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Â Â Â UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549 Â FORM 10-Q Â (Mark One) â˜’ QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 For the quarterly period ended September 30, 2024 OR â˜ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 For the transition period from to Commission File Number: 001-07782 Â Parsons Corporation (Exact Name of Registrant as Specified in its Charter) Â Â Delaware 95-3232481 (State or other jurisdiction ofincorporation or organization) (I.R.S. EmployerIdentification No.) Â Â 14291 Park Meadow Drive, Suite 100Chantilly, Virginia 20151 (Address of principal executive offices) (Zip Code) Registrantâ€™s telephone number, including area code: (703) 988-8500 Â Â Securities registered pursuant to Section 12(b) of the Act: Â Title of each class Â TradingSymbol(s) Â Name of each exchange on which registered Common Stock, $1 par value Â PSN Â New York Stock Exchange Â Indicate by check mark whether the registrant (1) has 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 the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes â˜’ No â˜ Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (Â§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes â˜’ No â˜ Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, smaller reporting company, or an emerging growth company. See the definitions of â€œlarge accelerated filer,â€ â€œaccelerated filer,â€ â€œsmaller reporting company,â€ and â€œemerging growth companyâ€ in Rule 12b-2 of the Exchange Act. Â Large accelerated filer â˜’ Â Accelerated filer â˜ Non-accelerated filer â˜ Â Smaller reporting company â˜ Emerging growth company â˜ Â Â Â Â If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. â˜ Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes â˜ No â˜’ Â As of October 21, 2024, the registrant had 106,189,949 shares of common stock, $1.00 par value per share, outstanding. Â Â Â Â Table of Contents Â Â Page PART I. FINANCIAL INFORMATION Â 1 Item 1. Financial Statements (Unaudited) Â 1 Consolidated Balance Sheets Â 1 Consolidated Statements of Income (Loss) Â 2 Consolidated Statements of Comprehensive Income (Loss) Â 3 Consolidated Statements of Cash Flows Â 4 Â Consolidated Statements of Shareholdersâ€™ Equity Â 5 Notes to Unaudited Consolidated Financial Statements Â 7 Item 2. Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations Â 33 Item 3. Quantitative and Qualitative Disclosures About Market Risk Â 48 Item 4. Controls and Procedures Â 48 PART II. OTHER INFORMATION Â 49 Item 1. Legal Proceedings Â 49 Item 1A. Risk Factors Â 49 Item 2. Unregistered Sales of Equity Securities and Use of Proceeds Â 49 Item 3. Defaults Upon Senior Securities Â 49 Item 4. Mine Safety Disclosures Â 49 Item 5. Other Information Â 50 Item 6. Exhibits Â 50 Â Signatures Â 51 Â Â Â Â Â i Â PART Iâ€”FINANCIAL INFORMATION Item 1. Financial Statements. PARSONS CORPORATION AND SUBSIDIARIES Consolidated Balance Sheets (in thousands, except share information) Â Â Â Â September 30, 2024 Â Â December 31, 2023 Â Â Â Â (Unaudited) Â Â Â Â Assets Â Â Â Â Â Â Current assets: Â Â Â Â Â Â Â Cash and cash equivalents (including $132,662Â and $128,761Â Cash of consolidated joint ventures) Â $ 558,823 Â Â $ 272,943 Â Â Accounts receivable, net (including $348,892Â and $274,846Â Accounts receivable of consolidated joint ventures, net) Â Â 1,034,976 Â Â Â 915,638 Â Â Contract assets (including $6,260Â and $11,096Â Contract assets of consolidated joint ventures) Â Â 790,001 Â Â Â 757,515 Â Â Prepaid expenses and other current assets (including $15,284Â and $11,929Â Prepaid expenses and other current assets of consolidated joint ventures) Â Â 170,858 Â Â Â 191,430 Â Â Total current assets Â Â 2,554,658 Â Â Â 2,137,526 Â Â Â Â Â Â Â Â Property and equipment, net (including $3,235Â and $3,274Â Property and equipment of consolidated joint ventures, net) Â Â 101,193 Â Â Â 98,957 Â Â Right of use assets, operating leases (including $6,879Â and $9,885Â Right of use assets, operating leases of consolidated joint ventures) Â Â 135,367 Â Â Â 159,211 Â Â Goodwill Â Â 1,931,157 Â Â Â 1,792,665 Â Â Investments in and advances to unconsolidated joint ventures Â Â 194,524 Â Â Â 128,204 Â Â Intangible assets, net Â Â 307,952 Â Â Â 275,566 Â Â Deferred tax assets Â Â 163,539 Â Â Â 140,162 Â Â Other noncurrent assets Â Â 54,952 Â Â Â 71,770 Â Â Total assets Â $ 5,443,342 Â Â $ 4,804,061 Â Â Â Â Â Â Â Â Â Liabilities and Shareholders' Equity Â Â Â Â Â Â Current liabilities: Â Â Â Â Â Â Â Accounts payable (including $65,426Â and $49,234Â Accounts payable of consolidated joint ventures) Â $ 300,217 Â Â $ 242,821 Â Â Accrued expenses and other current liabilities (including $173,190Â and $145,040Â Accrued expenses and other current liabilities of consolidated joint ventures) Â Â 876,583 Â Â Â 801,423 Â Â Contract liabilities (including $64,899Â and $61,234Â Contract liabilities of consolidated joint ventures) Â Â 300,799 Â Â Â 301,107 Â Â Short-term lease liabilities, operating leases

(including $3,962Â and $4,753Â Short-term lease liabilities, operating leases of consolidated joint ventures) Â Â 51,971 Â Â Â 58,556 Â Â Income taxes payable Â Â 4,556 Â Â Â 6,977 Â Â Short-term debt Â Â 115,428 Â Â Â - Â Â Total current liabilities Â Â 1,649,554 Â Â Â 1,410,884 Â Â Â Â Â Â Â Â Â Â Long-term employee incentives Â Â 27,553 Â Â Â 22,924 Â Â Long-term debt Â Â 1,132,980 Â Â Â 745,963 Â Â Long-term lease liabilities, operating leases (including $2,916Â and $5,132Â Long-term lease liabilities, operating leases of consolidated joint ventures) Â Â 97,838 Â Â Â 117,505 Â Â Deferred tax liabilities Â Â 27,931 Â Â Â 9,775 Â Â Other long-term liabilities Â Â 93,055 Â Â Â 120,295 Â Â Total liabilities Â Â 3,028,911 Â Â Â 2,427,346 Â Contingencies (Note 12) Â Â Â Â Â Â Shareholders' equity: Â Â Â Â Â Â Â Common stock, $1Â par value; authorized 1,000,000,000Â shares; 146,703,583Â and 146,341,363Â shares issued; 51,357,743Â and 45,960,122Â public shares outstanding; 54,831,932Â and 59,879,857Â ESOP shares outstanding Â Â 146,703 Â Â Â 146,341 Â Â Treasury stock, 40,501,385Â shares at cost Â Â (827,311) Â Â (827,311) Additional paid-in capital Â Â 2,781,868 Â Â Â 2,779,365 Â Retained earnings Â Â 227,334 Â Â Â 203,724 Â Accumulated other comprehensive loss Â Â (16,142) Â Â (14,908) Total Parsons Corporation shareholders' equity Â Â 2,312,452 Â Â Â 2,287,211 Â Noncontrolling interests Â Â 101,979 Â Â Â 89,504 Â Total shareholders' equity Â Â 2,414,431 Â Â Â 2,376,715 Â Â Total liabilities and shareholders' equity Â Â 5,443,342 Â Â Â 4,804,061 Â Â The accompanying notes are an integral part of these consolidated financial statements. 1 Â PARSONS CORPORATION AND SUBSIDIARIES Consolidated Statements of Income (Loss) (In thousands, except per share information) (Unaudited) Â Â Â Three Months Ended Â Â Nine Months Ended Â Â Â September 30, 2024 Â Â September 30, 2023 Â Â September 30, 2024 Â Â September 30, 2023 Â Revenue Â $ 1,810,116 Â Â $ 1,418,571 Â Â $ 5,016,259 Â Â $ 3,948,523 Â Direct cost of contracts Â Â 1,449,831 Â Â Â 1,124,305 Â Â Â 3,979,589 Â Â Â 3,109,713 Â Equity in (losses) earnings of unconsolidated joint ventures Â Â 872 Â Â Â 10,262 Â Â Â (18,025) Â Â 4,497 Â Selling, general and administrative expenses Â Â 246,169 Â Â Â 221,188 Â Â Â 690,391 Â Â Â 632,393 Â Operating income Â Â 114,988 Â Â Â 83,340 Â Â Â 328,254 Â Â Â 210,914 Â Interest income Â Â 4,232 Â Â Â 492 Â Â Â 9,209 Â Â Â 1,591 Â Interest expense Â Â (13,034) Â Â (8,612) Â Â (39,040) Â Â (22,369) Loss on extinguishment of debt Â Â - Â Â Â - Â Â Â (211,018) Â Â - Â Other income (expense), net Â Â 1,921 Â Â Â (191) Â Â (510) Â Â 1,666 Â Total other income (expense) Â Â (6,881) Â Â (8,311) Â Â (241,359) Â Â (19,112) Income before income tax expense Â Â 108,107 Â Â Â 75,029 Â Â Â 86,895 Â Â Â 191,802 Â Income tax expense Â Â (22,518) Â Â (15,218) Â Â (12,699) Â Â (41,944) Net income including noncontrolling interests Â Â 85,589 Â Â Â 59,811 Â Â Â 74,196 Â Â Â 149,858 Â Net income attributable to noncontrolling interests Â Â (13,638) Â Â (12,364) Â Â (40,428) Â Â (33,617) Net income attributable to Parsons Corporation Â $ 71,951 Â Â $ 47,447 Â Â $ 33,768 Â Â $ 116,241 Â Earnings per share: Â Â Â Â Â Â Â Â Â Â Â Â Basic Â $ 0.68 Â Â $ 0.45 Â Â $ 0.32 Â Â $ 1.11 Â Diluted Â $ 0.65 Â Â $ 0.42 Â Â $ 0.31 Â Â $ 1.03 Â Â The accompanying notes are an integral part of these consolidated financial statements. 2 Â PARSONS CORPORATION AND SUBSIDIARIES Consolidated Statements of Comprehensive Income (Loss) (In thousands) (Unaudited) Â Â Â Three Months Ended Â Â Nine Months Ended Â Â Â September 30, 2024 Â Â September 30, 2023 Â Â September 30, 2024 Â Â September 30, 2023 Â Net income including noncontrolling interests Â $ 85,589 Â Â $ 59,811 Â Â $ 74,196 Â Â $ 149,858 Â Other comprehensive income, net of tax Â Â Â Â Â Â Â Â Â Â Â Â Foreign currency translation adjustment, net of tax Â Â 2,977 Â Â Â (1,929) Â Â (1,195) Â Â 1,046 Â Pension adjustments, net of tax Â Â 23 Â Â Â (11) Â Â (24) Â Â 6 Â Comprehensive income including noncontrolling interests, net of tax Â Â 88,589 Â Â Â 57,871 Â Â Â 72,977 Â Â Â 150,910 Â Comprehensive income attributable to noncontrolling interests, net of tax Â Â (13,641) Â Â (12,361) Â Â (40,443) Â Â (33,617) Comprehensive income attributable to Parsons Corporation, net of tax Â $ 74,948 Â Â $ 45,510 Â Â $ 32,534 Â Â $ 117,293 Â Â The accompanying notes are an integral part of these consolidated financial statements. 3 Â PARSONS CORPORATION AND SUBSIDIARIES Consolidated Statements of Cash Flows (In thousands) (Unaudited) Â Â Â Â For the Nine Months Ended Â Â Â Â September 30, 2024 Â Â September 30, 2023 Â Cash flows from operating activities: Â Â Â Â Â Â Â Net income including noncontrolling interests Â $ 74,196 Â Â $ 149,858 Â Â Adjustments to reconcile net (loss) income to net cash used in operating activities Â Â Â Â Â Â Â Depreciation and amortization Â Â 73,513 Â Â Â 87,202 Â Â Amortization of debt issue costs Â Â 6,563 Â Â Â 2,124 Â Â Loss (gain) on disposal of property and equipment Â Â 573 Â Â Â (27) Â Loss on extinguishment of debt Â Â 211,018 Â Â Â - Â Â Provision for doubtful accounts Â Â - Â Â Â 91 Â Â Deferred taxes Â Â (1,015) Â Â (8,205) Â Foreign currency transaction gains and losses Â Â 898 Â Â Â 1,479 Â Â Equity in losses (earnings) of unconsolidated joint ventures Â Â 18,025 Â Â Â (4,497) Â Return on investments in unconsolidated joint ventures Â Â 31,770 Â Â Â 30,328 Â Â Stock-based compensation Â Â 39,960 Â Â Â 23,872 Â Â Contributions of treasury stock Â Â 43,372 Â Â Â 44,072 Â Â Changes in assets and liabilities, net of acquisitions and consolidatedÂ Â Â joint ventures: Â Â Â Â Â Â Â Accounts receivable Â Â (116,468) Â Â (168,964) Â Contract assets Â Â (29,597) Â Â (120,414) Â Prepaid expenses and other assets Â Â 32,884 Â Â Â (40,470) Â Accounts payable Â Â 56,665 Â Â Â 48,294 Â Â Accrued expenses and other current liabilities Â Â 25,654 Â Â Â 93,263 Â Â Contract liabilities Â Â 343 Â Â Â 61,503 Â Â Income taxes Â Â (48,912) Â Â 17,395 Â Â Other long-term liabilities Â Â (22,602) Â Â 662 Â Â Net cash provided by operating activities Â Â 396,840 Â Â Â 217,566 Â Cash flows from investing activities: Â Â Â Â Â Â Â Capital expenditures Â Â (30,446) Â Â (30,877) Â Proceeds from sale of property and equipment Â Â 128 Â Â Â 274 Â Â Payments for acquisitions, net of cash acquired Â Â (198,875) Â Â (215,497) Â Investments in unconsolidated joint ventures Â Â (115,446) Â Â (81,598) Â Return of investments in unconsolidated joint ventures Â Â 25 Â Â Â 72 Â Â Proceeds from sales of investments in unconsolidated joint ventures Â Â - Â Â Â 381 Â Â Net cash used in investing activities Â Â (344,614) Â Â (327,245) Cash flows from financing activities: Â Â Â Â Â Â Â Proceeds from borrowings under credit agreement Â Â 153,200 Â Â Â 511,500 Â Â Repayments of borrowings under credit agreement Â Â (153,200) Â Â (436,500) Â Proceeds from issuance of convertible notes due 2029 Â Â 800,000 Â Â Â - Â Â Repurchases of convertible notes due 2025 Â Â (495,590) Â Â - Â Â Payments for debt issuance costs Â Â (19,185) Â Â - Â Contributions by noncontrolling interests Â Â 1,038 Â Â Â 1,537 Â Distributions to noncontrolling interests Â Â (29,006) Â Â (12,156) Repurchases of common stock Â Â (10,000) Â Â (8,000) Taxes paid on vested stock Â Â (19,228) Â Â (6,941) Â Capped call transactions Â Â (88,400) Â Â - Â Â Bond hedge termination Â Â 195,549 Â Â Â - Â Â Redemption of warrants Â Â (104,952) Â Â - Â Proceeds from issuance of common stock Â Â 3,740 Â Â Â 2,940 Â Net cash provided by financing activities Â Â 233,966 Â Â Â 52,380 Â Effect of exchange rate changes Â Â (312) Â Â 166 Â Net increase (decrease) in cash, cash equivalents, and restricted cash Â Â 285,880 Â Â Â (57,133) Cash, cash equivalents and restricted cash: Â Â Â Â Â Â Beginning of year Â Â 272,943 Â Â Â 262,539 Â Â End of period Â $ 558,823 Â Â $ 205,406 Â Â The accompanying notes are an integral part of these consolidated financial statements. 