, 2024 (as described above), the Company closed on a securities purchase agreement with certain purchasers and a placement agency agreement with Spartan, pursuant to which the Company agreed to issue and sell to such purchasers prefunded warrants for the purchase of 16,280 common shares at an exercise price of $1.95 per common share.   The Company evaluated the prefunded warrants as either equity-classified or liability-classified instruments based on an assessment of the specific terms of the prefunded warrants and applicable authoritative guidance from ASC 480 and ASC 815-40. The Company determined the prefunded warrants issued failed the indexation guidance under ASC 815-40, specifically, the prefunded warrants provide for a Black-Scholes value calculation in the event of certain transactions ("Fundamental

*Transactions"), which includes a floor on volatility utilized in the value calculation at 100% or greater. The Company has determined that this provision introduces leverage to the holders of the warrants that could result in a value that would be greater than the settlement amount of a fixed-for-fixed option on the Company's own equity shares. Accordingly, pursuant to ASC 815-40, the Company recorded the fair value of the warrants as a liability upon issuance and marked to market each reporting period in the Company's condensed consolidated statement of operations until their exercise or expiration (see Note 9).   The fair value of the warrants deemed to be a liability, due to certain contingent put features, was determined using the Black-Scholes option pricing model, which was deemed to be an appropriate model due to the terms of the warrants issued, including a fixed term and exercise price. The assumptions used in the model were as follows: (i) dividend yield of 0%; (ii) expected volatility of 149.05%; (iii) risk-free interest rate of 4.86%; (iv) expected life of one year; (v) estimated fair value of the common shares of $380.25 per share; (vi) exercise price of $1.95.   Warrants Issued in Private Placement with 20% OID Promissory Note   On May 8, 2024, the Company issued five-year warrants for the purchase of 477 common shares at an adjusted exercise price of $524.55 per share (subject to standard adjustments as defined in the warrant agreement). Additionally, the Company issued a five-year warrant to the placement agent, Spartan, for the purchase of 39 common shares at an adjusted exercise price of $577.05 per share (subject to standard adjustments as defined in the warrant agreement). The warrants are exercisable at any time six months after the date of issuance.   The Company evaluated the warrants as either equity-classified or liability-classified instruments based on an assessment of the specific terms of the warrants and applicable authoritative guidance from ASC 480 and ASC 815-40. The Company determined the warrants issued failed the indexation guidance under ASC 815-40, specifically, the warrants provide for a Black-Scholes value calculation in the event of certain transactions ("Fundamental Transactions"), which includes a floor on volatility utilized in the value calculation at 100% or greater. The Company has determined that this provision introduces leverage to the holders of the warrants that could result in a value that would be greater than the settlement amount of a fixed-for-fixed option on the Company's own equity shares. Accordingly, pursuant to ASC 815-40, the Company recorded the fair value of the warrants as a liability upon issuance and marked to market each reporting period in the Company's condensed consolidated statement of operations until their exercise or expiration (see Note 9). The warrants issued to the placement agent were classified as equity.   The fair value of the warrants deemed to be a liability, due to certain contingent put features, was determined using the Black-Scholes option pricing model, which was deemed to be an appropriate model due to the terms of the warrants issued, including a fixed term and exercise price. The assumptions used in the model were as follows: (i) dividend yield of 0%; (ii) expected volatility of 160.8%; (iii) risk-free interest rate of 4.5%; (iv) expected life of 5.5 years; (v) estimated fair value of the common shares of $468 per share; (vi) exercise price of $524.55. The remaining proceeds were allocated to the placement agent warrants and note based on their relative fair value using the Black-Scholes option pricing model. The assumptions used in the model were as follows: (i) dividend yield of 0%; (ii) expected volatility of 160.8%; (iii) risk-free interest rate of 4.5%; (iv) expected life of 5.5 years; (v) estimated fair value of the common shares of $468 per share; (vi) exercise price of $577.05. The fair value of the placement agent warrants was $16,800, resulting in the amount allocated to the warrants, based on their relative fair value of $7,573, which was recorded as additional paid-in capital.   Exercise Price Adjustments to Warrants   As a result of the issuance of common shares in the offering on February 14, 2024, the exercise price of certain of the Company's outstanding warrants was adjusted to $1.95 pursuant to certain antidilution provisions of such warrants (down round feature). As a result, the Company recognized a deemed dividend of $1,000, which was calculated using a Black-</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">Below is a table summarizing the changes in warrants outstanding during the nine months ended September 30, 2024:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Warrants</td> <td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Weighted-
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* 1354851309686251243251371700107321812122437505925059222666722666729761329951915671523009156791567836030.061011015(is a table summarizing the changes in warrants outstanding during the nine months ended September 30, 2024:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Warrants</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Weighted-
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style="border-bottom: Black 4pt double; text-align: right">6,541.33</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>7066597.351679618.13162751.9512274012.727116541.33P4Y1M2D127 NOTE 12—SUBSEQUENT EVENTS   Public Offering   On October 28, 2024, the Company entered into a securities purchase agreement with certain purchasers and a placement agency agreement with Spartan, as placement agent, relating to the Company's public offering of units. Pursuant to the securities purchase agreement and the placement agency agreement, the Company agreed to issue and sell to the purchasers an aggregate of 587,301 units, at a purchase price of $18.9 per unit, for total gross proceeds of approximately $11.1 million, pursuant to the Company's registration statement on Form S-1 (File No. 333-282201) under the Securities Act of 1933, as amended. The units are comprised of (i) 587,301 common shares, (ii) series A warrants to purchase 587,301 common shares at an exercise price of $28.5 per share and (iii) series B warrants to purchase 587,301 common shares at an exercise price of $37.8 per share.   On October 30, 2024, the closing of the offering was completed. Pursuant to the placement agency agreement, Spartan received a cash transaction fee equal to 8% of the aggregate gross proceeds, a non-accountable expense allowance equal to 1% of the aggregate gross proceeds and reimbursement of certain out-of-pocket expenses. After deducting these expenses, the Company received net proceeds of approximately $9.9 million. The series A warrants are exercisable at any time at an exercise price of $28.5 per share and will expire five years from the date of issuance. The series B warrants are exercisable at any time at an exercise price of $37.8 per share and will expire five years from the date of issuance. Under an alternate cashless exercise option contained in the series A warrants, the holders of the series A warrants will have the right to receive an aggregate number of shares equal to the product of (i) the aggregate number of common shares that would be issuable upon a cash exercise of the series A warrants and (ii) 2.0. in addition, the series A warrants and the series B warrants contain a reset of the exercise price to a price equal to the lesser of (i) the then exercise price and (ii) lowest volume weighted average price for the five trading days immediately preceding and immediately following the date the Company effects a reverse share split in the future with a proportionate adjustment to the number of shares underlying the series A warrants and the series B warrants, subject to a floor price of $0.10. Finally, with certain exceptions, the series B warrants provide for an adjustment to the exercise price and number of shares underlying such the series B warrants upon the Company's issuance of common shares or common share equivalents at a price per share that is less than the exercise price of the series B warrants, subject to a floor price of $0.10.   As a result of the 1-for-15 reverse share split completed on August 11, 2024 and the related adjustment described above, the exercise prices of the series A warrants and the series B warrants was adjusted to $1.50 (the floor price following the reverse split), the number of series A warrants was increased to 8,583,969 and the number of series B warrants was increased to 14,799,979.   Subsequent to completion of the offering, purchases have exercised an aggregate of 7,879,430 series A warrants for an aggregate of 15,758,861 common shares in accordance with the alternate cashless exercise provision described above.   Debt Conversions   During October 2024, Mast Hill Fund, LP converted the remaining balance of the promissory note issued to it on February 9, 2023 into an aggregate of 13,353 common shares, which included the conversion of principal of $188,646, interest of $16,211 and conversion fees of $10,500.   During October 2024, Mast Hill Fund, LP converted a portion of the promissory note issued to it on February 22, 2023 into an aggregate of 8,970 common shares, which included the conversion of principal of $135,044, interest of $46,949 and conversion fees of $7,000.   During October 2024, the Company entered into cancellation and exchange agreements with the holder of the 20% OID subordinated note originally issued on March 4, 2024 (see Note 10), pursuant to which an aggregate of $221,575 of the note was exchanged for an aggregate of 11,401 common shares.   Debt Repayments   The Company used a portion of the net proceeds from the public offering described above to repay the remaining balance of the promissory note issued to Mast Hill Fund, LP on February 22, 2023 in full.   The Company also used a portion of the net proceeds from the public offering described above to repay the 20% OID subordinated promissory notes originally issued on August 11, 2023 and the 20% OID subordinated promissory note originally issued on May 8, 2024 in full (see Note 10).   The Company also used a portion of the net proceeds from the public offering described above to repay $2,015,325 of the 20% OID subordinated note originally issued on March 4, 2024 (see Note 10), leaving a balance of $2,234,675.   Amendment to 20% OID Subordinated Note   On November 15, 2024, the Company entered into an amendment to the 20% OID subordinated note originally issued on March 4, 2024 (see Note 10) to (i) reflect the repayment described above, (ii) increase the principal amount remaining to $2,681,610 and (iii) extend the maturity date to December 31, 2024. Signing of Acquisition Agreement   On November 4, 2024, 1847 CMD Inc. ("1847 CMD"), a newly formed wholly owned subsidiary of the Company, entered into a stock and membership interest purchase agreement (the "Purchase Agreement") with the owner ("Seller") of CMD Inc. ("CMD") and CMD Finish Carpentry LLC ("Finish" and together with CMD, the "CMD Companies"), pursuant to which 1847 CMD agreed to acquire from the Seller all of the issued and outstanding capital stock of CMD and all of the membership interests in Finish for an aggregate cash purchase price of $18,750,000, subject to adjustment as described below. Upon the execution of the Purchase Agreement, the Company paid to the Seller a deposit of $1,000,000, which shall be applied toward the purchase price. The transaction is expected to be completed on or before December 3, 2024.   The purchase price is subject to a closing date net working capital adjustment in cash, and a post-closing net working capital adjustment in cash if the adjustment is in favor of 1847 CMD, or in the form of a promissory note if the adjustment is in favor of the Seller. If a working capital promissory note is issued, it will be secured in a subordinate position by the assets of 1847 CMD and the CMD Companies, guaranteed by the Company and the CMD Companies, and by a pledge agreement in the equity of 1847 CMD and the CMD Companies.   The Purchase Agreement contains customary representations, warranties and covenants, including a covenant that the Seller will not compete with the business of 1847 CMD for a period of three (3) years following closing. The Purchase Agreement also contains mutual indemnification for breaches of representations or warranties and failure to perform covenants or obligations contained in the Purchase Agreement. In the case of the indemnification provided by the Seller with respect to breaches of certain non-fundamental representations and warranties, the Seller will only become liable for indemnified losses if the amount exceeds an aggregate of $60,000, whereupon the Seller will be liable for all losses back to the first dollar, provided that the liability of the Seller for breaches of certain non-fundamental representations and warranties shall not exceed $2,512,500. The closing of the transaction contemplated in the Purchase Agreement is subject to customary closing conditions.