4 Â PARSONS CORPORATION AND SUBSIDIARIES Consolidated Statements of Shareholdersâ€™ Equity For the Three Months Ended September 30, 2024 and September 30, 2023 (In thousands) (Unaudited) Â Â Â CommonStock Â Â TreasuryStock Â Â AdditionalPaid-inCapital Â Â RetainedEarnings Â Â AccumulatedOtherComprehensiveIncome (Loss) Â Â TotalParsonsEquity Â Â NoncontrollingInterests Â Â Total Â Balance at June 30, 2024 Â $ 146,697 Â Â $ (827,311) Â $ 2,762,728 Â Â $ 155,535 Â Â $ (19,139) Â $ 2,218,510 Â Â $ 101,134 Â Â $ 2,319,644 Â Comprehensive income Â Net income Â Â - Â Â Â - Â Â Â - Â Â Â 71,951 Â Â Â - Â Â Â 71,951 Â Â Â 13,638 Â Â Â 85,589 Â Foreign currency translationÂ Â Â gain, net Â Â - Â Â Â - Â Â Â - Â Â Â - Â Â Â 2,974 Â Â Â 2,974 Â Â Â 3 Â Â Â 2,977 Â Pension adjustments, net Â Â - Â Â Â - Â Â Â - Â Â Â - Â Â Â 23 Â Â Â 23 Â Â Â - Â Â Â 23 Â Contributions Â Â - Â Â Â - Â Â Â - Â Â Â - Â Â Â - Â Â Â - Â Â Â 961 Â Â Â 961 Â Distributions Â Â - Â Â Â - Â Â Â - Â Â Â - Â Â Â - Â Â Â - Â Â Â (13,757) Â Â (13,757) Issuance of equity securities,Â Â Â net of retirements Â Â 6 Â Â Â - Â Â Â (145) Â Â (152) Â Â - Â Â Â (291) Â Â - Â Â Â (291) Stock-based compensation Â Â - Â Â Â - Â Â Â 19,285 Â Â Â - Â Â Â - Â Â Â 19,285 Â Â Â - Â Â Â 19,285 Â Balance at September 30, 2024 Â $ 146,703 Â Â $ (827,311) Â $ 2,781,868 Â Â $ 227,334 Â Â $ (16,142) Â $ 2,312,452 Â Â $ 101,979 Â Â $ 2,414,431 Â Balance at June 30, 2023 Â $ 146,312 Â Â $ (844,936) Â $ 2,721,402 Â Â $ 111,513 Â Â $ (14,860) Â $ 2,119,431 Â Â $ 71,335 Â Â $ 2,190,766 Â Comprehensive income Â Net income Â Â - Â Â Â - Â Â Â - Â Â Â 47,447 Â Â Â - Â Â Â 47,447 Â Â Â 12,364 Â Â Â 59,811 Â Foreign currency translationÂ Â Â loss, net Â Â - Â Â Â - Â Â Â - Â Â Â - Â Â Â (1,926) Â Â (1,926) Â Â (3) Â Â (1,929) Pension adjustments, net Â Â - Â Â Â - Â Â Â - Â Â Â - Â Â Â (11) Â Â (11) Â Â - Â Â Â (11) Distributions Â Â - Â Â Â - Â Â Â - Â Â Â - Â Â Â - Â Â Â - Â Â Â (9,669) Â Â (9,669) Issuance of equity securities,Â Â Â net of retirements Â Â 6 Â Â Â - Â Â Â (90) Â Â (15) Â Â - Â Â Â (99) Â Â - Â Â Â (99) Stock-based compensation Â Â - Â Â Â - Â Â Â 7,894 Â Â Â - Â Â Â - Â Â Â 7,894 Â Â Â - Â Â Â 7,894 Â Balance at September 30, 2023 Â $ 146,318 Â Â $ (844,936) Â $ 2,729,206 Â Â $ 158,945 Â Â $ (16,797) Â $ 2,172,736 Â Â $ 75,364 Â Â $ 2,248,100 Â Â The accompanying notes are an integral part of these consolidated financial statements. Â Â 5 Â PARSONS CORPORATION AND SUBSIDIARIES Consolidated Statements of Shareholdersâ€™ Equity For the Nine Months Ended September 30, 2024 and September 30, 2023 (In thousands) (Unaudited) Â Â Â CommonStock Â Â TreasuryStock Â Â AdditionalPaid-inCapital Â Â RetainedEarnings Â Â AccumulatedOtherComprehensiveIncome (Loss) Â Â TotalParsonsEquity Â Â NoncontrollingInterests Â Â Total Â Balance at December 31, 2023 Â $ 146,341 Â Â $ (827,311) Â $ 2,779,365 Â Â $ 203,724 Â Â $ (14,908) Â $ 2,287,211 Â Â $ 89,504 Â Â $ 2,376,715 Â Comprehensive income Â Net income Â Â - Â Â Â - Â Â Â Â Â Â 33,768 Â Â Â Â Â Â 33,768 Â Â Â 40,428 Â Â Â 74,196 Â Foreign currency translation gain, net Â Â - Â Â Â - Â Â Â Â Â Â Â Â Â (1,210) Â Â (1,210) Â Â 15 Â Â Â (1,195) Pension adjustments, net Â Â - Â Â Â - Â Â Â Â Â Â Â Â Â (24) Â Â (24) Â Â Â Â Â (24) Contributions Â Â - Â Â Â - Â Â Â Â Â Â Â Â Â Â Â Â Â - Â Â Â 1,038 Â Â Â 1,038 Â Distributions Â Â - Â Â Â - Â Â Â Â Â Â Â Â Â Â Â Â Â - Â Â Â (29,006) Â Â (29,006) Capped call transactions Â Â - Â Â Â - Â Â Â (66,121) Â Â Â Â Â Â Â Â (66,121) Â Â Â Â Â (66,121) Repurchase of warrants Â Â - Â Â Â - Â Â Â (104,952) Â Â Â Â Â Â Â Â (104,952) Â Â Â Â Â (104,952) Bond hedge termination Â Â - Â Â Â - Â Â Â 149,308 Â Â Â Â Â Â Â Â Â 149,308 Â Â Â Â Â Â 149,308 Â Issuance of equity securities, net of retirement Â Â 493 Â Â Â - Â Â Â (5,823) Â Â (10,158) Â Â Â Â Â (15,488) Â Â Â Â Â (15,488) Repurchases of common stock Â Â (131) Â Â - Â Â Â (9,869) Â Â Â Â Â Â Â Â (10,000) Â Â Â Â Â (10,000) Stock-based compensation Â Â Â Â Â - Â Â Â 39,960 Â Â Â Â Â Â Â Â Â 39,960 Â Â Â Â Â Â 39,960 Â Balance at September 30, 2024 Â $ 146,703 Â Â $ (827,311) Â $ 2,781,868 Â Â $ 227,334 Â Â $ (16,142) Â $ 2,312,452 Â Â $ 101,979 Â Â $ 2,414,431 Â Balance at December 31, 2022 Â $ 146,132 Â Â $ (844,936) Â $ 2,717,134 Â Â $ 43,089 Â Â $ (17,849) Â $ 2,043,570 Â Â $ 52,365 Â Â $ 2,095,935 Â Comprehensive income Â Net income Â Â - Â Â Â - Â Â Â - Â Â Â 116,241 Â Â Â - Â Â Â 116,241 Â Â Â 33,617 Â Â Â 149,858 Â Foreign currency translation loss, net Â Â - Â Â Â - Â Â Â - Â Â Â - Â Â Â 1,046 Â Â Â 1,046 Â Â Â - Â Â Â 1,046 Â Pension adjustments, net Â Â - Â Â Â - Â Â Â - Â Â Â - Â Â Â 6 Â Â Â 6 Â Â Â - Â Â Â 6 Â Contributions Â Â - Â Â Â - Â Â Â - Â Â Â - Â Â Â - Â Â Â - Â Â Â 1,538 Â Â Â 1,538 Â Distributions Â Â - Â Â Â - Â Â Â - Â Â Â - Â Â Â - Â Â Â - Â Â Â (12,156) Â Â (12,156) Issuance of equity securities, net of retirement Â Â 371 Â Â Â - Â Â Â (3,985) Â Â (385) Â Â - Â Â Â (3,999) Â Â - Â Â Â (3,999) Repurchases of common stock Â Â (185) Â Â - Â Â Â (7,815) Â Â - Â Â Â - Â Â Â (8,000) Â Â Â Â Â (8,000) Stock-based compensation Â Â - Â Â Â - Â Â Â 23,872 Â Â Â - Â Â Â - Â Â Â 23,872 Â Â Â - Â Â Â 23,872 Â Balance at September 30, 2023 Â $ 146,318 Â Â $ (844,936) Â $ 2,729,206 Â Â $ 158,945 Â Â $ (16,797) Â $ 2,172,736 Â Â $ 75,364 Â Â $ 2,248,100 Â Â 6 Â Parsons Corporation and Subsidiaries Notes to Consolidated Financial Statements (unaudited) Â 1.Description of OperationsOrganization Parsons Corporation, a Delaware corporation, and its subsidiaries (collectively, the â€œCompanyâ€) provide sophisticated design, engineering and technical services, and smart and agile software to the United States federal government and Critical Infrastructure customers worldwide. The Company performs work in various foreign countries through local subsidiaries, joint ventures and foreign offices maintained to carry out specific projects. 2.Basis of Presentation and Principles of ConsolidationThe accompanying unaudited consolidated financial statements and related notes of the Company have been prepared in accordance with generally accepted accounting principles in the United States of America ("GAAP") and pursuant to the interim period reporting requirements of Form 10-Q. They do not include all of the information and footnotes required by GAAP for complete financial statements and, therefore, should be read in conjunction with our consolidated financial statements and the notes thereto included in the Companyâ€™s Annual Report on Form 10-K for the year ended December 31, 2023. In the opinion of management, the consolidated financial statements reflect all normal recurring adjustments necessary for a fair statement of the financial position, results of operations and cash flows for the interim periods presented. The results of operations and cash flows for any interim period are not necessarily indicative of results for the full year or for future years. This Quarterly Report on Form 10-Q includes the accounts of Parsons Corporation and its subsidiaries and affiliates which it controls. Interests in joint ventures that are controlled by the Company, or for which the Company is otherwise deemed to be the primary beneficiary, are consolidated. For joint ventures in which the Company does not have a controlling interest, but exerts a significant influence, the Company applies the equity method of accounting (see â€œNote 14 â€“ Investments in and Advances to Joint Ventures" for further discussion). Intercompany accounts and transactions are eliminated in consolidation. Certain amounts may not foot due to rounding.Use of EstimatesThe preparation of the consolidated financial statements in accordance with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual amounts could differ from those estimates. The Companyâ€™s most significant estimates and judgments involve revenue recognition with respect to the determination of the costs to complete contracts and transaction price; determination of self-insurance reserves; useful lives of property and equipment and intangible assets; valuation of deferred income tax assets and uncertain tax positions, among others. See â€œManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operationsâ€”Critical Accounting Policies and Estimatesâ€ and â€œNote 2â€”Summary of Significant Accounting Policiesâ€ in the notes to our consolidated financial statements included in the Companyâ€™s Form 10-K for the year ended December 31, 2023, for a discussion of the significant estimates and assumptions affecting our consolidated financial statements. Estimates of costs to complete contracts are continually evaluated as work progresses and are revised when necessary. When a change in estimate is determined to have an impact on contract profit, the Company records a positive or negative adjustment to the consolidated statement of income. 3.New Accounting PronouncementsIn the fourth quarter of 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update (â€œASUâ€) 2023-09, "Income Taxes (Topic 740)" ("ASU 2023-09"). ASU 2023-09 enhances the transparency and decision usefulness of income tax disclosures. The amendments in ASU 2023-09 address investor requests for more transparency about income tax information through improvements to income tax disclosures primarily related to the rate reconciliation and income taxes paid information. ASU 2023-09 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, 2024. 7 Â Early adoption is permitted. The adoption of this ASU will not have a material impact on the Company's consolidated financial statements.In the fourth quarter of 2023, the FASB Issued ASU 2023-07, "Segment Reporting (Topic 280)". ASU 2023-07 introduces enhanced disclosures about significant segment expenses along with other enhanced segment disclosures. ASU 2023-07 is effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024. Early adoption is permitted. The adoption of this ASU will not have a material impact on the Company's consolidated financial statements.During July 2023, the FASB Issued ASU 2023-03. ASU 2023-03 incorporates, into certain accounting standards, amendments to SEC paragraphs pursuant to SEC Staff Accounting Bulletin No. 120, SEC Staff Announcement at the March 24, 2022 EITF meeting, and Staff Accounting Bulletin Topic 6.B, Accounting Series Release 280â€”General Revisions of Regulation S-X: Income or Loss Applicable to Common Stock. These rules are effective immediately. The adoption of this ASU did not have a material impact on the Company's consolidated financial statements. 4.Acquisitions BlackSignal Technologies, LLC.On August 16, 2024, the Company acquired a 100% ownership interest in BlackSignal Technologies, LLC, ("BlackSignal") a privately-owned company, for $203.8 million from cash on hand. Headquartered in Chantilly, Virginia, BlackSignal is a next-generation digital signal processing, electronic warfare, and cyber security provider built to counter near peer threats. Parsons believes that the acquisition will expand Parsons' customer base across the Department of Defense and Intelligence Community and significantly strengthen Parsons' positioning within cyber warfare, while adding new capabilities in the counterspace radio frequency domain. In connection with this acquisition, the Company recognized $2.5 million and $2.8 million of acquisition-related expenses in â€œSelling, general and administrative expenseâ€ in the consolidated statements of income for the three and nine months ended September 30, 2024, respectively, including legal fees, consulting fees, and other miscellaneous direct expenses associated with the acquisition.The following table summarizes the estimated fair values of the assets acquired and liabilities assumed based on the purchase price allocation as of the date of acquisition (in thousands):Â Â Â Amount Â Cash and cash equivalents Â $ 4,917 Â Accounts receivable Â Â 5,171 Â Contract assets Â Â 3,209 Â Income taxes receivable Â Â 234 Â Prepaid expenses and other current assets Â Â 433 Â Right of use assets, operating leases Â Â 3,032 Â Property and Equipment Â Â 997 Â Goodwill Â Â 139,394 Â Intangible assets Â Â 73,200 Â Other assets Â Â 145 Â Accounts payable Â Â (951

) Accrued expenses and other current liabilities Â Â (4,793) Short-term lease liabilities, operating leases Â Â (593) Deferred income taxes Â Â (17,978) Long-term lease liabilities, operating leases Â Â (2,651) Net assets acquired Â $ 203,766 Â Â 8 Â Of the total purchase price, the following values were preliminarily assigned to intangible assets (in thousands, except for years):Â Â Â GrossCarryingAmount Â Â AmortizationPeriod Â Â Â Â Â (in years) Customer relationships Â $ 33,000 Â Â 14 Backlog Â Â 30,400 Â Â 3 Developed technologies Â Â 4,900 Â Â 5 Non-compete agreements Â Â 3,900 Â Â 3 Other Â $ 1,000 Â Â 1 Amortization expense of $2.1 million, related to these intangible assets, was recorded for the three and nine months ended September 30, 2024. The entire value of goodwill was assigned to the Federal Solutions segment and represents synergies expected to be realized from this business combination. $14.3 million of goodwill is deductible for tax purposes.The amount of revenue generated by BlackSignal and included within consolidated revenue is $6.7 million for the three and nine months ended September 30, 2024. The Company has determined that the presentation of net income from the date of acquisition is impracticable due to the integration of general corporate functions upon acquisition. Supplemental Pro Forma InformationSupplemental information of unaudited pro forma operating results assuming the BlackSignal acquisition had been consummated as of the beginning of fiscal year 2023 (in thousands) is as follows:Â Â Â Three Months Ended Â Â Nine Months Ended Â Â Â September 30, 2024 Â Â September 30, 2023 Â Â September 30, 2024 Â Â September 30, 2023 Â Pro forma Revenue Â $ 1,816,364 Â Â $ 1,427,661 Â Â $ 5,048,235 Â Â $ 3,975,624 Â Pro forma Net Income including noncontrolling interests Â Â 85,937 Â Â Â 53,798 Â Â Â 65,618 Â Â Â 130,233 Â The unaudited pro forma supplemental information is based on estimates and assumptions which the Company believes are reasonable and reflects the pro forma impact of additional amortization related to the fair value of acquired intangible assets, employee retention, and the pro forma impact of reflecting acquisition costs, which consisted of legal, advisory and due diligence fees and expenses as of the assumed acquisition date. This supplemental pro forma information has been prepared for informational purposes and does not purport to be indicative of what would have occurred had the acquisition been consummated during the periods for which pro forma information is presented.I.S. Engineers, LLC On October 31, 2023, the Company entered into a Membership Interest Purchase Agreement to acquire a 100% ownership interest in I.S. Engineers, LLC (â€œI.S. Engineersâ€), a privately-owned company, for $12.2 million in cash. Headquartered in Texas, I.S. Engineers provides full service consulting specializing in transportation engineering, including roads and highways, and program management. The acquisition was entirely funded by cash on-hand. In connection with this acquisition, the Company recognized $0.3 million of acquisition related â€œSelling, general and administrative expenseâ€ in the consolidated statements of income for the year ended December 31, 2023, including legal fees, consulting fees, and other miscellaneous direct expenses associated with the acquisition. The Company allocated the purchase price to the appropriate classes of tangible assets and liabilities and assigned the excess of $11.9 million entirely to goodwill. The entire value of goodwill was assigned to the Critical Infrastructure segment and represents synergies expected to be realized from this business combination. No goodwill is deductible for income tax purposes.Sealing Technologies, Inc.On August 23, 2023, the Company acquired a 100% ownership interest in Sealing Technologies, Inc (â€œSealingTechâ€), a privately-owned company, for $176.0 million in cash and up to an additional $25 million in the event an earn out revenue target is exceeded. The Company borrowed $175 million under the Credit Agreement to fund the acquisition. Headquartered in Maryland, SealingTech expands Parsonsâ€™ customer base across the Department of Defense and Intelligence Community, and further enhances the Companyâ€™s capabilities in defensive cyber operations; integrated mission-solutions powered by artificial intelligence (AI) and machine learning (ML); edge computing and edge access modernization; critical infrastructure protection; and secure data management. In connection with this acquisition, 9 Â the Company recognized $3.3 million of acquisition-related expenses in â€œSelling, general and administrative expenseâ€ in the consolidated statements of income for the three and nine months ended September 30, 2023, including legal fees, consulting fees, and other miscellaneous direct expenses associated with the acquisition.The Company has agreed to pay the selling shareholders up to an additional $25 million in the event an earn out revenue target of $110 million is exceeded during the fiscal year ended December 31, 2024. The earn out payment due and payable by the Company to the selling shareholders shall be equal to (i) five-tenths (0.5), multiplied by (ii) the difference of (A) the actual earn out revenue minus (B) the earn out revenue target; provided, however, that in no event shall the earn out payment exceed $25 million. In the event that the earn out revenue is less than or equal to the earn out revenue target, the earn out payment shall be zero. The earn out payment, if any, shall be paid by the Company to the selling shareholders within 15 days following the date the earn out statement becomes final and binding on both parties. The fair value of the earn out (contingent consideration in the table below) was calculated using a Black-Scholes model. See â€œNote 16â€”Fair Value of Financial Instrumentsâ€ for further information on how the fair value of contingent consideration is determined.The following table summarizes the acquisition date fair value of the purchase consideration transferred (in thousands):Â Â Â Amount Â Cash paid at closing Â $ 176,028 Â Fair value of contingent consideration to be achieved Â Â 3,231 Â Total purchase price Â $ 179,259 Â The estimated fair value of the SealingTech contingent consideration as of September 30, 2024 was $4.1 million, a $1.8 million increase from the estimated fair value as of December 31, 2023. Changes in the estimated fair value are recorded to "other income (expense), net" in the consolidated financial statements.The following table summarizes the estimated fair values of the assets acquired and liabilities assumed based on the purchase price allocation as of the date of acquisition (in thousands):Â Â Â Amount Â Cash and cash equivalents Â $ 8,133 Â Accounts receivable Â Â 17,889 Â Contract assets Â Â 2,946 Â Prepaid expenses and other current assets Â Â 1,379 Â Property and equipment Â Â 2,025 Â Right of use assets, operating leases Â Â 1,836 Â Deferred tax assets Â Â 357 Â Goodwill Â Â 90,593 Â Intangible assets Â Â 75,000 Â Accounts payable Â Â (15,987) Accrued expenses and other current liabilities Â Â (2,408) Contract liabilities Â Â (668) Short-term lease liabilities, operating leases Â Â (418) Long-term lease liabilities, operating leases Â Â (1,418) Net assets acquired Â $ 179,259 Â Â Of the total purchase price, the following values were assigned to intangible assets (in thousands, except for years):Â Â Â GrossCarryingAmount Â Â AmortizationPeriod Â Â Â Â Â (in years) Customer relationships Â $ 40,000 Â Â 14 Backlog Â Â 26,000 Â Â 3 Developed technologies Â Â 8,000 Â Â 3 Other Â $ 1,000 Â Â 1 Â 10 Â Amortization expense of $3.2 million and $9.8 million related to these intangible assets was recorded for the three and nine months ended September 30, 2024, respectively and $1.5 million for the three and nine months ended September 30, 2023. The entire value of goodwill was assigned to the Federal Solutions segment and represents synergies expected to be realized from this business combination. The entire value of goodwill is deductible for tax purposes. The amount of revenue generated by SealingTech and included within consolidated revenue is $40.1 million and $74.0 million for the three and nine months ended September 30, 2024, respectively and $18.4 million for the three and nine months ended September 30, 2023. The Company has determined that the presentation of net income from the date of acquisition is impracticable due to the integration of general corporate functions upon acquisition. Supplemental Pro Forma InformationSupplemental information of unaudited pro forma operating results assuming the SealingTech acquisition had been consummated as of the beginning of fiscal year 2022 (in thousands) is as follows:Â Â Â Three Months Ended Â Â Nine Months Ended Â Â Â September 30, 2023 Â Â September 30, 2023 Â Pro forma Revenue Â $ 1,450,376 Â Â $ 4,030,873 Â Pro forma Net Income including noncontrolling interests Â Â 65,350 Â Â Â 158,775 Â The unaudited pro forma supplemental information is based on estimates and assumptions which the Company believes are reasonable and reflects the pro forma impact of additional amortization related to the fair value of acquired intangible assets, employee retention, the pro forma impact of reflecting acquisition costs, which consisted of legal, advisory and due diligence fees and expenses, employee retention, and the additional pro forma interest expense related to the borrowings under the credit agreement as of the assumed acquisition date. This supplemental pro forma information has been prepared for informational purposes and does not purport to be indicative of what would have occurred had the acquisition been consummated during the periods for which pro forma information is presented.IPKeys Power PartnersOn April 13, 2023, the Company entered into a merger agreement to acquire a 100% ownership interest in IPKeys Power Partners (â€œIPKeysâ€), a privately-owned company, for $43.0 million in cash. The merger brings IPKeys' established customer base, expanding Parsons' presence in two rapidly growing end markets: grid modernization and cyber resiliency for critical infrastructure. Headquartered in Tinton Falls, New Jersey, IPKeys is a trusted provider of enterprise software platform solutions that is actively delivering cyber and operational security to hundreds of electric, water, and gas utilities across North America. The acquisition was entirely funded by cash on-hand. In connection with this acquisition, the Company recognized $0.1 million and $0.6 million of acquisition-related expenses in â€œSelling, general and administrative expenseâ€ in the consolidated statements of income for the three and nine months ended September 30, 2023, 11 Â respectively, including legal fees, consulting fees, and other miscellaneous direct expenses associated with the acquisition.The following table summarizes the estimated fair values of the assets acquired and liabilities assumed based on the purchase price allocation as of the date of acquisition (in thousands):Â Â Â Amount Â Cash and cash equivalents Â $ 126 Â Accounts receivable Â Â 3,937 Â Contract assets Â Â 834 Â Prepaid expenses and other current assets Â Â 455 Â Property and equipment Â Â 86 Â Right of use assets, operating leases Â Â 1,105 Â Other noncurrent assets Â Â 152 Â Goodwill Â Â 22,407 Â Intangible assets Â Â 23,000 Â Accounts payable Â Â (541) Accrued expenses and other current liabilities Â Â (1,768) Contract liabilities Â Â (1,936) Short-term lease liabilities, operating leases Â Â (343) Deferred tax liabilities Â Â (3,713) Long-term lease liabilities, operating leases Â Â (762) Net assets acquired Â $ 43,039 Â Of the total purchase price, the following values were assigned to intangible assets (in thousands, except for years):Â Â Â GrossCarryingAmount Â Â AmortizationPeriod Â Â Â Â Â (in years) Customer relationships (1) Â $ 15,900 Â Â 16 Developed technologies Â Â 7,000 Â Â 11 Other Â $ 100 Â Â 1 (1) The acquired business is a SaaS commercial business. Backlog for this type of business is included as customer relationships.Amortization expense of $0.4 million and $1.2 million related to these intangible assets was recorded for the three and nine months ended September 30, 2024, respectively and $0.5 million and $0.9 million for the three and nine months ended September 30, 2023, respectively. The entire value of goodwill was assigned to the Critical Infrastructure segment and represents synergies expected to be realized from this business combination. $0.9 million of goodwill is deductible for tax purposes.The amount of revenue generated by IPKeys and included within consolidated revenue is $3.5 million and $6.1 million for the three and nine months ended September 30, 2023, respectively. The Company has determined that the presentation of net income from the date of acquisition is impracticable due to the integration of general corporate functions upon acquisition.Supplemental Pro Forma InformationSupplemental information of unaudited pro forma operating results assuming the IPKeys acquisition had been consummated as of the beginning of fiscal year 2022 (in thousands) is as follows:Â Â Â Three Months Ended Â Â Nine Months Ended Â Â Â September 30, 2023 Â Â September 30, 2023 Â Pro forma Revenue Â $ 1,418,571 Â Â $ 3,951,378 Â Pro forma Net Income including noncontrolling interests Â Â 60,455 Â Â Â 152,258 Â The unaudited pro forma supplemental information is based on estimates and assumptions which the Company believes are reasonable and reflects the pro forma impact of additional amortization related to the fair value of acquired 12 Â intangible assets, the pro forma impact of reflecting acquisition costs, which consisted of legal, advisory and due diligence fees and expenses, and the additional pro forma interest expense related to the borrowings under the credit agreement as of the assumed acquisition date. This supplemental pro forma information has been prepared for informational purposes and does not purport to be indicative of what would have occurred had the acquisition been consummated during the periods for which pro forma information is presented. Â 5.Contracts with Customers Disaggregation of Revenue The Companyâ€™s contracts contain both fixed-price and cost reimbursable components. Contract types are based on the component that represents the majority of the contract. The following table presents revenue disaggregated by contract type (in thousands): Â Â Â Three Months Ended Â Â Nine Months Ended Â Â Â September 30, 2024 Â Â September 30, 2023 Â Â September 30, 2024 Â Â September 30, 2023 Â Fixed-price Â $ 790,820 Â Â $ 452,606 Â Â $ 2,129,274 Â Â $ 1,233,712 Â Time-and-Materials Â Â 354,114 Â Â 355,689 Â Â Â 1,052,040 Â Â Â 998,037 Â Cost-plus Â Â 665,182 Â Â Â 610,276 Â Â Â 1,834,945 Â Â Â 1,716,774 Â Total Â $ 1,810,116 Â Â $ 1,418,571 Â Â $ 5,016,259 Â Â $ 3,948,523 Â See â€œNote 18 â€“ Segments Informationâ€ for the Companyâ€™s revenues by business lines. Contract Assets and Contract Liabilities Contract assets and contract liabilities balances at September 30, 2024 and December 31, 2023 were as follows (in thousands): Â Â Â September 30, 2024 Â Â December 31, 2023 Â Â $ change Â Â % change Â Contract assets Â $ 790,001 Â Â $ 757,515 Â Â $ 32,486 Â Â Â 4.3 % Contract liabilities Â Â 300,799 Â Â Â 301,107 Â Â Â (308) Â Â -0.1 % Net contract assets (liabilities) (1) Â $ 489,202 Â Â $ 456,408 Â Â $ 32,794 Â Â Â 7.2 % Â (1)Total contract retentions included in net contract assets (liabilities) were $82.5 million as of September 30, 2024, of which $33.5 million are not expected to be paid in the next 12 months. Total contract retentions included in net contract assets (liabilities) were $73.8 million as of December 31, 2023. Contract assets at September 30, 2024 and December 31, 2023 include $69.2 million and $109.5 million, respectively, related to net claim recoveries. There was a $21.6 million loss recognized for the three and nine months ended September 30, 2024 and no material losses recognized for the three and nine months ended September 30, 2023, related to the collectability of claims. During the three months ended September 30, 2024 and September 30, 2023, the Company recognized revenue of $10.7 million and $8.9 million, respectively, and $179.9 million and $116.6 million during the nine months ended September 30, 2024 and September 30, 2023, respectively that was included in the corresponding contract liability balances at December 31, 2023 and December 31, 2022, respectively. Certain changes in contract assets and contract liabilities consisted of the following (in thousands):Â Â Â September 30, 2024 Â Â December 31, 2023 Â Acquired contract assets Â $ 3,209 Â Â $ 2,715 Â Acquired contract liabilities Â Â - Â Â Â 3,155 Â There was no significant impairment of contract assets recognized during the three and nine months ended September 30, 2024 and September 30, 2023. 