* 58730118.911100000587301587301 28.558730137.80.080.01990000028.5P5Y37.8P5YP5Y0.10.11.585839691479997978794301575886113312-311875000010000006000025125 00falsefalsefalsefalse10-Q 1184200 P5YP5YP5Yfalse--12-31Q30001599407''>C.0.:\[^8H M;N[\L9Z%U8GQ9 UAIMH$[*8R]L%%)BVEUS# |OP;Q68UB+E?CG]5IG6HX]B7 MQGQA*

5F+ [6 M"$M*)X6!6;![:AYV,+:6Z A>;%A$)^R0,B\\S5,[SU/-9I(

N[=!;>+ !N!C?A*82^/KI$I9<7Y-S/X6,\];(B 0:5,"]+_=K MQDPFS?'/D-0;YS3"X^M#]O>V>%W,BDA8JF%-MDQ]YOL/,!24 MF'P59]+^HOT0BSU4;:7BS2#6! UM^W R-!AQ) CB"X)P$(3/%42#(+*%]F2V MK'NB2#D3?(^$B=;9S(7UQJIU-;0UR[A40C^E6J? *I344:G1757S;*O2Q[7O# M>/SR'A2A3+Y";]!2-U"]98#X^A KT0/Y3E;Z'FEM K'5B=X]Z1:3(+7FR_(> MO?SEU*KQ(U=V@"+]& (0YCAWQQ77X/E98'5AZ=RGWMSVA2 M.)H4VGS1)9S_7/M?=RNIA.[1OUW%]|/%[MG,BWLK.U+!W--OI@2Q Z_\]460 MXM] <5OQ/R4Z,B49CHFO9RS\$J;4#!TNZWA)7R7V>U.8Q6\NN#+(PC[-DYN^. M]YG&%7F2),48=L(9CYSQ5.H%TA 59C%,W M9#)")E*=_9X M7G&E#WM[N='?8R!,@'Z^YEP=!N;$'[_PRG\!4$L#!!0 (_*R &PO=V]R:W-H965T4L1"IO%2;M$I54=E85F#F-*

"V,*-1KMSP*V5IF:0&WG(AUGE/^>P09VPX-V]@MW*7+E50+ M9A26= DSD/?E+<>9V; D:0Z%2%E!."R&QI4]F ;*7AM\3V$K]L9$13)G[%%-
MOB9#PU('@@QBJ1@H?C8PABQ31'B,7S6GT;A4P/WQCOU:QXZQS*F ,TD2N MAD;?(
DLZ#J3=VS[!>IX?,47LTSH7[*M;%TTCM="LKP&XPGRM*B^]*G680^ M/.T IP8XSP'>"P"W!KC'>O!J@'>L!I\&Z-#-*G8MW(1*&H6<;0E7ULBF!EI]
MC4;]TD+ER4QRW$T1)Z-O@"H+X7'+#"KD29%HDD+3@)]WX3QUX$^-]@G-VP8V<3L(9E#WB6A^)8SE>RWG&
MQ\/=MG#^S_OTS=X/Q'";FW8UG]M]TS^NYD)R_'_^;+O@BL)KIU U:R!*&L/0 MP*(D@&_ B#Z\LP/KB*R@WOPFGOPNMBC.R@D@2.H=FDW_-
/*MO6=ZAV;3%S/9LWV _,#D+U MFU#]SE ?=)F&Y()N@..K@P^+>KK28DDRE8U$ L ;-.BF]2RT21+EG2=T-
RASX4CI>8([QJ9*J)9*5^J>=,XKNOAROL 8 K]Q?,"9W M$^6@Z2:C/U!+ P04 " "L@'-99;X?*/<" #&" &0 'AL+W=O=$ +X%QC M(
'SD74SN!Y')KX*^$YA(W?:R#B9[!Y"(T?W "EG,G] MB39UK*^#TY54/& 6D%.B I-GIL\[&W@F TP"GI#8I?-5+?U5,Z)[:90]I&+KY"#':\# M/CX/GT"]X8,*
[N[#;6VZ=>ZTSIV*SSWO _,?-3"]A=]//+DZT=!>[SH[#HMQ&'HO87N:O5:S]U>:&24SR]BB(* T MV1 ""H5*+LQ]T"6^9O=W5'ENX/CN@?BN,-^)
<+=XOQ7O [MXQHM%3X'(NV3[M1WH&<11ZX8'LXS#?<]&W-ICJ]2+>Y!E=Y+Q02]EY;9WG'\2HQG8= MZ?