13 Â The following table presents revisions in estimates, such as changes in estimated claims or incentives, related to performance obligations partially satisfied in previous periods that individually had an impact of $5 million or more on revenue. In certain instances, revisions in estimates on a contract do not exceed the threshold in any particular quarter but exceed the threshold on a year-to-date basis (in thousands):Â Â Â Three Months Ended Â Â Nine Months Ended Â Â Â September 30, 2024 Â Â September 30, 2023 Â Â September 30, 2024 Â Â September 30, 2023 Â Revenue impact, net Â $ (21,626) Â $ - Â Â $ (35,129) Â $ 4,748 Â Certain financial statement impacts from revisions in estimates were as follows (in thousands):Â Â Â Three Months Ended Â Â Nine Months Ended Â Â Â September 30, 2024 Â Â September 30, 2023 Â Â September 30, 2024 Â Â September 30, 2023 Â Operating income (loss) Â $ (23,520) Â $ - Â Â $ (37,023) Â $ (3,079) Net income (loss) Â Â (17,569) Â Â - Â Â Â (27,656) Â Â (2,291) Diluted income (loss) per share Â $ (0.16) Â $ - Â Â $ (0.26) Â $ (0.02) The amounts in the table above include changes in estimates related to direct costs of contracts of $1.9 million for both the three and nine months ended September 30, 2024 and $6.4 million for the nine months ended September 30, 2023, related to write-downs on a contract in the Critical Infrastructure segment.Accounts Receivable, netAccounts receivable, net consisted of the following as of September 30, 2024 and December 31, 2023 (in thousands): Â Â Â 2024 Â Â 2023 Â Billed Â $ 617,761 Â Â $ 646,375 Â Unbilled Â Â 421,101 Â Â Â 273,215 Â Â Â Â Total accounts receivable, gross Â Â 1,038,862 Â Â Â 919,590 Â Allowance for doubtful accounts Â Â (3,886) Â Â (3,952) Â Â Â Total accounts receivable, net Â $ 1,034,976 Â Â $ 915,638 Â Â Billed accounts receivable represents amounts billed to clients that have not been collected. Unbilled accounts receivable represents amounts where the Company has a present contractual right to bill but an invoice has not been issued to the customer at the period-end date. Receivables from contracts with the U.S. federal government and its agencies were 16% and 18% as of September 30, 2024 and December 31, 2023, respectively.The allowance for doubtful accounts was determined based on consideration of trends in actual and forecasted credit quality of clients, including delinquency and payment history, type of client, such as a government agency or commercial sector client, and general economic conditions and particular industry conditions that may affect a clientâ€™s ability to pay. 14 Â Transaction Price Allocated to the Remaining Unsatisfied Performance Obligations The Companyâ€™s remaining unsatisfied performance obligations (â€œRUPOâ€) as of September 30, 2024 represent a measure of the total dollar value of work to be performed on contracts awarded and in-progress. The Company had $6.7 billion in RUPO as of September 30, 2024. RUPO will increase with awards of new contracts and decrease as the Company performs work and recognizes revenue on existing contracts. Projects are included within RUPO at such time the project is awarded and agreement on contract terms has been reached. The difference between RUPO and backlog relates to unexercised option years that are included within backlog and the value of Indefinite Delivery/Indefinite Quantity (â€œIDIQâ€) contracts included in backlog for which delivery orders have not been issued. RUPO is comprised of: (a) original transaction price, (b) change orders for which written confirmations from our customers have been received, (c) pending change orders for which the Company expects to receive confirmations in the ordinary course of business, and (d) claim amounts that the Company has made against customers for which it has determined that it has a legal basis under existing contractual arrangements and a significant reversal of revenue is not probable, less revenue recognized to-date. The Company expects to satisfy its RUPO as of September 30, 2024 over the following periods (in thousands): Â Â Period RUPO Will Be Satisfied Â Within One Year Â Â Within OneÂ toTwo Years Â Â Thereafter Â Â Federal Solutions Â $ 1,870,032 Â Â $ 543,038 Â Â $ 207,797 Â Â Critical Infrastructure Â Â 1,983,920 Â Â Â 1,085,300 Â Â Â 969,038 Â Â Â Â Â Total Â $ 3,853,951 Â Â $ 1,628,338 Â Â $ 1,176,834 Â Â 6.Leases The Company has operating and finance leases for corporate and project office spaces, vehicles, heavy machinery and office equipment. Our leases have remaining lease terms of one year to eight years, some of which may include options to extend the leases for up to five years, and some of which may include options to terminate the leases after the third year.The components of lease costs for the three and nine months ended September 30, 2024 and September 30, 2023 are as follows (in thousands):Â Â Â Three Months Ended Â Â Nine Months Ended Â Â Â September 30, 2024 Â

Â September 30, 2023 Â Â September 30, 2024 Â Â September 30, 2023 Â Operating lease cost Â $ 16,022 Â Â $ 16,885 Â Â $ 49,584 Â Â $ 50,639 Â Short-term lease cost Â Â 4,480 Â Â Â 2,823 Â Â Â 11,912 Â Â Â 9,882 Â Amortization of right-of-use assets Â Â 923 Â Â Â 718 Â Â Â 2,535 Â Â Â 1,904 Â Interest on lease liabilities Â Â 115 Â Â Â 73 Â Â Â 313 Â Â Â 171 Â Sublease income Â Â (1,008) Â Â (1,186) Â Â (3,246) Â Â (3,549) Total lease cost Â $ 20,532 Â Â $ 19,313 Â Â $ 61,098 Â Â $ 59,047 Â Â Supplemental cash flow information related to leases for the nine months ended September 30, 2024 and September 30, 2023 is as follows (in thousands): Â Â Â Nine Months Ended Â Â Â September 30, 2024 Â Â September 30, 2023 Â Operating cash flows for operating leases Â $ 51,013 Â Â $ 53,040 Â Operating cash flows for finance leases Â Â 313 Â Â Â 171 Â Financing cash flows from finance leases Â Â 2,419 Â Â Â 1,865 Â Right-of-use assets obtained in exchange for new operating lease liabilities Â Â 15,633 Â Â Â 48,430 Â Right-of-use assets obtained in exchange for new finance lease liabilities Â $ 4,003 Â Â $ 4,470 Â Â 15 Â Supplemental balance sheet and other information related to leases as of September 30, 2024 and December 31, 2023 are as follows (in thousands):Â Â Â September 30, 2024 Â Â December 31, 2023 Â Operating Leases: Â Â Â Â Â Â Right-of-use assets Â $ 135,367 Â Â $ 159,211 Â Lease liabilities: Â Â Â Â Â Â Current Â Â 51,971 Â Â Â 58,556 Â Long-term Â Â 97,838 Â Â Â 117,505 Â Total operating lease liabilities Â $ 149,809 Â Â $ 176,061 Â Finance Leases: Â Â Â Â Â Â Other noncurrent assets Â $ 9,292 Â Â $ 7,779 Â Accrued expenses and other current liabilities Â $ 3,442 Â Â $ 2,682 Â Other long-term liabilities Â $ 6,042 Â Â $ 5,129 Â Â Â Â Â Â Â Â Weighted Average Remaining Lease Term: Â Â Â Â Â Â Operating leases Â 3.7Â Years Â Â 3.9Â years Â Finance leases Â 3Â Years Â Â 3.1Â years Â Weighted Average Discount Rate: Â Â Â Â Â Â Operating leases Â Â 4.4 % Â Â 4.2 % Finance leases Â Â 4.9 % Â Â 4.6 % Â As of September 30, 2024, the Company has no operating leases that have not yet commenced. Â A maturity analysis of the future undiscounted cash flows associated with the Companyâ€™s operating and finance lease liabilities as of September 30, 2024 is as follows (in thousands):Â Â Â Operating Leases Â Â Finance Leases Â 2024 (remaining) Â $ 15,966 Â Â $ 1,006 Â 2025 Â Â 53,485 Â Â Â 3,642 Â 2026 Â Â 36,703 Â Â Â 2,985 Â 2027 Â Â 23,116 Â Â Â 1,803 Â 2028 Â Â 18,182 Â Â Â 718 Â Thereafter Â Â 14,748 Â Â Â 38 Â Total lease payments Â Â 162,200 Â Â Â 10,192 Â Less: imputed interest Â Â (12,391) Â Â (708) Total present value of lease liabilities Â $ 149,809 Â Â $ 9,484 Â 7.GoodwillThe following table summarizes the changes in the carrying value of goodwill by reporting segment from December 31, 2023 to September 30, 2024 (in thousands): Â Â Â December 31, 2023 Â Â Acquisitions Â Â Foreign Exchange Â Â September 30, 2024 Â Federal Solutions Â $ 1,686,901 Â Â $ 139,394 Â Â $ - Â Â $ 1,826,295 Â Critical Infrastructure Â Â 105,764 Â Â Â - Â Â Â (902) Â Â 104,862 Â Total Â $ 1,792,665 Â Â $ 139,394 Â Â $ (902) Â $ 1,931,157 Â Â The Company performed a triggering analysis and determined there was no triggering event indicating a potential impairment to the carrying value of its goodwill at September 30, 2024 and concluded there has not been an impairment. 16 Â 8.Intangible AssetsThe gross amount and accumulated amortization of intangible assets with finite useful lives included in â€œIntangible assets, netâ€ on the consolidated balance sheets are as follows (in thousands except for years): Â Â Â September 30, 2024 Â Â December 31, 2023 Â Â WeightedAverage Â Â Â GrossCarryingAmount Â Â AccumulatedAmortization Â Â NetCarryingAmount Â Â GrossCarryingAmount Â Â AccumulatedAmortization Â Â NetCarryingAmount Â Â AmortizationPeriod(in years) Â Backlog Â $ 139,968 Â Â $ (44,857) Â $ 95,111 Â Â $ 130,000 Â Â $ (45,964) Â $ 84,036 Â Â Â 4.2 Â Customer relationships Â Â 322,962 Â Â Â (133,326) Â Â 189,636 Â Â Â 297,120 Â Â Â (124,194) Â Â 172,926 Â Â Â 11.7 Â Leases Â Â - Â Â Â - Â Â Â - Â Â Â 120 Â Â Â (106) Â Â 14 Â Â Â - Â Developed technology Â Â 22,900 Â Â Â (6,243) Â Â 16,657 Â Â Â 31,600 Â Â Â (15,823) Â Â 15,777 Â Â Â 4.6 Â Trade name Â Â 1,000 Â Â Â (125) Â Â 875 Â Â Â 1,000 Â Â Â (417) Â Â 583 Â Â Â 1.0 Â Non-compete agreements Â Â 4,400 Â Â Â (552) Â Â 3,848 Â Â Â 1,500 Â Â Â (1,097) Â Â 403 Â Â Â 3.0 Â In process research and development Â Â 1,800 Â Â Â - Â Â Â 1,800 Â Â Â 1,800 Â Â Â - Â Â Â 1,800 Â Â n/a Â Other intangibles Â Â 25 Â Â Â - Â Â Â 25 Â Â Â 375 Â Â Â (348) Â Â 27 Â Â n/a Â Total intangible assets Â $ 493,055 Â Â $ (185,103) Â $ 307,952 Â Â $ 463,515 Â Â $ (187,949) Â $ 275,566 Â Â Â Â The aggregate amortization expense of intangible assets for the three months ended September 30, 2024 and September 30, 2023 was $13.3 million and $18.8 million, respectively and $40.8 million and $54.9 million for the nine months ended September 30, 2024 and September 30, 2023, respectively. Estimated amortization expense for the remainder of the current fiscal year and in each of the next four years and beyond is as follows (in thousands): Â Â Â September 30, 2024 Â $ 15,189 Â 2025 Â Â 59,512 Â 2026 Â Â 52,462 Â 2027 Â Â 43,372 Â 2028 Â Â 27,478 Â Thereafter Â Â 108,114 Â Total Â $ 306,127 Â Â 9.Property and Equipment, NetProperty and equipment consisted of the following at September 30, 2024 and December 31, 2023 (in thousands): Â Â Â September 30, 2024 Â Â December 31, 2023 Â Â Useful life(years) Buildings and leasehold improvements Â $ 103,124 Â Â $ 102,372 Â Â 1-15 Furniture and equipment Â Â 82,533 Â Â Â 84,244 Â Â 3-10 Computer systems and equipment Â Â 172,069 Â Â Â 168,926 Â Â 3-10 Construction equipment Â Â 6,242 Â Â Â 6,173 Â Â 5-7 Construction in progress Â Â 25,227 Â Â Â 21,030 Â Â Â Â Â Â 389,195 Â Â Â 382,745 Â Â Â Accumulated depreciation Â Â (288,002) Â Â (283,788) Â Â Property and equipment, net Â $ 101,193 Â Â $ 98,957 Â Â Â Depreciation expense for the three months ended September 30, 2024 and September 30, 2023 was $9.5 million and $10.2 million, respectively and $28.0 million and $29.1 million for the nine months ended September 30, 2024 and September 30, 2023, respectively. 17 Â 10.Debt and Credit Facilities Debt consisted of the following (in thousands): Â Â Â September 30, 2024 Â Â December 31, 2023 Â Short-Term Debt: Â Â Â Â Â Â Convertible senior notes due 2025 Â $ 115,428 Â Â $ - Â Â Â Â Â Â Â Â Long-Term Debt: Â Â Â Â Â Â Delayed draw term loan Â Â 350,000 Â Â Â 350,000 Â Convertible senior notes due 2025 Â Â - Â Â Â 400,000 Â Convertible senior notes due 2029 Â Â 800,000 Â Â Â - Â Revolving credit facility Â Â - Â Â Â - Â Debt issuance costs Â Â (17,020) Â Â (4,037) Total Long-Term Debt Â Â 1,132,980 Â Â Â 745,963 Â Total Debt Â $ 1,248,408 Â Â $ 745,963 Â Delayed Draw Term LoanIn September 2022, the Company entered into a $350 million unsecured Delayed Draw Term Loan with an increase option of up to $150 million (the â€œ2022 Delayed Draw Term Loanâ€). Proceeds of the 2022 Delayed Draw Term Loan Agreement may be used (a) to pay off in full, or partially payoff, the Companyâ€™s existing Senior Notes, (b) to prepay revolving loans outstanding under the Revolving Credit Agreement (as defined below), or (c) for working capital, capital expenditures and other lawful corporate purposes. The Company drew $350.0 million from the 2022 Delayed Draw Term Loan in November 2022. The Company incurred $0.9 million of debt issuance costs in connection with the delayed draw term loan. These costs are presented as a direct deduction from long-term debt on the face of the balance sheet. Interest expense related to the Delayed Draw Term Loan for the three months ended September 30, 2024 and September 30, 2023 were $5.9 million and $5.9 million, respectively and $17.7 million and $16.6 million for the nine months ended September 30, 2024 and September 30, 2023, respectively. The amortization of debt issuance costs and interest expense is recorded in â€œInterest expenseâ€ on the consolidated statements of income. As of September 30, 2024 and December 31, 2023, there was $350.0 million outstanding under the Delayed Draw Term Loan. The 2022 Delayed Draw Term Loan has a three-year maturity and permits the Company to borrow in U.S. dollars. The 2022 Delayed Draw Term Loan does not require any amortization payments by the Company. Depending on the Companyâ€™s consolidated leverage ratio (or debt rating after such time as the Company has such rating), borrowings under the 2022 Delayed Draw Term Loan Agreement will bear interest at either an adjusted Term SOFR benchmark rate plus a margin between 0.875% and 1.500% or a base rate plus a margin of between 0% and 0.500% and will initially bear interest at the middle of this range. The Company will pay a ticking fee on unused term loan commitments at a rate of 0.175% commencing with the date that is ninety (90) days after the Closing Date. Amounts outstanding under the 2022 Delayed Draw Term Loan Agreement may be prepaid at the option of the Company without premium or penalty, subject to customary breakage fees in connection with the prepayment of benchmark rate loans. The interest rates on September 30, 2024 and December 31, 2023 were 6.1% and 6.6%, respectively.Convertible Senior Notes due 2025In August 2020, the Company issued an aggregate $400.0 million of 0.25% Convertible Senior Notes due 2025, including the exercise of a $50.0 million initial purchasersâ€™ option. The Company received proceeds from the issuance and sale of the Convertible Senior Notes of $389.7 million, net of $10.3 million of transaction fees and other third-party offering expenses. The Convertible Senior Notes accrue interest at a rate of 0.25% per annum, payable semi-annually on February 15 and August 15 of each year beginning on February 15, 2021, and will mature on August 15, 2025, unless earlier repurchased, redeemed or converted.The Convertible Senior Notes are the Companyâ€™s senior unsecured obligations and will rank senior in right of payment to any of the Companyâ€™s indebtedness that is expressly subordinated in right of payment to the Notes; equal in right of payment to any of the Companyâ€™s unsecured indebtedness that is not so subordinated; effectively junior in right of payment to any of the Companyâ€™s secured indebtedness, to the extent of the value of the assets securing such indebtedness; and structurally junior to all indebtedness and other liabilities (including trade payables) of the Companyâ€™s subsidiaries 18 Â Each $1,000 of principal of the Notes will initially be convertible into 22.2913 shares of our common stock, which is equivalent to an initial conversion price of $44.86 per share, subject to adjustment upon the occurrence of specified events. On or after March 15, 2025 until the close of business on the second scheduled trading day immediately preceding the maturity date of the Convertible Senior Notes, holders may convert all or a portion of their Convertible Senior Notes, regardless of the conditions below. Prior to the close of business on the business day immediately preceding March 15, 2025, the Notes will be convertible at the option of the holders thereof only under the following circumstances:â€¢during any calendar quarter commencing after the calendar quarter ending on December 31, 2021, if the last reported sale price of the Companyâ€™s common stock for at least 20 trading days, whether or not consecutive, during a period of 30 consecutive trading days ending on, and including the last trading day of the immediately preceding calendar quarter, is greater than or equal to 130% of the conversion price on each applicable trading day;â€¢during the five business day period after any five consecutive trading day period in which, for each trading day of that period, the trading price per $1,000 principal amount of Convertible Senior Notes for such trading day was less than 98% of the product of the last reported sale price of the Companyâ€™s common stock and the conversion rate on each such trading day;â€¢if the Company calls such Convertible Senior Notes for redemption; orâ€¢upon the occurrence of specified corporate events described in the Indenture. The Company may redeem all or any portion of the Convertible Senior Notes for cash, at its option, on or after August 21, 2023 and before the 51st scheduled trading day immediately before the maturity date at a redemption price equal to 100% of the principal amount of the Notes to be redeemed, plus accrued and unpaid interest, but only if the last reported sale price per share of the Companyâ€™s common stock exceeds 130% of the conversion price for a specified period of time. In addition, calling any Convertible Senior Note for redemption will constitute a Make-Whole Fundamental Change with respect to that Convertible Senior Note, in which case the conversion rate applicable to the conversion of that Convertible Senior Note will be increased in certain circumstances if it is converted after it is called for redemption.Upon the occurrence of a fundamental change prior to the maturity date of the Convertible Senior Notes, holders of the Convertible Senior Notes may require the Company to repurchase all or a portion of the Convertible Senior Notes for cash at a price equal to 100% of the principal amount of the Convertible Senior Notes to be repurchased, plus any accrued and unpaid interest to, but excluding, the fundamental change repurchase date.Upon conversion, the Company may settle the Convertible Senior Notes for cash, shares of the Companyâ€™s common stock, or a combination thereof, at the Companyâ€™s option. If the Company satisfies its conversion obligation solely in cash or through payment and delivery of a combination of cash and shares of the Companyâ€™s common stock, the amount of cash and shares of common stock due upon conversion will be based on a daily conversion value calculated on a proportionate basis for each trading day in a 50-trading day observation period.The Company recognized interest expense of $0.1 million and $0.7 million for the three months ended September 30, 2024 and September 30, 2023, respectively and $3.8 million and $2.3 million for the nine months ended September 30, 2024 and September 30, 2023, respectively. The net, carrying value of the Convertible Senior Notes were $115.4 million and $396.5 million as of September 30, 2024 and December 31, 2023, respectively.See the discussion of the partial repurchase of Convertible Senior Notes due 2025 and the unwind of the related note hedge and warrants below.Note Hedge and Warrant - Convertible Senior Notes due 2025In connection with the sale of the Convertible Senior Notes, the Company purchased a bond hedge designed to mitigate the potential dilution from the conversion of the Convertible Senior Notes. Under the five-year term of the bond hedge, upon a conversion of the bonds, the Company will receive the number of shares of common stock equal to the remaining common stock deliverable upon conversion of the Convertible Senior Notes if the conversion value exceeds the principal amount of the Notes. The aggregate number of shares that the Company could be obligated to issue upon 19 Â conversion of the Convertible Senior Notes is approximately 8.9 million shares. The cost of the convertible note hedge transactions was $55.0 million.The cost of the convertible note hedge was partially offset by the Companyâ€™s sale of warrants to acquire approximately 8.9 million shares of the Companyâ€™s common stock. The warrants were initially exercisable at a price of at least $66.46 per share and are subject to customary adjustments upon the occurrence of certain events, such as the payment of dividends. The Company received $13.8 million in cash proceeds from the sales of these warrants.The bond hedge and warrant transactions effectively increased the conversion price associated with the Convertible Senior Notes during the term of these transactions from 35%, or $44.86, to 100%, or $66.46, at their issuance, thereby reducing the dilutive economic effect to shareholders upon actual conversion. The bond hedges and warrants are indexed to, and potentially settled in, shares of the Companyâ€™s common stock. The net cost of $41.2 million for the purchase of the bond hedges and sale of the warrants was recorded as a reduction to additional paid-in capital in the consolidated balance sheets.At issuance, the Company recorded a deferred tax liability of $16.2 million related to the Convertible Senior Notes debt discount and the capitalized debt issuance costs. The Company also recorded a deferred tax asset of $16.5 million related to the convertible note hedge transactions and the tax basis of the capitalized debt issuance costs through additional paid-in capital. The deferred tax liability and deferred tax asset were included net in â€œDeferred tax assetsâ€ on the consolidated balance sheets. Upon adoption of ASU 2020-06, the Company reversed the deferred tax liability of $13.9 million that the Company had recorded at issuance related to the Convertible Senior Note debt discount and recorded an additional deferred tax liability of $0.4 million related to the capitalized debt issuance costs. In addition, the Company recorded a $0.9 million adjustment to the deferred tax asset through retained earnings related to the tax effect of book accretion recorded in 2020 and reversed upon adoption.Convertible Senior Notes due 2029In February 2024, the Company issued an aggregate $800.0 million of 2.625% Convertible Senior Notes due 2029 (the â€œ2029 Convertible Notesâ€), including the exercise of a $100.0 million initial purchasersâ€™ option in full. The Company received proceeds from the issuance and sale of the 2029 Convertible Notes of $781.1 million, net of $18.9 million of transaction fees and other third-party offering expenses. The 2029 Convertible Notes accrue interest at a rate of 2.625% per annum, payable semi-annually on March 1 and September 1 of each year beginning on September 1, 2024, and will mature on March 1, 2029, unless earlier repurchased, redeemed or converted. The 2029 Convertible Notes are the Companyâ€™s senior unsecured obligations and will rank senior in right of payment to any of the Companyâ€™s indebtedness that is expressly subordinated in right of payment to the 2029 Convertible Notes; equal in right of payment to any of the Companyâ€™s unsecured indebtedness that is not so subordinated; effectively junior in right of payment to any of the Companyâ€™s secured indebtedness, including borrowings under the Companyâ€™s revolving credit facility and delayed draw term loan credit facility, to the extent of the value of the assets securing such indebtedness; and structurally junior to all indebtedness and other liabilities (including trade payables) of the Companyâ€™s subsidiaries.Each $1,000 of principal of the 2029 Convertible Notes will initially be convertible into 10.6256 shares of our common stock, which is equivalent to an initial conversion price of approximately $94.11 per share, subject to adjustment upon the occurrence of specified events. On or after October 1, 2028 until the close of business on the second scheduled trading day immediately preceding the maturity date of the 2029 Convertible Notes, holders may convert all or a portion of their 2029 Convertible Notes, regardless of the conditions below. Prior to the close of business on the business day immediately preceding October 1, 2028, the 2029 Convertible Notes will be convertible at the option of the holders thereof only under the following circumstances: â€¢during any calendar quarter commencing after the calendar quarter ending on June 30, 2024, if the last reported sale price of the Companyâ€™s common stock for at least 20 trading days, whether or not consecutive, during a period of 30 consecutive trading days ending on, and including the last trading day of the immediately preceding calendar quarter, is greater than or equal to 130% of the conversion price on each applicable trading day; 20 Â â€¢during the five business day period after any ten consecutive trading day period in which, for each trading day of that period, the trading price per $1,000 principal amount of 2029 Convertible Notes for such trading day was less than 98% of the product of the last reported sale price of the Companyâ€™s common stock and the conversion rate on each such trading day; â€¢if the Company calls such 2029 Convertible Notes for redemption; or â€¢upon the occurrence of specified corporate events described in the Indenture. The Company may redeem all or any portion of the 2029 Convertible Notes for cash, at its option, on or after March 8, 2027 and before the 51st scheduled trading day immediately before the maturity date at a redemption price equal to 100% of the principal amount of the 2029 Convertible Notes to be redeemed, plus accrued and unpaid interest, but only if the last reported sale price per share of the Companyâ€™s common stock exceeds 130% of the conversion price for a specified period of time. In addition, calling any 2029 Convertible Notes for redemption will constitute a Make-Whole Fundamental Change with respect to that 2029 Convertible Note, in which case the conversion rate applicable to the conversion of that 2029 Convertible Notes will be increased in certain circumstances if it is converted after it is called for redemption.Upon the occurrence of a fundamental change prior to the maturity date of the 2029 Convertible Notes, holders of the 2029 Convertible Notes may require the Company to repurchase all or a portion of the 2029 Convertible Notes for cash at a price equal to 100% of the principal amount of the 2029 Convertible Notes to be repurchased, plus any accrued and unpaid interest to, but excluding, the fundamental change repurchase date.Upon

conversion, the Company will settle the principal amount of the 2029 Convertible Notes converted in cash and will settle the remainder of the consideration owed upon conversion in cash, shares of the Companyâ€™s common stock, or a combination thereof, at the Companyâ€™s option, with such amount of cash and, if applicable, shares of common stock due upon conversion based on a daily conversion value calculated on a proportionate basis for each trading day in a 50-trading day observation period.The Company recognized interest expense with respect to the 2029 Convertible Notes of $6.3 million and $15.0 million for the three and nine months ended September 30, 2024, respectively. As of September 30, 2024, the net, carrying value of the 2029 Convertible Notes was $783.3 million. Capped Call Transactions - Convertible Senior Notes due 2029In February 2024, in connection with the offering of the 2029 Convertible Notes, the Company entered into capped call transactions (the â€œCapped Call Transactionsâ€) with certain financial institutions. The Capped Call Transactions are expected generally to reduce the potential dilution to the Companyâ€™s common stock upon any conversion of the Convertible Senior Notes due 2029 and/or offset any cash payments the Company is required to make in excess of the principal amount of any converted Convertible Senior Notes due 2029, as the case may be. If, however, the market price per share of the Companyâ€™s common stock, as measured under the terms of the Capped Call Transactions, exceeds the cap price of the Capped Call Transactions, there would nevertheless be dilution and/or there would not be an offset of such cash payments, in each case, to the extent that such market price exceeds the cap price of the Capped Call Transactions.The cap price of the Capped Call Transactions is initially $131.7575 per share, which represents a premium of 75% over the last reported sale price of the Companyâ€™s common stock of $75.29 per share on the New York Stock Exchange on February 21, 2024, and is subject to certain adjustments under the terms of the Capped Call Transactions. The cost of $88.4 million for the Capped Call Transactions was recorded as a reduction to additional paid-in capital in the consolidated balance sheets.At issuance, the Company recorded a deferred tax asset of $22.3 million related to the Capped Call Transactions costs through additional paid-in capital. The deferred tax asset was included in Deferred tax assets in the consolidated balance sheets. Convertible Senior Notes due 2025 Partial Repurchase and Note Hedge and Warrants Partial UnwindIn connection with the issuance of the Convertible Senior Notes due 2029, during the first quarter of 2024, we used $391.8 million of the net proceeds to purchase approximately $228.1 million aggregate principal amount of 21 Â our Convertible Senior Notes due 2025 concurrently with the offering in separate and individually negotiated transactions. In addition, we used $103.8 million to settle the repurchase of approximately $56.5 million aggregate principal amount of our Convertible Senior Notes due 2025 in a separately negotiated transaction that settled in March 2024. We also received approximately $90.6 million in cash from the note hedge counterparties for the partial termination of the existing bond hedge relating to the Convertible Senior Notes due 2025 repurchased, net of our obligations to the counterparties in connection with the partial termination of the related warrant transactions. The tax effect of $46.2 million from the partial unwind of the existing bond hedge was recognized as a reduction in additional paid-in capital in the consolidated balance sheets. The income tax