-0)^]$[MF,6IO1]VRBK6Y!N)^]/>BJ*MFW56&\K K/C"M=QJKF4O]H@# !^ON< M<[7MF%K6_KHD?P!02P,$% @ K(!S68K FL/8 @ L@D !D !X;"]W
M;W)K&ULK99?;YLP%,6 BL6FJ976\A]"EB"UB:9- MZK2J6;>';0\.N4FL&LQL)^F^ 6Q#61HHJ:*]! P^Y [.=3",=HP B#6 1(\Y M+
<386DM9#FU;9&OL;AD)13JSI+O'$LUY"M;E!SPPHAR:GN.$]DY)H65CLRU M6YZ.V$924L
M1V*3YYC N0;*=F/+M9XNW)'56NH+=CH]\0IF(. +6ZY&=N.R M(#D4@K "<5B.K2MW.$GT?#/A.X&=V#M'.LF$/E'=M]@CI/ MJ/TR1H7Y1;MJ;I18*-
L(R?):K AR4E1' %CW84 @!B\(O%K@O5;@UP+?!*W(M3*PIEC@=<;9#7,]6;OK$],.H51I2Z%6<2:[N$]63Z0VH'@AT @6)"17GZ +- MU#]EL:&
V!)]+8%C28H5,A/1#<%S0HDD2G.![F=3=/;V?&1+1:+]["RN>EU5 M]5ZH.H/R$OG.>^0Y7M AG_3+IY IN6OD G.YK?(W3?":)GC&SW\)YY6)?U[-
MA>3JG_>K*W)5(^BNH9_&H2AQ!F-+/6X"^!:L]-T;-W(^=#7@/YD]:X??M,/O MJ?8IJX["._H9&_W8_06.C%&T,0(CL4(N] K
M5;B"KB^F @'Z+WF)Z*'#7IX##WJ0@I;Z*X3)]%AUWO-3T2/&O3H&'K\F ,8EI%WK<0H\BSXN< _9>]Q/9!PW[H)?]!H08 M(I*7&PD+1 H)JH;L"C-
HA;GPXG:8WG(GADF:,,GQA4"LV8BIV8CIOXVX*U?2 MVI B/W27C,FG@7YO-Y]IZ5]02P,$% @ K(!S6;P3 M(2VC @ >0< !D !X;"]W;W)K&ULE95=;],P M%
(; BA40VB2V.]I22/M0PBD(4TK@PO$A9N>M-8<.]AN. X]MM.%0M,6;A([M]GF?]S@Y)\5&R">U!-#HN6%<3;REUNW8]U6UA(:H2]$"-RNUD
W19BH7OFHE MD+D+:I@?8ISZ#:'<*POW[%Z6A5AI1CG<2Z1634/DSVM@8C/Q N_EP0-=++5] MX)=%2Q8P!?W8WDLS\WN5.6V
*RHXDE!/O*M@?!U@&^!V?*&P43MC9%.9"?%D M)Q_G$P];1\"@TE:"F-L:;H QJV1_B*>CW3!NZ.7]3?N^1-,C.BX$:PKW2N MEQ,O]] <:K)B^D%L/L
VH<3]58(I=T6;;F\R\E"U4EHTVV#CH*&\NY/G[4'L M!(3A@8!P&Q ZWQW(N;PEFI2%%!LD[6ZC9@IS>HK/7YW *^,9^GT/8YQ ZW>B0[K\91M^N9DI+
M\QU\'_+>,>)AABV.L6I)!1//?/T*Y!J\\LVK(,7OCF00]1E$Q]1+=R!G$FP9 M&>_G0_XZA=0IV%I;ETD49UGAKP? <0^.3X&3(5@7E>S PB"
(HG"8EO2TY!0M M':(E_T5+>UIZBI8-T:(!&L;Q 5K6T()3M'R(ENW3\CR*AF%Y#\N/PCX+3=@0 M+=^C94&"@W08-
^IQHZ.X.U!JC$@C5ER;5NP*@&M;9)1K,#,]Y&6TY^4B3<+\ MP#D'^'?'PJ>31[4K=$#,E3D[T9?P7O&D\2B+XK^\^#N-U/Z4/A&YH%P92&T"
M\65FLI%=G^\F6K2NM\Z$-IW:#9?FWPC2;C#KM1#Z96+;=?^W+7\!4$L#!!0 M (*R &PO=V]R:W-H965TPZL29[4#W M][.3-,DTM[7L>-
"4V*T03N!))9'!/Q M>PB,KP8.=MY>W-/Y0ID7;MA/R1S&H![2.Z%';H4RI3$DDO($"9@-G. X?.A[M)B!?\4AA)1O/R$B9,91L @4@:'Z+\E7
!C!DGS^%6",E5.$]A\ M?D. S,5K,1,BX8*S)SI5BX%SY] IS$C&U#U?74$I*#!X$65*HJ,1*$*9/$9?T5A?A6G& /$9
M;]PW(Y]0)**$H>M$*I$5L270%)E=1 <094+09(Z&1%*I\6],D\;L\RW$$Q M^Z[2N@P[-RHU# L_@8-8TA/4(2./A _#>/];;GVQ]_VQL]Q
M6YMP]ZK[^4;#HVI%L5RKL>#27L_%%.>Y3D T=7GP2Q!"?\\@EWO&\6I:U* M:P!(:PM1ZL"#O>E6[%K_N!]]D[*5GE=*S/56%%6<]2V0AV*L(
M]O91-E:0 V>'O=I;O$/5EAUY!](-0\1;U)]O]R,KQ([7$M>^A#^2,>%#.!.N MK0GORYOL0#O7#0 &0 'AL+W=O;'&%ZN/^4>B1 MVZAD-,="4EZ
P,W,>>??+/S8&-@9GR@>9>L:C"MKSK^:P7TV\(%?")L!+A 8DL!>]0*PEO MEJ@(9?(M7,%*IT)6,@2^@2?.V)6.QY&
(S(QO=Z38H@2='W!'"U*DE#"X+Z02 M9:54RV9 %+16,SL"3YB60M!B"PLBJ9RZ2KMDP-RTQE]4^$$/?@(/O% ["><^+ M#+-
+>U>'HHE'<(K'(A@47.'^&D;>KQ!X00@?5TMX\ /; =U1$^>1U0U[=)N3H#.)>? -C[M;0 W;'!#JS[]"\--VO++;?
[')L.7#WHQN%>8RTZ_PQ_@=]3X'0UNTX(P[0\"_MD<;3):9V>V#DVX08=>%6@K$5-#7P,/='DR3P].1#!TGA[W823AG R2/C^6>ET*ZG$D^B*
IZ@),&./D7::=KD*KSKBY$72C)"Y0H##VOA\3W MS@W!&V3Y7*?:J4Q]&RQ2PV+?^;;ZK>[E_V_K5(WVRJX'9]>#URY5PXK=Q# $_M>^Y^_G#
[>X5]5J_03O@P"]-Q;\:?>YT_V%)>L:#5"UU6M(FN9[V0Y\;D#W>F M'U?3ZH4OH(,X"2>]T.<>Y@\WL>^I:[5DNZ$FR0L4MW7DS5%L[<%>:K_+0E6G
MW^9N_'PKCHRGZ=77QX/1&QI(8'A1IMZUV,=*5$=YJN!XGM[@%YSI8_C]G*G M/X!0F GZ^89S=1]8!9I/JOG?4$L#!!0 (*R &PO=V]R:W-
H965TVA]@"K98D4AMD/+8J?GQAY1(X4*H =#/CFLJP\CB MTX0@^WB_^Z>S^?WQ=^__CAYNYO?WE_?__I?_WXX]W5^_G'V=T/_MMY_F-
P__YI?;Q!3NGCX_W[\JKR[_CB_N;N^O2DLYK_\[2]Q_+\B*1Z?/7[*_ME]\SO)[__6[EX\+C@_GY]O;_'O^?Y-W?_G+T^#7-/\RO[A^1V<-__39_._P
MX=%Z^$K^SQ/[EV]'??S$U8^?]WX_^4KCZ?'=_^_'IDQ^^@H_7 M-U__>_;[TQ_%RB<4B]_YA.+3)Q0W/N'T>T?]$DWV/< M[?L)YT^?<+[O)UP\?
<+%OI]P^?0)E_M^PING3WBS[R<<'ST_;GW+\O4_Y M]F1O/MLG;[[W*<]/]_'F_W]+^SY"3_>^QD_?G[*C_=^SH^?G_3CO9_UX^>G
M_7COY_WX^8D_WON9/WY^ZH_W?NZ/GY_\X[V? >+SLU]\\>Q_]U.>G_WBB^_U M[SW]Q6_?'L_^\7G9[^X]]-??'[VBWL_^\7G9[^X]]-??'[VBYO/_G=_?
G_WBYK/__1^IS_^R=[/_LGSLW^R]T_ZD^=G_V3O M9__DVP_[%_^]WXHG3P_^R=[/_LGS_^R9=G_\>O:?/S]#][C!U_R]LOG/R3D]O M?_WQ_L%_#
<_7CU]_O#KYQ>__G'A=;MS?W[NT+YYMW\W9;/C\@'3G8"I7S@_M30[PX\.?QK<_DN+S'\E_%'/!^+3XH7!T_&^%XE'QK##(2H5_^:=M?S)O\YEL
M_NF'PLG1%^;TF2G\4^''PMW[V6)^]_1?6^#2'G#Q?!W>PI1W/,S/O_Y0."[N M9"KY3/WSAX>OYF0G4]V#.3[:R=3V8(YV?S7)+N;FX4%=
[F3]>S!'ISN91C[3 MFQU1.']S4VGNH5R^X]]C:X]OE^/CG5]>>Y_ONMV/LK/K43XPQ8N=3+H'L\4S[=O?OOTH.7TUQX\?8]_\RC_;1=O\8&IL?BI-]?
BCN_DD_W>>K^?]M=93#1/S? M2K38$;FKTOQIY4_^^W\\.X+W"Y/_(V]MTYU\]][DG7]R3O)K[G\V'M7RTD]_./=_]]RD]?
V'U^)T^W$XUFZ_W7W:78U_]M?/CT\N/GBM_E??OI__Y_C M\Z/_;ULYE%A)8F6)5216E5A-8HG$ZA)K2*PIL9;$VA+K2"R56%=B/8EE$NM+
M;""QH<1&$AM+;"*QJ<0BJ$8S/6BH!TWUH+$>--->#!GO09 \5[6NU]/1;+3W- MTW]JWM[=%6YO"O/?[Z]O?OU\???^X_SFOG#[2^'=0V'=UE%SO4,
[JL1*$BM+ MK"*QJL1J$DLD5I=80V)-B;4DUI981V*IQ+H2ZTDLDUA?8@.)#24VDMA88A.) M32463ZE^_D5[O/S]MY_^_?