payable was included in Income taxes payable in the consolidated balance sheets. The partial repurchase, during the nine months ended September 30, 2024, resulted in a $214.2 million loss on debt extinguishment which includes a $3.2 million charge to interest expense for the acceleration of the amortization of debt issuance costs associated with the 0.25% Convertible Senior Notes due 2025. The tax effect of the debt extinguishment, excluding the interest expense, was recognized as a discrete event to the quarter giving rise to an increase in the effective tax rate and tax benefit of $49.9 million recognized in the income statement.Revolving Credit FacilityÂ In June 2021, the Company entered into a $650 million unsecured revolving credit facility (the â€œCredit Agreementâ€). The Company incurred $1.9 million of costs in connection with this Credit Agreement. The 2021 Credit Agreement replaced an existing Fifth Amended and Restated Credit Agreement dated as of November 15, 2017. Under the new agreement, the Companyâ€™s revolving credit facility was increased from $550 million to $650 million. The credit facility has a five-year maturity, which may be extended up to two times for periods determined by the Company and the applicable extending lenders, and permits the Company to borrow in U.S. dollars, certain specified foreign currencies, and each other currency that may be approved in accordance with the 2021 Facility. The borrowings under the Credit Agreement bear interest at either the Term SOFR rate plus a margin between 1.0% and 1.625% or a base rate (as defined in the Credit Agreement) plus a margin of between 0% and 0.625%. The rates on September 30, 2024 and December 31, 2023 were 6.2% and 6.7%, respectively. Borrowings under this Credit Agreement are guaranteed by certain Company operating subsidiaries. Letters of credit commitments outstanding under this agreement aggregated to $43.0 million and $43.8 million at September 30, 2024 and December 31, 2023, respectively, which reduced borrowing limits available to the Company. Interest expense related to the Credit Agreement was $0.1 million and $1.5 million for the three months ended September 30, 2024 and September 30, 2023, respectively and $0.6 million and $2.0 million for the nine months ended September 30, 2024 and September 30, 2023. There were no loan amounts outstanding under the Credit Agreement at September 30, 2024. The Credit Agreement includes various covenants, including restrictions on indebtedness, liens, acquisitions, investments or dispositions, payment of dividends and maintenance of certain financial ratios and conditions. The Company was in compliance with these covenants at September 30, 2024 and December 31, 2023. Letters of CreditÂ The Company also has in place several secondary bank credit lines for issuing letters of credit, principally for foreign contracts, to support performance and completion guarantees. Letters of credit commitments outstanding under these bank lines aggregated approximately $309.1 million and $320.7 million at September 30, 2024 and December 31, 2023, respectively. 11.Income TaxesIn 2021 the Organization for Economic Co-operation and Development (OECD) announced an inclusive Framework on Base Erosion and Profit Shifting (BEPS) including Pillar Two Model Rules defining the global minimum tax, also known as the Global Anti-Base Erosion (GloBE), which aims to ensure that multinational enterprises (MNEs) pay a 15% minimum level of tax regardless of where the MNE operates. The OECD has released its fourth round of administrative guidance in June 2024. Many non-US tax jurisdictions have either recently enacted legislation to adopt components of the Pillar Two Model Rules beginning in 2024 and/or have announced their plans to enact legislation in future years. The Company has evaluated the implementation of Pillar Two on its 2024 income tax position based on currently enacted legislation and has determined there is no material impact. We are continuing to evaluate the potential impact on future periods of the Pillar Two Framework, pending enactment of legislation by individual countries.The Companyâ€™s effective tax rate was 20.8% and 20.3% for the three months ended September 30, 2024 and September 30, 2023, respectively. The increase in the effective tax rate was due primarily to unfavorable impact of a 22 Â remeasurement of its U.S. deferred tax assets and liabilities due to a change in state tax rate, a net increase of uncertain tax positions, and an increase in executive compensation subject to Section 162(m), offset by an increase in the foreign-derived intangible income (FDII) deduction and an increase in equity-based compensation. The Companyâ€™s effective tax rate was 14.6% and 21.9% for the nine months ended September 30, 2024 and September 30, 2023, respectively. The change in effective tax rate was due primarily to the tax benefit resulting from the $211 million loss in partially unwinding Convertible Senior Notes during the first quarter 2024. The difference between the effective tax rate and the statutory U.S. Federal income tax rate of 21% for the three and nine months ended September 30, 2024 primarily relates to a change in jurisdictional earnings partially resulting from a loss in partially unwinding Convertible Senior Notes, the FDII deduction, equity based compensation, and untaxed income attributable to noncontrolling interests, partially offset by rate impacts related to state income taxes, and foreign withholding taxes.As of September 30, 2024, the Companyâ€™s deferred tax assets were subject to a valuation allowance of $42.3 million primarily related to foreign net operating loss carryforwards, foreign tax credit carryforwards, reserves and capital losses that the Company has determined are not more-likely-than-not to be realized. The factors used to assess the likelihood of realization include: the past performance of the entities, forecasts of future taxable income, future reversals of existing taxable temporary differences, and available tax planning strategies that could be implemented to realize the deferred tax assets. The ability or failure to achieve the forecasted taxable income in these entities could affect the ultimate realization of deferred tax assets.As of September 30, 2024 and December 31, 2023, the liability for income taxes associated with uncertain tax positions was $24.8 million and $25.5 million, respectively. It is reasonably possible that the Company may realize a decrease in our uncertain tax positions of approximately $3.4 million during the next 12 months as a result of concluding various tax audits and closing tax years.Although the Company believes its reserves for its tax positions are reasonable, the final outcome of tax audits could be materially different, both favorably and unfavorably. It is reasonably possible that certain audits may conclude in the next 12 months and that the unrecognized tax benefits the Company has recorded in relation to these tax years may change compared to the liabilities recorded for these periods. 12.ContingenciesThe Company is subject to certain lawsuits, claims and assessments that arise in the ordinary course of business. Additionally, the Company has been named as a defendant in lawsuits alleging personal injuries as a result of contact with asbestos products at various project sites. Management believes that any significant costs relating to these claims will be reimbursed by applicable insurance and, although there can be no assurance that these matters will be resolved favorably, management believes that the ultimate resolution of any of these claims will not have a material adverse effect on our consolidated financial position, results of operations, or cash flows. A liability is recorded when it is both probable that a loss has been incurred and the amount of loss or range of loss can be reasonably estimated. When using a range of loss estimate, the Company records the liability using the low end of the range unless some amount within the range of loss appears at that time to be a better estimate than any other amount in the range. The Company records a corresponding receivable for costs covered under its insurance policies. Management judgment is required to determine the outcome and the estimated amount of a loss related to such matters. Management believes that there are no claims or assessments outstanding which would materially affect the consolidated results of operations or the Companyâ€™s financial position. In September 2015, a former Parsons employee filed an action in the United States District Court for the Northern District of Alabama against us as a qui tam relator on behalf of the United States (the â€œRelatorâ€) alleging violation of the False Claims Act. The plaintiff alleges that, as a result of these actions, the United States paid in excess of $1 million per month between February and September 2006 that it should have paid to another contractor, plus $2.9 million to acquire vehicles for the contractor defendant to perform its security services. The lawsuit sought (i) that we cease and desist from violating the False Claims Act, (ii) monetary damages equal to three times the amount of damages that the United States has sustained because of our alleged violations, plus a civil penalty of not less than $5,500 and not more than $11,000 for each alleged violation of the False Claims Act, (iii) monetary damages equal to the maximum amount allowed pursuant to Â§3730(d) of the False Claims Act, and (iv) Relatorâ€™s costs for this action, including recovery of attorneysâ€™ fees and costs incurred in the lawsuit. The United States government did not intervene in this matter as it is allowed to do so under the statute. The court heard dispositive motions in 2023, including Parsonsâ€™ motion for summary judgment. We are awaiting the courtâ€™s rulings upon such motions, which will determine whether a trial will be necessary for this matter in 2024 or 2025. 23 Â On July 1, 2024, a final judgment was filed with the clerk of the Superior Court of the State of California In and For the County of San Mateo with an award of damages in the total amount of approximately $102.5 million in favor of Parsons Transportation Group, Inc. and against Alstom Signaling Operations LLC (Alstom"). This proposed award relates back to a lawsuit Parsons initially filed against the Peninsula Corridor Joint Powers Board for breach of contract and wrongful termination in February 2017 (which was settled between Parsons and the Joint Powers Board in 2021) and a cross-complaint filed against Alstom Signaling Operations LLC in November 2017, as subsequently amended, for breach of contract, negligence and intentional misrepresentation. On September 23, 2024, the Court awarded pre-judgment interest in the amount of $34.0 million and amended the judgment accordingly to include such interest amount. Alstom filed its notice of appeal of the amended judgment on September 23, 2024 and has posted a bond.At this time, the Company is unable to determine the probability of the outcome of the litigation. Federal government contracts are subject to audits, which are performed for the most part by the Defense Contract Audit Agency (â€œDCAAâ€). Audits by the DCAA and other agencies consist of reviews of our overhead rates, operating systems and cost proposals to ensure that we account for such costs in accordance with the Cost Accounting Standards (â€œCASâ€). If the DCAA determines we have not accounted for such costs in accordance with the CAS, the DCAA may disallow these costs. The disallowance of such costs may result in a reduction of revenue and additional liability for the Company. Historically, the Company has not experienced any material disallowed costs as a result of government audits. However, the Company can provide no assurance that the DCAA or other government audits will not result in material disallowances for incurred costs in the future. All audits of costs incurred on work performed through 2018 have been closed, and years thereafter remain open. Although there can be no assurance that these matters will be resolved favorably, management believes that their ultimate resolution will not have a material adverse impact on the Companyâ€™s consolidated financial position, results of operations, or cash flows. Â 13.Retirement Benefit PlanThe Companyâ€™s principal retirement benefit plan is the Parsons Employee Stock Ownership Plan (â€œESOPâ€), a stock bonus plan, established in 1975 to cover eligible employees of the Company and certain affiliated companies. Contributions of treasury stock to the ESOP are made annually in amounts determined by the Companyâ€™s board of directors and are held in trust for the sole benefit of the participants. Shares allocated to a participantâ€™s account are fully vested after three years of credited service, or in the event(s) of reaching age 65, death or disability while an active employee of the Company. As of September 30, 2024 and December 31, 2023, total shares of the Companyâ€™s common stock outstanding were 106,293,215 and 105,839,978, respectively, of which 54,831,932 and 59,879,857, respectively, were held by the ESOP. A participantâ€™s interest in their ESOP account is redeemable upon certain events, including retirement, death, termination due to permanent disability, a severe financial hardship following termination of employment, certain conflicts of interest following termination of employment, or the exercise of diversification rights. Distributions from the ESOP of participantsâ€™ interests are made in the Companyâ€™s common stock based on quoted prices of a share of the Companyâ€™s common stock on the NYSE. A participant will be able to sell such shares of common stock in the market, subject to any requirements of the federal securities laws.Total ESOP contribution expense was $13.2 million and $14.9 million for the three months ended September 30, 2024 and September 30, 2023, respectively and $43.4 million and $44.1 million for the nine months ended September 30, 2024 and September 30, 2023, respectively. The expense is recorded in â€œDirect costs of contractsâ€ and â€œSelling, general and administrative expenseâ€ in the consolidated statements of income. The fiscal 2024 ESOP contribution has not yet been made. The amount is currently included in accrued liabilities. 