C\M'AQ=/S7'W];ZY^O.&YA:_6D#Z"TY0$4+T]/_M3L\V'\!KDGCK Z I'#2&@^9PJ"!>:Y1GWQKE66ZC;,_O"U>SN_>%3XO;J_G\ MW;:3L/^12QQ:
(B56DEA98A6)5256DU@BL;K$&A)K2]PEL;;$.A)+)=:56$]B MF<3Z$AM(;"BQD<3&$IM(;"JQR_R@T]T4HV&>CRE^FK;/'US=GIR=+19-K_^
MQK.5WWA\>GQT].(WTC0.&L=!\SA4(*^5R?-O9?(\MTR.9HO%[.:^<#]??-S6 M(W,_^] >*;&2Q,H2]TBL*K&:Q!*)U276D%@S__OGK/#'?
+;8>DVE_"K:$NM(M+)585V(]B642ZTML(+&AQ$82&TML(K&IQ"(_KP_NC%2C 1XTP8-&>-_,#QKB
M05,\5(ROM<^+;^WS8]_V.?]]OKBZOIL7/BVNK^:%?[F^*91N/WQX"-;"I_GB
MZ[6F_UKXQ\KEN=NZ:NZQ#NVJ7[']CXY7_H5*_.%L_7=EE.0ARQ*K2*PJL9K$ M$HG5)=:06%-B+8FU)=:16"]QKL1Z$LLDUI?80&)#B8TD-
I;81&)3B47LE8A! M4SC>4]VTWT.@01PTB8-&<= L#A7&:U7R\EN5O,RMDM7%XX66SR^)/UY?^?>O MY7)K57QDY.SEZ]Z/R7VZLOC
MQ9.SXQGEBY?'Z==\XSAH'H<*Y+56^>9;]WR3VRH[G^_O[F!B234:ZD%3/6BLQU.N MKY;>AR)[?'Z\V65I9@<-
[5"IO=8^CX^^U<_'^QSG],_T\^+]_>SYA?%MA3,? M.+1Q4]U$M3+5*E2K4]U&M81]=:HUJ-:D6HMJ;:IUJ)92K4NU'M4RJO6I-J#: MD&HCJHVI-
J':E&JQ(]\/KJ*6LW$?SWF_]N:>DXNCL\L7;SE_S8&WO^?VT;>W'S_;OXH?)I=ORO,/MY^OMEZ Z-\Y>!**K42 MUE3+J-:GVH!J0ZJ-J#:F MVH1J4ZK%CI
_O))2SL9]/.?]:B4]/3K:GYSF^5APSQLFH>-\V!YOMY+B\M> M6LSMI?'NW?7C"N'L0V'^_5]X9?Y]E.ENOU=(
MZ1P1U4I4*U.M0K4JU6I42ZA6IUJ#:DVJM:C6IEJ':BG5NE3K42VC6I]J ZH- MJ3:BVIAJ$ZI-
J18[XOWP0FJ'BBSWG/=K5VMN+Z1VA1D_%SNXG4JM1+4RU2I4JU*M1K6$:G6J-:C6 MI%J+:FVJ=:B6/FEKJ5(\.3V_V+CG2I<>MD>UC&I]J@VH-
J3:B&ICJDVH-J5: M[(CQPXLGY6R2AXWRL%D>-LRCNO7GX?'9YH_#L$$=+*G7B^=RL>@X?I(HN_]]
M\4:>5X_G0A*Y^+^^K^_OJ/^]N/UW=WMXH_"S>U#*_W/UOSCS_/%UN7V_",<_MW$;II!'5RE2K4*U*M1K5$JK5J=:@6I-
]+:JU]=:A6DJU+M5Z5,NHUJ?:@&I# MJHVH-J;:A&I3JL6. G!X9;5;1Y:S>1\V\,,F?MC(#YOYP4)_O=@NUY..O]X> M_^0[0;8T__F^\)_-AU\M)/?
SCW?;JRL=4:);B6IEJE6H5J5:C6H)U>I4:U"M M2;46U=I4ZU MI5J7:CVJ953K4VU M2'51E0;4VU"M2G5(BQGTSYLW(?-^[*!
M'S;QPT9^V,P/%OKKU74YO72?OL\$;;RU7VO-1V.P-&[YATS=L_;+W_5]N)Q2 M.L[?4MIZU_NM%9'N*%&M1+4RU2I4JU*M1K6$:G6J-
:C6I%J+:FVJ=:B64JU+ MM1[5,JKUJ3:@VO#XY=[-Y[YS+H:7C_*6EYN-\Y^U-8?[[_4/M M_'Q]]_[+._^=O?RF\F_^_?
U)=&N):B6JE:E6H5J5:C6J)52K4ZU!M2;56E1K M4ZU#M91J7:KUJ)91K4^U =6&3]KJK77.C\^/7Y9/.JU$M0G5IE2+'4E^>$.U M^TJ6LTD>-LK#9GG8,
^;YL'B?*VA%I=;3,4=6TR+Z]\>WSN??G@XQG,Y+1[] MUC&H]@VH-J3:B&ICJDVH-J5:[*@%]Y== MR]FX#YOW80, .;.*C?RPF1\L]-?+[G+JJ?
CUEOU_ZHU-13KT1+42UE3+J-:GVH!J0ZJ-J#:FVH1J4ZI% M6,ZF?=BX#YOW80, .;.*C?RPF1\L]->K:W%97?/7H':^L2G_\P^NK5^UC>NA
MBQOO:Z+'+%.M0K7]=_X\-NYP5],'3:A6IU]#:DVJM?:ZR]NFQ^Q0+:5:=Z_MCQX]9D:U_EZ/8$"/.;.3:B&ICJDVH-J5:O%Y/?=CXB[>6*^WW(&P"AHW
J%K. M9F6PL%SO9\M9I&+^+-+>[R[*=P[N:70>B6IEJE6H5J5:C6H)U>I4:U"M2;46 MU=I4ZU MI5J7:CVJ953K%U_.P9PC-=[B,]?)C73
]_#U(^>'!%E5]):F6] M5:A6?=)6P^K\!AY?+1YSE$>-:%:G6H-JC6IUMKR);T6CR\W-S#:]*@=]J54 MZ^[Y)]*C1\VHUJ?:@&I#]HVH-
J;:A&I3JL6.]#V\55+.AF^4MGQ/Y]>G)^= MOQC4M >VT1I5R]D(#I;!ZX5QN6M4S-\U2K_-;'Z:_?'8%>^VED0Z7?2DK?_%
MVG(GB1(];)EJ%:I5J5:C6D*U.M4:5&M2K46U-M4Z5$NIUJ5:CVH9U?I4&U!M M2+41U<94FU!M2K6(?;,R;$;'6\L]1_G9SL=A8SIL3H<-
ZK!)'2RJU\OD'G^ZT MNT*6>\[[U89ZKS?4Y610,7\R;.N5FX6? M9Q]F-U?;WVE#)X2>M-6_8Z=?+DEZ<>:3C@A1K4*U*M5J5$NH5J=:@VI-JK6H
MUJ9:AVHIU;I4ZU$MHUJ?:@.J#:DVHMJ8:A.J3:D6L6]6ALWH>&NYTMZ/P\9T MV)P.&]1ADSI85*_WRN7>4#%_;^C%S3-S[Y=)-X>H5J):F6H5JE6I5J-
:0K4Z MU1I4:U*M1;4VU3I42ZG6I5J/:AG5^E0;4&U(M1'5QE2;4&U*M=@1]8>?],3S M19:S>1\V\,,F?MC(#YOYP4)_O<(NYXN*7V\^_^?
NETD7BZA6HEJ9:A6J5:E6 MHUI"M3K5&E1K4JU%M3;5.E1+J=:E6H]]&=7Z5!M0;4BU$=7&5)M0;4JU",O9 MM \;]V'S/FS@ATW\L)$?-O.#A?
Y;=3U9[A]=Y.\;'?RJ?KYW:(U]TM;O-')^_M>K3Y1KD2/6R9:A6J5:E6HUI"M3K5&E1K4JU%M3;5.E1+J=:E6H]]&=7Z5!M0
M;4BU$=7&5)M0;4JUB'VS,FQ&QUO+E?9^'#:FP^9TV* .F]3!HG]]5RXGA$YR M[_-^T%YF[BO^^<#@TZ:6LW$?-N_#!G[8Q \;^6$S
M/UCHK]?;XK+>%O_*_XG=&](:B6JE:E6H5J5:C6J)52K4ZU!M2;56E1K4ZU# MM91J7:KUJ)91K4^U =6&5!M1;4RU"=6F5(NPG$W[L'$?-N_#!G[8Q
\;^6$S M/UCHKJ?7Y0+32?X"T\Z%S/S//[BV?M4V)KW. E_>IXM*5*M0K4JU&M42]M6I MU]!:DVHMJK6IU]%:NOV[>6.@KTN/V:-
:1K4^U094&U)M1+4QU294FU(M8]_M#)NZ\=9RI?T>A_W>L,D;_GK#9F^P\%VOA?'%_Z73?9Z)+_MO[X>U3*J]:DVH-
J0:B.JC:DVH=J4:K$C=P_S4@YF[]A_SAL_H>-X+_9'#:$_M@Z7P>I]7"RE5]):F6H5]E6I5]-:0K7ZR99]D.W%DBXE
M4:U%M3;5.E1+J=:E6H]]&=7Z5!M0;4BUT99OZ"_?SAO?SV-ZU_G5IE2+'2%]_M>/FT0TF6*VW[@7ZQ]7:A]L_V@<-&<-@,#A;"Z[UR.91TDC^4M-
_J9CYR<)>D_MZTA4*U.M0K4JU6I42ZA6IUJ#:DVJM:C6?M)6?V07MV5VAQXVI5J7:CVJ953K_M4VU
M2'51E0;4VU"M2G58D=\'JXX[?"1Y6R4A\WRL&$>-LW#QGFP/%^OI<.+4[_M2Y:S:1XVSH/E^7I#7>XLG>3O++7G]X6KV=W[P]?%
[=5_F[]>5.ZKT2U$M7*_M5*M0K4JU&M42]M6IUJ!:DVHMJK6?M-7SIMM>Z>IL^7W;+G%(M_R^-P__O+RR MDZX=42VC6I]J ZH-J3:BVIAJ$ZI-J18[_O?
PCFC7CBQGTS=L_(;-W[!'#:! M@T7P>I%_LG#1GG8+ \; MYF'3/%B%7HI/J%:F6H5J5:K5])90K4ZU!M6:5&M1K4VU#M52JG6IUJ-:1K4^U094&U)M
M1+4QU294FU(MGG-_U^T\[5%MC(?-\;!!'C;)PT9YV"P/%N;K;6X[*FY=YL_M?/\]WSNXGA9?__FR_/+B[/-^7=ZU#+5*E2K4JU&M81J=:HUJ-:D6HMJ;:IU
MJ)92K4NU'M4RJO6I-J#:D&HCJHVI-J':E&H1>7EVZ(PM4%KW.

M4&U(M1'5QE2;4&U*M8B]@C)L.L=;RY7V>Q VH,,F=-B(#IO1P4)ZO3XNEYE. M=RXSO7S5O__WAP_^**1?WP:U]0* V?-;7+3Y;S>1\V\,,F?
MC(#YOYP4)_O?8NEY].+\ +_G3MB6HEJI6I M5J%:E6HUJB54JU.M0;4FU5I4:U.M0[64:EVJ]:B64:U/M0'5AE0;46U,M0G5 MIE2+L)Q-
^[!Q'S;OPP9^V,0/&_EA,S]8Z*]7U^4DU&G^)-3N%_SI'-23MNL% M_RV_Z_B'T_7?5:9?685J5:K5J)90K4ZU!M6:5&M1K4VU#M52JG6IUJ-:1K4^
MU094&U)M1+4QU294FU(M8]\ #)NZ\=9R6_-YVPOY=N#)KX7+ M@:;?3_(&GK?>$VEH/ZC/&R6APWSL&D>+,]7*N?9+NZO_WMV?WU]\WC9Z./-
M\0OOKN^N;C_?;+U+?KYW:/6D6NGLY0I(\7A+]:1'K5"M2K4:U1*JU:G6H%J3 M:BVJM:G6H5I*M2[5>E3+J-:GVH!]0ZJ-J#:FVH1J4ZK%CB
_N*!:S@9Y;$OR_M;?_3/VR4A\WRL&$>-LV#Q?EZ]5PN-9WM6&KZO+AZ/|OJLL_T]^>W(?W+]4TA M>S]|.-
Z_%OY1N/ORT=8:2L>:J%:B6IEJ%:I5J5:C6D*U.M4:5&L^:65(O+IIJ_U?3T)OG"_/?YXNKZH;%^6EQ?S;]T MU=+MAP^SQ=WCW.C7MOI86_^I\&-
>=:5#3E0K4:U,M0K5JE2K42VA6IUJ#:HU MG[3+E>IZ5CS]X>QLL[W2(2>J=:B64]U+M1[5,JKUJ3:@VI!J(ZJ-J3:AVI1J
ML2/E#V^O=N[)B6HEJ9:I5J%:E6HUJ"=7J5&M0K?FDK;X*]?@:U(L+4.E1 MVU3K4"VE6I=J/:IE5.M3;4"U(=5&5!M3;4*U*=5B1XH?WD[M;)/E;)*'C?*P
M61XVS,.F>; X7V^GR]FFAP]SKP*8W\P^W/_Q>_+U\4:ELU^_7_]PN_).J,=+_M4K$^EG(WQ*.WUO]<;B^=Y6\OI6N]\^KVYK?YXN[QS5!?7N/?
VCOI&!/52E0K3ZU"_MM2K5:E1+]%:G6H-]S;.MXO:GLG'6.B6H=]*=6Z5.M1+:-:GVH#]@VI-J+: MF&H3]DVI%CMR_/#>:4>;+%?:Z^=]V(
.F]!A(SIL1@<+Z?7>N1QM.LL?;>HO M9E_/;L[^>*R:MXN-^OGN.W<&S64NT6D^6>\W[U
MC;=G+RJ]'5BRG,WQL$$>+,G7*^IR8.DL]R[X/[W=.:GZZC<\T0VF)VWU+2/' M/[S9^'M7HLU3*J]:DVH-J0:B.JC:DVH=]4:A&6LVD? M-N[#YGW8P
^;^&$C/VSF!PO]M>IZOAR3.L\?DU(7#.0?YM!V^Z3MN&" 'K-, MM0K5JE2K42VA6IUJ#:HUJ=:B6IMJ':JE5.M2K4>UC&I]J@VH-J3:B&ICJDVH M-
J5:O%Y!&3:=XZWE2OL]"!O081,Z;$2'S>A@(;W>,I>[4><[=]/P!0.EZ]^N MW\T?_N7D>O[A7>X5__E?V<'%E*Y.4:U,M0K5JE2K42VA6IUJ#:HUJ=:B6IMJ
M':JE5.M2K4>UC&I]J@VH-J3:B&ICJDVH-J5:L"@.!Y]VM9R-^[!Y'S;PPR9^_MV,@/F_G!0G^]$!>7A;CXYZ\8.*>K4U0K4:U,M0K5JE2K42VA6IUJ#:HUJ=:B
M6IMJ':JE5.M2K4>UC&I]J@VH-J3:B&ICJDVH-J5:A.5LVH>-^[!Y'S;PPR9^_MV,@/F_G!0G^]NBZWJ<[SMZE*\R\G? M5*61\V\,,F?
MC(#YOYP4)_O14O)ZW.S\#U_'3%BFHEJI6I5J%:E6HU MJB54JU.M0;4FU5I4:U.M0[64:EVJ]:B64:U/M0'5AE0;46U,M0G5IE2+L)Q-
M^[!Q'S;OPP9^V,0/&_EA,S]8Z*]7U^4JUGG^*M8!UP/0':PG[FP.1TLJ-?;Y'+_ZCQ_ MP$I?'M"[OONO?_]E,9\7DIO[^<-7?%_H/?
JYEPC0\2NJE:A6IEJ%:E6JU:B6 M4*U.M0;5FE1K4:U-M0[54JUJ=:C6D:U/M4&5!M2;42U,=4F5)M2+78TB,// ML]HQ+E3+J-:GVH!J0ZJ-
J#:FVH1J4ZI%6,ZF M?=BX#YOW80, ;,*'C?RPF1\L]->KZW(?ZSQWQ."02P3H2-:3MOJ"P=D/)\>; M%PC0\2NJ5:A6I5J-
:@G5ZE1K4*U)M1;5VE3K4"VE6I=J/:IE5.M3;4"U(=5& M5!M3;4*U*=4B]@K*L.D<;RU7VN]!V(.F]!A(SIL1@<+Z;4>>;$I4:U"M2;46U=I4 MZU
MI5]7:CVJ953K4VU M2'51E0;4VU"M2G58D=M./BT]N5LW(?-^['"!'S;Q MPT9^V,P/%OKK=7BYJG5Q_,>O"+B@^U=4*U&M3+4*U:I4JU$MH5J=:@VJ-
:G6 MHEJ;.AVJI53K4JU'M8QJ?:H-J#:DVHAJ8ZI-J#:E6H3E;-J'C?NP>1\V\,,F M?MC(#YOYP4)_O;H6E]4U=Z3@@"L"\J&#^^M7;?7FPB<;EP/0
Y:I5]%:E6HU MJB54JU.M0;4FU5I4:U.M0[64:EVJ]:B64:U/M0'5AE0;46U,M0G5IE2+V)V2 M87,YWEJNM,
Z;SV$#,FQ"!XOH]1*Y'*2ZR!^DVGIQ0/'HG_>_(F!KX:3C M550K4:U,M0K5JE2K42VA6IUJ#:HUJ=:B6IMJ':JE5.M2K4>UC&I]J@VH-J3:_MB&ICJDVH-J5:
[.@$AY\PM4-8EK-Y'S;PPR9^V,@/F_G!0G^]ZR[GLBXNP&O]_M=,^*:B6JE:E6H5J5:C6J)52K4ZU!M2;56E1K4ZU#M91J7:KUJ)91K4^U_=6&
M5!M1;4RU"=6F5(NPG$W[L'$?-N_#!G[8Q\;^6$S/UCHKU?7Y9[51>[HP$_?