14.Investments in and Advances to Joint Ventures The Company participates in joint ventures to bid, negotiate and complete specific projects. The Company is required to consolidate these joint ventures if it holds the majority voting interest or if the Company meets the criteria under the consolidation model, as described below. The Company performs an analysis to determine whether its variable interests give the Company a controlling financial interest in a Variable Interest Entity (â€œVIEâ€) for which the Company is the primary beneficiary and should, 24 Â therefore, be consolidated. Such analysis requires the Company to assess whether it has the power to direct the activities of the VIE and the obligation to absorb losses or the right to receive benefits that could potentially be significant to the VIE. The Company analyzed all of its joint ventures and classified them into two groups: (1) joint ventures that must be consolidated because they are either not VIEs and the Company holds the majority voting interest, or because they are VIEs and the Company is the primary beneficiary; and (2) joint ventures that do not need to be consolidated because they are either not VIEs and the Company holds a minority voting interest, or because they are VIEs and the Company is not the primary beneficiary. Many of the Companyâ€™s joint venture agreements provide for capital calls to fund operations, as necessary; however, such funding is infrequent and is not anticipated to be material. Letters of credit outstanding described in â€œNote 10 â€“ Debt and Credit Facilitiesâ€ that relate to project ventures are $162.7 million and $147.7 million at September 30, 2024 and December 31, 2023.In the table below, aggregated financial information relating to the Companyâ€™s joint ventures is provided because their nature, risk and reward characteristics are similar. None of the Companyâ€™s current joint ventures that meet the characteristics of a VIE are individually significant to the consolidated financial statements. Consolidated Joint Ventures The following represents financial information for consolidated joint ventures included in the consolidated financial statements (in thousands): Â Â Â September 30, 2024 Â Â December 31, 2023 Â Current assets Â $ 503,099 Â Â $ 426,633 Â Noncurrent assets Â Â 10,894 Â Â Â 14,295 Â Total assets Â Â 513,993 Â Â Â 440,928 Â Current liabilities Â Â 307,612 Â Â Â 260,286 Â Noncurrent liabilities Â Â 2,916 Â Â Â 5,132 Â Total liabilities Â Â 310,528 Â Â Â 265,418 Â Total joint venture equity Â $ 203,465 Â Â $ 175,510 Â Â Â Â Three Months Ended Â Â Nine Months Ended Â Â Â September 30, 2024 Â Â September 30, 2023 Â Â September 30, 2024 Â Â September 30, 2023 Â Revenue Â $ 193,461 Â Â $ 185,602 Â Â $ 582,209 Â Â $ 514,339 Â Costs Â Â 165,873 Â Â Â 160,423 Â Â Â 500,308 Â Â Â 445,829 Â Net income Â $ 27,588 Â Â $ 25,179 Â Â $ 81,901 Â Â $ 68,510 Â Net income attributable to noncontrolling interests Â $ 13,638 Â Â $ 12,364 Â Â $ 40,428 Â Â $ 33,617 Â Â The assets of the consolidated joint ventures are restricted for use only by the particular joint venture and are not available for the Companyâ€™s general operations. 25 Â Unconsolidated Joint Ventures The Company accounts for its unconsolidated joint ventures using the equity method of accounting. Under this method, the Company recognizes its proportionate share of the net earnings of these joint ventures as â€œEquity in (losses) earnings of unconsolidated joint venturesâ€ in the consolidated statements of income. The Companyâ€™s maximum exposure to loss as a result of its investments in unconsolidated joint ventures is typically limited to the aggregate of the carrying value of the investment and future funding commitments. The following represents the financial information of the Companyâ€™s unconsolidated joint ventures as presented in their unaudited financial statements (in thousands): Â Â Â September 30, 2024 Â Â December 31, 2023 Â Current assets Â $ 1,675,165 Â Â $ 1,607,953 Â Noncurrent assets Â Â 465,806 Â Â Â 483,693 Â Total assets Â Â 2,140,971 Â Â Â 2,091,646 Â Current liabilities Â Â 996,238 Â Â Â 1,057,113 Â Noncurrent liabilities Â Â 496,097 Â Â Â 518,647 Â Total liabilities Â Â

1,492,335 Â Â Â 1,575,760 Â Total joint venture equity Â $ 648,636 Â Â $ 515,886 Â Investments in and advances to unconsolidated joint ventures Â $ 194,524 Â Â $ 128,204 Â Â Â Â Three Months Ended Â Â Nine Months Ended Â Â Â September 30, 2024 Â Â September 30, 2023 Â Â September 30, 2024 Â Â September 30, 2023 Â Revenue Â $ 581,232 Â Â $ 634,937 Â Â $ 1,598,764 Â Â $ 1,514,561 Â Costs Â Â 560,492 Â Â Â 581,041 Â Â Â 1,593,213 Â Â Â 1,474,991 Â Net income (loss) Â $ 20,740 Â Â $ 53,896 Â Â $ 5,551 Â Â $ 39,570 Â Equity in losses of unconsolidated joint ventures Â $ 872 Â Â $ 10,262 Â Â $ (18,025) Â $ 4,497 Â Â The Company had net contributions to its unconsolidated joint ventures for the three months ended September 30, 2024 and September 30, 2023 of $34.4 million and of $36.1 million, respectively and $83.7 million and $50.8 million for the nine months ended September 30, 2024 and September 30, 2023, respectively. The following table presents certain financial statement impacts from changes in estimates which resulted in a write-down in a design build joint venture in the Critical Infrastructure segment (in thousands):Â Â Â Three Months Ended Â Â Nine Months Ended Â Â Â September 30, 2024 Â Â September 30, 2023 Â Â September 30, 2024 Â Â September 30, 2023 Â Operating income (loss) Â $ (6,716) Â $ 5,099 Â Â $ (37,509) Â $ (12,414) Net income (loss) Â Â (4,936) Â Â 3,799 Â Â Â (35,258) Â Â (9,248) Diluted income (loss) per share Â $ (0.04) Â $ 0.03 Â Â $ (0.33) Â $ (0.08) Â 15.Related Party TransactionsThe Company often provides services to unconsolidated joint ventures and revenues include amounts related to recovering costs for these services. Revenues related to services the Company provided to unconsolidated joint ventures for the three months ended September 30, 2024 and September 30, 2023 were $47.6 million and $57.3 million, respectively, and $144.9 million and $164.8 million for the nine months ended September 30, 2024 and September 30, 2023, respectively.For the three months ended September 30, 2024 and September 30, 2023, the Company incurred $36.7 million and $38.8 million, respectively, and $108.3 million and $118.5 million for the nine months ended September 30, 2024 and September 30, 2023, respectively, of reimbursable costs. 26 Â Amounts included in the consolidated balance sheets related to services the Company provided to unconsolidated joint ventures are as follows (in thousands): Â Â Â September 30, 2024 Â Â December 31, 2023 Â Accounts receivable Â $ 52,679 Â Â $ 38,898 Â Contract assets Â Â 10,177 Â Â Â 38,009 Â Contract liabilities Â Â 15,036 Â Â Â 15,287 Â Â 16.Fair Value of Financial InstrumentsThe authoritative guidance on fair value measurement defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (referred to as an â€œexit priceâ€). At September 30, 2024 and December 31, 2023, the Companyâ€™s financial instruments include cash, cash equivalents, accounts receivable, accounts payable, and other liabilities. The fair values of these financial instruments approximate their carrying values due to their short-term maturities.Investments measured at fair value are based on one or more of the following three valuation techniques: â€¢Market approachâ€”Prices and other relevant information generated by market transactions involving identical or comparable assets or liabilities; â€¢Cost approachâ€”Amount that would be required to replace the service capacity of an asset (i.e., replacement cost); and â€¢Income approachâ€”Techniques to convert future amounts to a single present amount based on market expectations (including present value techniques, option-pricing models and lattice models). In addition, the guidance establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted market prices in active markets for identical assets and liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are: Level 1 Unadjusted quoted prices in active markets that are accessible at the measurement date for identical assets and liabilities;Level 2 Pricing inputs that include quoted prices for similar assets and liabilities in active markets and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the instrument; andLevel 3 Prices or valuations that require inputs that are both significant to the fair value measurements and unobservable.The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Company believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date. Financial assets and liabilities measured at fair value on a quarterly basis are as follows:Fair value as of September 30, 2024 (in thousands): Â Â Level 1 Â Â Level 2 Â Â Level 3 Â Â Total Â Contingent consideration Â Â Â Â Â Â Â Â Â Â Â Â Earnout liability Â $ - Â Â $ - Â Â $ 4,142 Â Â $ 4,142 Â Total liabilities at fair value Â $ - Â Â $ - Â Â $ 4,142 Â Â $ 4,142 Â Â 27 Â Fair value as of December 31, 2023 (in thousands): Â Â Level 1 Â Â Level 2 Â Â Level 3 Â Â Total Â Contingent consideration Â Â Â Â Â Â Â Â Â Â Â Â Earnout liability Â $ - Â Â $ - Â Â $ 2,300 Â Â $ 2,300 Â Total liabilities at fair value Â $ - Â Â $ - Â Â $ 2,300 Â Â $ 2,300 Â Contingent consideration is recorded at its fair value, using a Black-Scholes model, within other liabilities or other long-term liabilities, as appropriate. The fair value of contingent consideration involves the use of significant estimates andassumptions related to risks associated with earnout, i.e. risk in the underlying metric, risk in the earnout structure, counterparty credit risk, projected revenue, the revenue discount rate, the revenue volatility, and the Company's credit adjusted discount rate. Subsequent adjustments to these assumptions can cause changes to the measure of contingent consideration.Refer to Notes to Consolidated Financial Statements included in the Companyâ€™s Form 10-K for the year ended December 31, 2023 for a more complete discussion of the various items within the consolidated financial statements measured at fair value and the methods used to determine fair value.The carrying values and estimated fair values of our financial instruments that are not required to be recorded at fair value in our consolidated balance sheets, on the basis of Level 1 inputs for the Company's convertible notes and Level 2 inputs for the delayed draw term loan, were as follows (in thousands): Â Â September 30, 2024 Â Â December 31, 2023 Â Â Â Carrying Value Â Â Fair Value Â Â Carrying Value Â Â Fair Value Â Liabilities: Â Â Â Â Â Â Â Â Â Â Â Â Convertible senior notes due 2025 Â $ 115,428 Â Â $ 262,460 Â Â $ 400,000 Â Â $ 568,000 Â Convertible senior notes due 2029 Â Â 800,000 Â Â Â 1,006,000 Â Â Â - Â Â Â - Â Delayed draw term loan Â Â 350,000 Â Â Â 350,000 Â Â Â 350,000 Â Â Â 350,000 Â Total Â $ 1,265,428 Â Â $ 1,618,460 Â Â $ 750,000 Â Â $ 918,000 Â Â 17.Earnings Per ShareBasic earnings per share (â€œEPSâ€) is computed using the weighted average number of shares outstanding during the period and income available to shareholders. Diluted EPS includes additional common shares that would have been outstanding if potential common shares with a dilutive effect had been issued using the if-converted method for Convertible Debt and the treasury stock method for all other instruments. Under the treasury stock method, the weighted average number of shares outstanding is adjusted to reflect the dilutive effects of stock-based awards and shares underlying the warrants related to the convertible senior notes due 2025.Under the if-converted method:1.Convertible Senior Notes due 2025:a.Income available to shareholders is adjusted to add back interest expense, after tax (unless antidilutive).b.Weighted average number of shares outstanding is adjusted to include the shares underlying the convertible debt (unless antidilutive).c.Shares underlying the bond hedge (unless antidilutive).2.Convertible Senior Notes due 2029:a.Interest has been excluded from the numerator and no shares have been included in the denominator of diluted EPS, as the principal amount of convertible debt will be settled in cash with any excess conversion value settled in cash or shares of common stock.b.Excludes shares underlying the capped call as the shares are antidilutive. 28 Â The following tables reconcile the denominator and numerator used to compute basic EPS to the denominator and numerator used to compute diluted EPS for the three and nine months ended September 30, 2024 and September 30, 2023 (in thousands): Â Â Â Three Months Ended Â Â Nine Months Ended Â Â Â September 30, 2024 Â Â September 30, 2023 Â Â September 30, 2024 Â Â September 30, 2023 Â Numerator for Basic and Diluted EPS: Â Â Â Â Â Â Â Â Â Â Â Â Net income attributable to Parsons Corporation - basic Â $ 71,951 Â Â $ 47,447 Â Â $ 33,768 Â Â $ 116,241 Â Convertible senior notes if-converted method interest adjustment Â Â 54 Â Â Â 559 Â Â Â - Â Â Â 1,665 Â Net income attributable to Parsons Corporation - diluted Â $ 72,005 Â Â $ 48,006 Â Â $ 33,768 Â Â $ 117,906 Â Â Â Â Â Â Â Â Â Â Â Â Denominator for Basic and Diluted EPS: Â Â Â Â Â Â Â Â Â Â Â Â Basic weighted average number of shares outstanding Â Â 106,291 Â Â Â 104,971 Â Â Â 106,211 Â Â Â 104,894 Â Dilutive effect of stock-based awards Â Â 1,661 Â Â Â 1,178 Â Â Â 1,628 Â Â Â 1,020 Â Dilutive effect of warrants Â Â 561 Â Â Â â€” Â Â Â 358 Â Â Â â€” Â Dilutive effect of convertible senior notes due 2025 Â Â 2,573 Â Â Â 8,917 Â Â Â â€” Â Â Â 8,917 Â Diluted weighted average number of shares outstanding Â Â 111,086 Â Â Â 115,066 Â Â Â 108,197 Â Â Â 114,831 Â Â Â Â Â Â Â Â Â Â Â Â Earnings per share: Â Â Â Â Â Â Â Â Â Â Â Â Basic Â $ 0.68 Â Â $ 0.45 Â Â $ 0.32 Â Â $ 1.11 Â Diluted Â $ 0.65 Â Â $ 0.42 Â Â $ 0.31 Â Â $ 1.03 Â Anti-dilutive stock-based awards excluded from the calculation of earnings per share for the three months ended September 30, 2024 and September 30, 2023 were 949 and 2,911, respectively and for the nine months ended September 30, 2024 and September 30, 2023 were 4,497 and 3,284, respectively.If-converted interest adjustment of $2.9 million and potential share issuances of 3,982,928 shares under the Company's convertible senior notes due 2025 were excluded from the computation of diluted earnings per share for the nine months ended September 30, 2024 as their inclusion would be anti-dilutive.Share RepurchasesOn August 9, 2021, the Companyâ€™s Board of Directors authorized the Company to acquire a number of shares of Common Stock having an aggregate market value of not greater than $100 million from time to time, commencing on August 12, 2021. The Board