M]E@7L_OYUMI*MZR>M./BRGG_HQ^.BYLO\M.1*JI5J%:E6HUJ"=7J5&ML_XM4_M/%O_B]2D!VU1K4VU#M52JG6IUJ-
:1K4^U094&U)M1+4QU294FU(M8K\(#!N_M\=9RI3T?AL.$;-GW#QF^P_%VOALN]J{O\O:C.Y_N[^]G-N^N;7PN?%M?
9A^V5D0Z%T6U$M7*5*M0K4JU&M42JM6IUGC2SE=^D)T=/?ZS627I8!35_MVE3K4"VE6I=J/:IE5.M3;4"U(=5&5!M3;4*U*=5B1X_??
L[2#DM9SB9YV"@/_MF^5APSQLF@>+\[5B>KD^TO7PB?/?SGNZ^&YR,'-TFZXT2U,M4J5*M2K4:UA&IUJC6>M!TOVC3I05M4
M;U.M0[64:EVJ]:B64:U/M0'5AE0;46U,M0G5IE2+'>%]\)E.R]D<#QOD89,_M;)2'S?*P81XLS==+:7%92O,'FKZ5TNN;J\5\=K>]D])M)JJ5]%:F6H5J5:K5
MJ)90K4ZUQI.VV4G/-SLIW6>B6IMJ':JE5.M2K4>UC&I]J@VH-J3:B&ICJDVH M-J5:[,CNPSNIG7*RG_WRL$D>-LK#9GG8,
^6YNN==+GZ=)F_^A175XO/\[N'M2OJUFVZMI'22B6HEJ6I5J%:E6HUJB54JU.M\;2M5=+CS3Y*AY;HUJ9.AVHI
MU;I4ZU$MHUJ?:@.J#:DVHMJ8:A.J3:D6.W+[\#YJAY8L9U,\;(R'S?&P01XV MR8-%^7H?70XM/7R8UT>_;(7^]F4K]/:7PJ?
EG45O'N\L^O#QY_F[PB^WB\+C MH:^QMM_(/O\8!Q=6J96H5J9:A6I5JM6HEE"M3K7&DL;S=7UYT!;5VE3K4"VE
M6I=J/:IE5.M3;4"U(=5&5!M3;4*U*=5B1[8?WEDI9W,\;)"'3?*P41XVR\.& M>; T7^^LRX6ER_R%I=9L\5_S^V^G4+]_N2G=5Z):B6IEJE6H5J5:C6H)U>I4
M:SQIQT?KM?3DXL6+^W1CB6IMJG6HEE*M2[4>U3*]J:DVH-J0:B.JC:DVH=J4 M:K$CP \OIG:,R7(VRL-F>=@P#YOF8>,\6)ZO%]/E:M-
E_FK3\F3JUCI*UY>H M5J):F6H5JE6I5J-:0K4ZU1I/VOJ[.(LO;_1$C]JB6IMJ':JE5.M2K4>UC&I]_MJ@VH-J3:B&ICJDVH-J5:[$CMP]NHW56RG$WRL%$>-
LO#AGG8-\6Y^MM=+FK M=)E[_N?XN/MXO[ZO^?O"O>WRY.E\]_S6^^\U8HNK%$M1+5RE2K4*U*M1K5
M$]K5J=9XTE8+ZN66>DJWDZC6IEJ':BG5NE3K42VC6I]J ZH-J3:BVIAJ$ZI- MJ18[8OSP>F]WDRQGCU=;B==YF\GI?/%U?SF?O;K M\Y6G/\]^OOYP??
_'lU_/IV-*5"M1K4RU"M6J5*M1+:%:G6J-RZV;'Q>;FTOT MH"VJM:G6H5I*M2[5>E3+J-:GVH!J0ZJ-J#:FVH1J4ZK%CB_O*#:;2;+V2 / MF^1AHSQLEH<-
\V!IOEY0EPM.E_D+3NWY_6,S??#,J>79V\V[XY/AYFH$]%:E6HUJB54JU.M0;4FU5I4:U.M0[64:EVJ]:B6
M4:U/M0'5AE0;46U,M0G5IE2+V"LHPZ9SO+5<:,\'80,Z;$*'C>BP&1TLI-=: MY)OEW-*;_+FE=''|V^Q^7D@_/!SCX_SF2Z?L)*5"NGRO??
OQO?:SFW>%;+ZX MGM\5'O_E_)?Y8C%_^*7WLX+_[VM@.9_!8<64*J5]%:F6H5J M5:K5J)90K4ZU!M6:5&M1K4VU#M52JG6IUJ-
:1K4^U094&U)M1+4QU294FU(M M=A2$@T^?6L[&?=B\#QOX81,_;.2'S?Q@H;]>?)>34&^^WMW_Y#O%M_1XWO0_
MFP^_6DCNYQ_OME=7N@A%M1+5RE2K4*U*M1K5$JK5J=:@6I-J+:JU]=:A6DJU M+M5Z5,NHUJ?:@&I#JHVH-J;:A&I3JD58SJ9]V+@/F_=A S]LXH>-
_+"9'RST MUZMK<5E=]QR.^MZ5J/F??W!MW3KB<[+QDC\]9IE]%:I5]5:C6D*U.M4:5&M2 MK46U-M4Z5$NIU]5:CVH9U?
I4&U!M2+41U<94FU!M2K6(O8(R;#K'6\N5]GL0 M-J##)G38B Z;T<%">KT^+C>>WN1O/'4^W]_=SV[>7=_\6OBTN+ZYNOXT^["U
M1M*A)ZJ5]%:F6H5J5:K5])8\::O7!Q5/+U[>=]E.#]N@6I-J+:JU]=:A6DJU M+M5Z5,NHUJ?:@&I#JHVH-J;:A&I3JL6.!#_\Q*9=>[*=@X
MCT1QZ\UTN?;T\&%>,TV?VVCAT^R/QXM1M\XY¥2,'U]+3%Q7F^.CL[/CH=/,$ MISQLF6H5JE6I5J]-
:0K4ZU1I4:U*M1;4VU3I42ZG6I5J/:AG5^E0;4&U(M1'5 MQE2;4&U*M8A]LS)L1L=;RY7V?APVIL/F=-B@#IQ4P:)ZO4PN9YC>Y,\P/=U? M='9_?
7NSUQOE\[V#>R7=8Z):F6H5J6I5J-:0K4ZU1I4:U*M1;4VU3I42ZG6 MI5J/:AG5^E0;4&U(M1'5QE2;4&U*M=@1]X>?$[6C399[SONSU89:/"F>'Y^_
M:*AVC\ER-LW#QGFP/%]OJ,L]IC?Y>TQ;7X@O_#S[,+NYVGY=)YUH>O-R,N?L MXN)T+Y7+6:4W M^;-*C[<%O9K=O7^\9?
W5?/YN^TOH=$]):B6JE=^\G-TIGAV]N$"Q0H]:I5J-_M:@G5ZE1K4*U)M1;5VE3K4"VE6I=J/:IE5.M3;4"U(=5&5!M3;4*U*=5B1W@? M?
A+3CBE9SB9YE"UG$S]LY(?_&"AOUY*EV-*;W:-*=W,/MS_4?BT-JITNW+^_M_'5^:U-E8XJ4:U$M3+5*E2K4JU&M81J=:HUJ-
:D6HMJ;:IUJ)92K4NU'M4R MJO6I-J#:D&HCJHVI-J':E&JQ(\ERSWF_^=:XLQ=G3^VHDN5LEH<-_M\V!OEY4EZ-*;_)'E;
[=6FGV\)_OWU^)3BH]:1M_K8XN-U^&IYM*5*M0K4JU M&M42JM6IUJ!:DVHMJK6IUJ%:2K4NU7I4RZC6IJJ :D.JC:@VIMJ$:E.J1>R7
ME&'S.=Y:KK3GH[_1'3:CPX9TV)0.%M-K-?+X;#FK]/AQ7I&,JZO%Y_F[PH?K MK[/QU_.M+\3O8 ZMDI8K6:[\S*U=U7RTY<5X>]RJY6J62RQ7MUS#RW-
AR$\M-+1>[@OW@4YK8PQ$?...CC#W< M!0*7@;9T#M<I;++->WW,!R0\N-+#>VW,1R M4\M%[!NA@;,[WF*OM/P7--R+Q7&]YKN5ZELLL
MU[?;G@]/CQXQ'^U'C],\+J+1UPLES9U7,]RF>7ZEAM8;FBYD>7&EIM8;FJY".SA'A"X" 1N H&K0. N$+@,!&X# MX>K 1KU=SD]?
IQW8GCGP/T.X/!J^Y7;\/\YKF=NN-,B_7(.1%FN9+FRY2J6]UJN M9KG$PW-!R(\N-+}>QW-1RL:L' MO.)\IV.PAYN H&K0. N$+@,!&X#X>K 1M-=[DP]?
@PN%Z#K4I8K6:YLN8KE MJI:K62ZQ7-UR#R7-MR'YS')]RPTL-[3!<'5@H]XN%Z\>/_Z3EPO0O:MG;N,U@HN7 MEPO0*2O+52Q7M5S-
8J^T[P/!81LX;0/';>"\#1>X&ZUP M.3GU^'%>*TP_+Z[>S^Z>[AXP^_!EWQ7BU\5\GQL% MT!4JRY4L5[9/ MP2O_=,_*6&EAM9;FRYB>6FEHO 'NX!@8M
X"80N H$[@*!RT#@-A"N#]S7V^.5E:WC M_)6MW:_\YP,'5UO*E2Q7MESEF7O\K]772DXW;L5M62ZQ7-UR#R M7-MR'YS')]RPTL-[3!VU'@[OP.D=
M.+ZC@CT<\X%S/ES0;]31E>6LX_SEK,[G^[O[VI;++->WW,!R M0\N-+#>VW,1R4\O%K@+PBHJ+U[BL]ZT)K*YQ'9^=%4_.CEY<,&L/C6,^<,X'
M#OIP2,_17HLK[35_CBL^WB]NK_][=G]]>_XK>R[G3NP^>#A+=;N9U&N;+F* MY;]6]UDNL5S=<@W+-2W7LES;TW,ARXV=N;77T
MS=G1T=&+4[!V&8MRL2OB7]%/\3*6];YE_-G]\W9^<7[^\OU<]L@XOP,'>. $_M#Q?A&_5T9?/J.'=VX*>GMVXMOKYU:WL?M8-
7E"M9KFRYBN6JEJM9+K%/7D MK9T%?7/^\G\>! [YP"D?..8#YWS@H_^7]!NU=67+ZN'CO-K:GM\7KF9W[PN? M%K=7_F[N^W--1Y3++]2TWL-S0.^<
Y'SCHPR7]1G-=V<UPJ?9'X]WQ[HKS#Y^_RH .XM%N9+E MRI:K6*YJN9KE$LO5+=>P7--R+Q7&]YKN5ZELLLU[?5B5ZZ_H3BO:LG;_5TZLF;DVV5%
]960^G=^#X#IS? MX0)\HY*N#%D=YVX)O#R9^GB=ZB][7!A@IZTH5])_7 MJCUPS7*)Y>]6:UBN:;F6Y=J6ZU@NM5S7W'Z[N[V\4?A?;M_=,_P7QQ/;\KE
KI8O[+?+&8/_S2^]G#,\?.'! *'=AQ ME5S)5& MEAM;;F*YJ>5B5T-X10?&LUK6PTT@5&EAM;;F*YJ>4BL(=[0. B$+@)!"X"@;M X#(0N V$]P,;]79E5^LX
M=]K@D#N]VFTMRI4L5[9S;(> MSOG 01\NZ=?;:W%E-JN8/YL%+U#@(/]++!]99R)Q7-5R-!<'5@HP.O;'45C\$%"D6[TT6YDN7*EJM8KFJYFN42R]4M
MU[!ZC&O?/#PJFO'O"A7MES%S7&;YON4&EAM:;F2YL>4FEIM:+G85@5=473SY M9;UO36#M)FWGY\6SXQ?7*=@CXY0/'/.!""'
MV]N;W^8/=?;G#_/"QK4+NRY/L(M@E"M9KFRYBN6JEJM9+K%!P%4@ M-5]N4%2+%Z\ M.3HZNUA_':%DCURV7,5R5.,,#AWC@% \7XQOU
MS7&*YNN4:EFM:KF6YMN4ZEDLMU[5JO.&N*A\6LAYM X"H0N L$+@.!VT"X.K!16U>&Q8KYPV*EK6_BLGMA M3]S:]NO)T>GYRL=;]D7V?R@XP ,G>.
(#YSAX4)\ MHVNN#'@57YT<,_ZTD_M <>66YLN8GEH:+79'^ MBA.D>);+>CCD Z=\X)@/G/.!@SYU7,]RF>7Z
MEAM8;FBYD>7&EIM8;FJYV%467E&'\827]7 3'"%P% G>!P&4@P7--R+Q7&JY MKN5ZELLLU[? P$4@[T46YBN6JEJM9+K%\T64]W 0"5X' 72!P&0C?
_7$CGBZN'REK(/O]\NWAW?3.[_U-S!_D'//Q4KMWPHES9U7,]RF>7ZEAM8;FBYD>7&EIM8;FJY MV%447E&%\8;7]7 3'"%P%
G>!P&4@T7,MR;!P%T@KNRYO7P<=Z9WN3I/K.%Q>Q^ M^[Q!/G!XM95J6:UBN:;F6Y=J6ZU@NM5S7TW,AR8\M-+#>U7.Q*]%=T5NKAA \<\8$S/G#
(!T]Y MP#$?+N^<'AIE5SU%AL;0. J$+@+!"X#@=M N#JP4:I7]LQ.OHY/_,EWF-E1,\]5+%>V M7,5R5+:-3/*E2Q7MES%/_ZS,?9=M\=M6*YIN9;E
MVI;K6"ZU7-=R/5&EAM;;F*YJ>5B5[2_HKSBG3+KX8P/'/*! M4SYPS ?.^4B8MUY>3U=VRDYSIR)^:L_O"U>SN_5&EAM;;F*YJ>5B5ZP?
7ERMAR,^<,8'#OG *1\XY@/G?"3,VRBN M*PMDI_D+9'M?]=O_^^W_])6Z^5_ZX779SJ)1KFRYBN6JEJM9+K%RW-AR$\M-+1>!/=P# A>!
MP$T@Y:Q,'7*F;#QU><>W<&>7*EJM8KFJY MVC.W=H7"EDMK$WOVO**]XR,QZ..,#AWS@E \<\U'#GJL#&^5U9.\\KKGE;JY MR.'%57(ERY4M5[%RY
M.K!17%?6S$[SU\SVOU+W_6+^/WY7W?PO_O#";(?4*%>V7,5R5!P%T@R7-ER%S M7&*YNN4:EFM:KF6YMN4ZEDLMU[5 M$+@(!&X"@:M X"X0N
P$;@/AZL!&O5U98CO-7V([X%I=NXM&N9+ERI:K6*Y] MN9KE$LO5+=>P7--R+Q7&JYKN5ZELLLU[?/+XS_H58U-[W-
@5[:\HKWCQS'HXXP.'?."4#QSS@7,^7-!OE->5Q;/3W-&) M?:_5M8MGE"MKFRYBN6JEJM9+K%)ZO.4NXE-[W-@5ZZ\HKGC+S'HXXP.'?."4#QSS@7,^
M7-!O%->5+;/3_"VS+U?,%KY[K>ZW2W4KMY\7_^-7ZMKU-_J5+%>V7,5R5!P%T@J9N/"%Y<[>(9YWFBV8H];M5S-
5&EAM;;F*YJ>5B5ZR_HKCB+3/KX8R/ M,O9P%PA5OF>U]I>[U;__C]]3-_](/K\MV/8UR9U7,URB>7JEFM8KFFYEN7:ENM8+K5R MW-AR$\M-+1>!/=P#
A>!P$T@LOZ*XXB4SZ^&,#QSR M@5,^<,P'SOEP0;]17%>6S,[RE\Q:US?7'S]_W'D1;O'HG[=>B)M_J:T=/Z-<
MR7)ERU4L5[5]6:UBN:;F6Y=J6ZU@NM5S7$4KQA-IUL--(' 5"-P% I>!P&T@7!W8:,4K$VEG7[6&EAM9;FRYB>6FEHO8,T$#)W>\
MQ5YIWP>"PSMP>@>.[\#Y'2[_UUOF^EQ;@^WOE?U4'5U?*E2Q7 MMES%S7&:YON4&EAM:;F2YL>4F MEIM:+G:UBP7--R+Q7&]YKN5ZELLLU[?
P$4@;XO;7FXX/MV\\H >MFRYBN6JEJM9+K%6&EAM9;FRYB>6FEHO 'NX!@8M X"80N H$ M[@*!RT#@-A"N#FS4VY4%L?A\;>
]F+KZ=SMW=;.QU&N9+ERI:K6*YJN9KE M$LO5+=>P7--R+Q7&]YKN5ZS]SJBL#QR<79V>:,0&8/W+?=YV^'M6:_
M_]^;8,@_]N&%UTZ.4:YLN8KE]I:K62ZQ7-UR#R7-MR'Y MS')]RPTL-[3)C,>K@)!*X"@;M X#(0N V$]P,; MK7AEF.S\0ERK8!?&*%>R7-
ER%S7&*YNN4:EFM:KF6YMN4ZEDLMU[5< MSW*9Y?]6&UAN:+F1Y<:6FUAN:KD([.$>$+@(!&X"@:M X"X0N P$;@/AZL!&
MO5U9&#O/'7G88X(A'SB\VG]E-M[]>/+B/@AV-8QR%S7&*YNN4:EFM: MKF6YMN4ZEDLMU[5Z-BKJQ\G>>O?.U[78'>7[#3890K6:YLN8KEJI:K62ZQ
M7-UR#R7-MR'YS')]RPTL-[3;0. J$+@+!"X#@=M N#JPWI6&EAM9;FRYB>6FEHO M'NX!@8M X"80N H$[@*!RT#@-A"N#FS4VY5YL8OW7,-

R3V7,=RJ>6ZENM9+K-Q7-5R-PW-!R(\N-+3>QW-1R$=C#/2!P$0C:=\}]A?RA<.[K>1*EBM;KO+,K=[+O5A\4WQQ+_>J/7#-T7,MR;U7,UR MB>7JEFM8KFFYEN7;ENM8+K5'VIC#__?[ZYM?/-MUW?OGT_ZOGLHOMN[KAT,HUS)5&EAM;;F*YJ>5B5Q-X1=?%@V'6^]8$5]\N*IZ>7)P=-MO;Q; IX"LQZ.^< Y'R[H-UKLRA381?X46/9IMKB?W13>SCY=W\\^%++YU>?%-M]?WU_.[?"LWFVQV7)MB5,,J5+%>V7,5R5!P%T@R7-ER%S7&*YNN4:EFM:KF6YMN4Z-MEDLMU[5$+@(!&X"@;M-X"X0N-P$-M;@/AZL!ZO;U<&1.[S-US^.GIC66%^_GBX]9FF__Y!S?,'5_.6>&/^6QQM[7% MTJ^D;+F*Y;J6JUDNL5S=<@W+-2W7LES;TW,AR-M8\M-+#>U7.S,^.^':N!\CUT!?WAC??UCPQ$?..,#AWS@E-\7\QOM=&4+[#)_-M"VS? 2PZ^=T^%_M\?/OBCD,X75X^_LN7V"@?<72'_;SV\"4NN9+FRY2J6JUJN-M9KG$PW-!R(\N-+3>QW-1RL:MC-M"Z.UW]X"-1N-H&K0.-N$+@,.!&X#X>K 1HLNKK3H(KB$X=*NE5&N9+FRY2J6-MJUJN9KG$PW-!R(\N-+3>QW-1R-M$=C#/2!P$0CSAB/]:^$?A[LM'VVNO73&C7,ER9U7,URB>7JEFM8KOG, MK=Y__N3-^EMZ6_;8;1*EBM;KF*YJN5J-MEDLL5[=75S\<'3VHN'*X[8MU[%<:KFNY7J6RRS7M]S-RW-AR$\M-+1>["L-K*BZ>,L>;@*!]T#@+A"X#-1N M-^']P$;%79DSNQ1S9I=VSHQR)Q7-5R-[@&!BT#@)A"X"@3N-H'+0.-V-M$*X,;-3;E3FSR-PYL^W-[_-%_?7/W]XO$SAVVT5;F[OY]L+K]TTHUS) MR[7YVD^-C0:Z,D5VN6.*;-LU!/\S-P&S.V:4*UFN;+F*Y:J6-MJUDNL5S=<@W+-2W7LES;TW,AR8\M-+#>U7.PJ-M%*]HPWC'S'JX"02N-H&[0.-R$+@-A*L#&Y5Y9V7,5R-M5T7,MR;W7,-R3V7,=RJ>6ZENM9+K-J6:UBN:;F6Y=J6ZU@NM5S7*K,>3OG_1\XYP,'?>"D#Q?U&ZUU9:KLX>.\UAH? M[J_7B_P)0JYQSR\Z4JN9+FRY2J6JUJN9KG$PW-!R(\N-+3>QW-1RL:LKO*(-4P\7@!P&T@-M7!W8:,,KLV9OSL0E"G;2C'*E_[^U>VEJX\P",/Q75%[-:,: (^$8JXZH32ZV[-MU%+KOE.@#:H!R25$YE+SXP<9$V29D8-\NP;%3T,6.6^UO-2Q7-ERB>4JEJM: MKF:YNN4:EFM:KF6YMN4ZEDLMU[5;JTT.]F[5>)C>K,ZO9A=;UZJ,#_]/Z]2-ML/O,*%>R7-ERB>4JEJM:KF:YNN4:EFM:KF6YMN4ZEDLMU[5RW-AR$\M-+1>'AOH+LA6O*K,>'O*!IWS@,1]X-MS@<>].$F_4ZV;JTJ.]F_JNS7?'8U6^-C"G:-&>5*EBM;+K%V7&*YBN6JEJM9 MKFZYAN6:EFM9KFVYCN52RW4MU[-<=L]M'U$X_E-\>5\L_G!$P6XNH]S0\X'G?.!!'V[2?Y>MQT'7?':CSRLY3++]2TWL-S0W7,-R3V7,=RJ>6ZENM9+KOGMK+08']!NMJ%9=C#0S[PE-\\Y@//^<"#/MRDWTG7AX5E-MF^M]Z;I]&.'N!$(Z^_=L\]7^DPATC9GE2I8K6RZQ7,5R5W7,-R3V7,=RJ>6ZENM9+K-=80^70._4-M"-P"@6,@<-V$RX&=WGU8=,:Y!B<1WMB\E5S)5&EAM;;F*YJ>4BL(<[(' (!"Z!P"D0-MN-4"QT#@&@B7-SMY^["[;'.] [W%N;;',^5U835;/_KBA / \]/VCBL>;_VM-MW-'?WK_]_J_D2O:V9.$$#3^[XA+W24W\1/+P#3^_-XSOP_-XWP'7Q<^%;)\,5^N=MYHD'_.5YOW'&07L]7!-QK036.6*UFN-M;+G$TW,AR8\M-M+#>U7!P*A!<\:+7KR+"'2R!P"@1N@<-Q$+@&PN7-3@(_K";/;7(-S!'3!F.5*-MEBM;+K%+;<]V_%O[[;/'RY? N'KOGMM]7_N&G=T<__7#,@"X5LUQB-MN8KEJI:K6:YNN8;EFI9K6:YMN8[E4LMU+=>S7&:YON4&EAM:;F2YL>4FEIM: M+N*)$S3PY(Y/V"L]]1?!PSOP]-X\OJ/ZV+^8G3>CA)O*.V7YL-MK<[VO+#LW-MZ^OU;'$V7YQOUGLM3N=? 9I>%WV:7L\7C]JX.@,.]/2;KJRW)ERR66JUBN:KF:-MY>]6:UBN:;F6Y=J6ZU@NM5S7$]]^ZJ."@>';__?A",.['W'-MEIM8;FJY.#3B7_!XU&[ZPAZ>\8&'?. I'WC,!Y[SX0;]]Q%;W-KT5=R_Z2M[-MR0'8S0JP^;*7_+5:;Y8%V97R]L_\9^[#OYC"]ABN3[PZJW]/]JS6@!7%$K"B70)&N9+E-MRI9++%>Q7-5R-P7--R+Q7&]YKN5ZELLLU[?"MQ]R\!2__LD=G]_O/+-MUZX'HUS9U7,]RF>7ZEAM8;GC/-M'3@$.,*W'5MN8KFIY>+0P']!TN+E8-;#(S[PC-\\Y-/^5@-MQ? W+P5KSQ?SJYFK[!$-ZLS]]F%WGA=GBK)#-+O/"\G,AN5G?K/)"+_\]7]S<-MEF^V+R57,ER9W_1[GX[OC-FZ.= MMW54[(VKEJM9KFZYAN6:EFM9KFVYCN52RW4MU[-<9KF^Y0:6&UIN9+GQD_]#-M.[$WGEHN#LWK%Q0IWB1F/3R_ P_P2+"'YWS@01]NTM\5Z>OKBSQ?EV;KV<=?-MKO+5>?XIO[R\+IPN;Q;KS4VVOGO;H)]O?X+BSW'\ZO4/WQ\6?YX6'_E^;/[MIT<_*=U^4O[ZR>N'6W_\Y

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