further amended this authorization in August 2022 to remove the prior expiration date and grant executive leadership the discretion to determine the price for such share repurchases. The Board further amended this authorization in February 2024 to restore the repurchase capacity to $100 million and removed the $25 million quarterly cap on such repurchases. At the time of the February 2024 authorization, the Company had repurchased shares with an aggregated market value (including fees) of $54.7 million. The aggregate market value of shares of Common Stock the Company is authorized to acquire, from both the August 2021 and February 2024 authorizations, is not greater than $154.7 million. As of September 30, 2024, the Company has $90 million remaining under the stock repurchase program. Repurchased shares of common stock are retired and included in â€œRepurchases of common stockâ€ in cash flows from financing activities in the Consolidated Statements of Cash Flows. The primary purpose of the Companyâ€™s share repurchase program is to reduce the dilutive effect of shares issued under the Companyâ€™s ESOP and other stock benefit plans. The timing, amount and manner of share repurchases may depend upon market conditions and economic 29 Â circumstances, availability of investment opportunities, the availability and costs of financing, the market price of the Company's common stock, other uses of capital and other factors.The following table summarizes the repurchase activity under the stock repurchase program:Â Â Â Three Months Ended Â Â Nine Months Ended Â Â Â September 30, 2024 Â Â September 30, 2023 Â Â September 30, 2024 Â Â September 30, 2023 Â Total shares repurchased Â Â - Â Â Â - Â Â Â 131,053 Â Â Â 185,475 Â Total shares retired Â Â - Â Â Â - Â Â Â 131,053 Â Â Â 185,475 Â Average price paid per share Â $ - Â Â $ - Â Â $ 76.30 Â Â $ 43.13 Â 18.Segment Information The Company operates in two reportable segments: Federal Solutions and Critical Infrastructure. The Federal Solutions segment provides advanced technical solutions to the U.S. government, delivering timely, cost-effective hardware, software and services for mission-critical projects. The segment provides advanced technologies, supporting national security missions in cybersecurity, missile defense, and military facility modernization, logistics support, hazardous material remediation and engineering services. The Critical Infrastructure segment provides integrated engineering and management services for complex physical and digital infrastructure around the globe. The Critical Infrastructure segment is a technology innovator focused on next generation digital systems and complex structures. Industry leading capabilities in engineering and project management allow the Company to deliver significant value to customers by employing cutting-edge technologies, improving timelines and reducing costs. The Company defines its reportable segments based on the way the chief operating decision maker (â€œCODMâ€), its Chief Executive Officer, evaluates the performance of each segment and manages the operations of the Company for purposes of allocating resources among the segments. The CODM evaluates segment operating performance using segment Revenue and segment Adjusted EBITDA attributable to Parsons Corporation. The following table summarizes business segment revenue for the periods presented (in thousands): Â Â Â Three Months Ended Â Â Nine Months Ended Â Â Â September 30, 2024 Â Â September 30, 2023 Â Â September 30, 2024 Â Â September 30, 2023 Â Federal Solutions revenue Â $ 1,105,580 Â Â $ 780,114 Â Â $ 3,003,791 Â Â $ 2,177,457 Â Critical Infrastructure revenue Â Â 704,536 Â Â Â 638,457 Â Â Â 2,012,468 Â Â Â 1,771,066 Â Total revenue Â $ 1,810,116 Â Â $ 1,418,571 Â Â $ 5,016,259 Â Â $ 3,948,523 Â Â Â Â Three Months Ended Â Â Nine Months Ended Â Â Â September 30, 2024 Â Â September 30, 2023 Â Â September 30, 2024 Â Â September 30, 2023 Â Equity in (losses) earnings of unconsolidated joint ventures: Â Â Â Â Â Â Â Â Â Â Â Â Federal Solutions Â $ 1,002 Â Â $ 1,435 Â Â $ 1,999 Â Â $ 3,502 Â Critical Infrastructure Â Â (130) Â Â 8,827 Â Â Â (20,024) Â $ 995 Â Total equity in (losses) earnings of unconsolidated joint ventures Â $ 872 Â Â $ 10,262 Â Â $ (18,025) Â $ 4,497 Â Â The Company defines Adjusted EBITDA attributable to Parsons Corporation as Adjusted EBITDA excluding Adjusted EBITDA attributable to noncontrolling interests. The Company defines Adjusted EBITDA as net income (loss) attributable to Parsons Corporation, adjusted to include net income (loss) attributable to noncontrolling interests and to exclude interest expense (net of interest income), provision for income taxes, depreciation and amortization and certain other items that are not considered in the evaluation of ongoing operating performance. These other items include net income (loss) attributable to noncontrolling interests, asset impairment charges, equity-based compensation, income and expense recognized on litigation matters, expenses incurred in connection with acquisitions and other non-recurring transaction costs and expenses related to our prior restructuring. The following table reconciles business segment 30 Â Adjusted EBITDA attributable to Parsons Corporation to Net Income attributable to Parsons Corporation for the periods presented (in thousands): Â Â Â Three Months Ended Â Â Nine Months Ended Â Adjusted EBITDA attributable to Parsons Corporation Â September 30, 2024 Â Â September 30, 2023 Â Â September 30, 2024 Â Â September 30, 2023 Â Â Â Â Â Â Federal Solutions Â $ 120,091 Â Â $ 65,039 Â Â $ 315,413 Â Â $ 206,827 Â Â Â Â Â Â Critical Infrastructure Â Â 33,007 Â Â Â 50,188 Â Â Â 101,582 Â Â Â 95,481 Â Adjusted EBITDA attributable to Parsons Corporation Â Â 153,098 Â Â Â 115,227 Â Â Â 416,995 Â Â Â 302,308 Â Adjusted EBITDA attributable to noncontrolling interests Â Â 13,913 Â Â Â 12,606 Â Â Â 41,339 Â Â Â 34,222 Â Depreciation and amortization Â Â (24,542) Â Â (30,154) Â Â (73,513) Â Â (87,202) Interest expense, net Â Â (8,802) Â Â (8,120) Â Â (29,831) Â Â (20,778) Income tax benefit (expense) Â Â (22,518) Â Â (15,218) Â Â (12,699) Â Â (41,944) Equity-based compensation expense Â Â (21,251) Â Â (9,075) Â Â (44,554) Â Â (25,092) Loss on extinguishment of debt Â Â - Â Â Â - Â Â Â (211,018) Â Â - Â Transaction-related costs (a) Â Â (3,770) Â Â (5,493) Â Â (8,958) Â Â (9,028) Restructuring expense (b) Â Â - Â Â Â - Â Â Â - Â Â Â (546) Other (c) Â Â (539) Â Â 38 Â Â Â (3,565) Â Â (2,082) Net (loss) income including noncontrolling interests Â Â 85,589 Â Â Â 59,811 Â Â Â 74,196 Â Â Â 149,858 Â Net income attributable to noncontrolling interests Â Â 13,638 Â Â Â 12,364 Â Â Â 40,428 Â Â Â 33,617 Â Net (loss) income attributable to Parsons Corporation Â $ 71,951 Â Â $ 47,447 Â Â $ 33,768 Â Â $ 116,241 Â (a)Reflects costs incurred in connection with acquisitions and other non-recurring transaction costs, primarily fees paid for professional services and employee retention. (b)Reflects costs associated with corporate restructuring initiatives.(c)Includes a combination of gain/loss related to sale of fixed assets, software implementation costs, and other individually insignificant items that are non-recurring in nature.Asset information by segment is not a key measure of performance used by the CODM. The following tables present revenues and property and equipment, net by geographic area (in thousands): Â Â Â Three Months Ended Â Â Nine Months Ended Â Â Â September 30, 2024 Â Â September 30, 2023 Â Â September 30, 2024 Â Â September 30, 2023 Â Revenue Â Â Â Â Â Â Â Â Â Â Â Â North America Â $ 1,541,209 Â Â $ 1,166,547 Â Â $ 4,232,786 Â Â $ 3,251,552 Â Middle East Â Â 264,437 Â Â Â 247,689 Â Â Â 769,421 Â Â Â 684,340 Â Rest of World Â Â 4,470 Â Â Â 4,335 Â Â Â 14,052 Â Â Â 12,631 Â Total Revenue Â $ 1,810,116 Â Â $ 1,418,571 Â Â $ 5,016,259 Â Â $ 3,948,523 Â The geographic location of revenue is determined by the location of the customer.Â Â Â September 30, 2024 Â Â December 31, 2023 Â Property and Equipment, Net Â Â Â Â Â Â North America Â $ 91,327 Â Â $ 91,766 Â Middle East Â Â 9,866 Â Â Â 7,191 Â Total Property and Equipment, Net Â $ 101,193 Â Â $ 98,957 Â North America includes revenue in the United States for the three months ended September 30, 2024 and September 30, 2023 of $1.4 billion and $1.1 billion, respectively and for the nine months ended September 30, 2024 and September 30, 2023 of $3.9 billion and $3.0 billion, respectively. North America property and equipment, net includes $83.4 million and $83.9 million of property and equipment, net in the United States at September 30, 2024 and December 31, 2023, respectively. 31 Â The following table presents revenues by business units (in thousands): Â Â Â Three Months Ended Â Â Nine Months Ended Â Â Â September 30, 2024 Â Â September 30, 2023 Â Â September 30, 2024 Â Â September 30, 2023 Â Revenue Â Â Â Â Â Â Â Â Â Â Â Â Defense and Intelligence Â $ 459,318 Â Â $ 398,632 Â Â $ 1,288,102 Â Â $ 1,144,320 Â Engineered Systems Â Â 646,262 Â Â Â 381,482 Â Â Â 1,715,689 Â Â Â 1,033,137 Â Federal Solutions revenues Â Â 1,105,580 Â Â Â 780,114 Â Â Â 3,003,791 Â Â Â 2,177,457 Â Infrastructure â€” North America Â Â 438,307 Â Â Â 389,452 Â Â Â 1,237,752 Â Â Â 1,082,164 Â Infrastructure â€” Europe, Middle East and Africa Â Â 266,229 Â Â Â 249,005 Â Â Â 774,716 Â Â Â 688,902 Â Critical Infrastructure revenues Â Â 704,536 Â Â Â 638,457 Â Â Â 2,012,468 Â Â Â 1,771,066 Â Total Revenue Â $ 1,810,116 Â Â $ 1,418,571 Â Â $ 5,016,259 Â Â $ 3,948,523 Â Effective October 1, 2023, the Company reorganized its Critical Infrastructure business units from Mobility Solutions and Connected Communities to Infrastructure â€” North America and Infrastructure â€” Europe, Middle East and Africa. The prior year information in the table above has been reclassified to conform to the business unit changes. 19.Subsequent EventsAfter the end of the quarter ended September 30, 2024, the Company entered into a merger agreement to acquire a 100% ownership interest in BCC Engineering, LLC (BCC") one of Florida's leading transportation engineering firms for approximately $230 million from cash on hand. BCC, a portfolio company of Trivest Partners, is a full-service engineering firm that provides planning, design, and management services for transportation, civil, and structural engineering projects in Florida, Georgia,

Texas, South Carolina, and Puerto Rico. This acquisition strengthens Parsonsâ€™ position as an infrastructure leader while expanding the companyâ€™s reach in the Southeastern United States. We anticipate that the closing will occur in Q4 2024. At the timing of the filing of this Form 10-Q, the Company has just started the process of obtaining the relevant data to make the required acquisition related disclosures. This acquisition is not material to the Company's consolidated financial statements. Â 32 Â Item 2. Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations. The following discussion and analysis is intended to help investors understand our business, financial condition, results of operations, liquidity and capital resources. You should read this discussion together with our consolidated financial statements and related notes thereto included elsewhere in this Form 10-Q and in conjunction with the Companyâ€™s Form 10-K for the year ended December 31, 2023. Certain amounts may not foot due to rounding. The statements in this discussion regarding industry outlook, our expectations regarding our future performance, liquidity and capital resources and other non-historical statements in this discussion are forward-looking statements. These forward-looking statements are subject to numerous risks and uncertainties, including, but not limited to, the risks and uncertainties described in â€œRisk Factorsâ€ and â€œSpecial Note Regarding Forward-Looking Statementsâ€ in the Companyâ€™s Form 10-K for the year ended December 31, 2023. We undertake no obligation to revise publicly any forward-looking statements. Actual results may differ materially from those contained in any forward-looking statements. Â PARSONS CORPORATION Enabling a safer, smarter, and more interconnected world. Engineered solutions for complex physical and digital infrastructure challenges SEGMENTS KEY FACTS AND FIGURES Technology-driven solutions for defense and intelligence customers FINANCIAL SNAPSHOT $4B Total Revenue Trailing 12-Months (Q2 2020) $4B Contract Awards Trailing 12-Months (Q2 2020) 75+ Years Of History Federal Solutions 49% Critical Infrastructure 51% Federal Solutions 58% Critical Infrastructure 42% Federal Solutions Critical Infrastructure ~16K Employees 6% Revenue Growth Trailing 12-Months (Q2 2020) 1.0X Book-To-Bill Ratio Trailing 12-Months (Q2 2020) $7.7B Backlog As Of 6/30/2020 PARSONS CORPORATION. Overview We are a leading provider of the integrated solutions and services required in todayâ€™s complex security environment and a world of digital transformation. We deliver innovative technology-driven solutions to customers worldwide. We have developed significant expertise and differentiated capabilities in key areas of cybersecurity, intelligence, missile defense, C5ISR, space, transportation, water/wastewater and environmental remediation. By combining our talented team of professionals and advanced technology, we solve complex technical challenges to enable a safer, smarter, more secure and more connected world. We operate in two reporting segments, Federal Solutions and Critical Infrastructure. Our Federal Solutions business provides advanced technical solutions to the U.S. government. Our Critical Infrastructure business provides integrated engineering and management services for complex physical and digital infrastructure to state and local governments and large companies. Our employees provide services pursuant to contracts that we are awarded by the customer and specific task orders relating to such contracts. These contracts are often multi-year, which provides us backlog and visibility on our revenues for future periods. Many of our contracts and task orders are subject to renewal and rebidding at the end of their term, and some are subject to the exercise of contract options and issuance of task orders by the applicable government 33 Â entity. In addition to focusing on increasing our revenues through increased contract awards and backlog, we focus our financial performance on margin expansion and cash flow. Key Metrics We manage and assess the performance of our business by evaluating a variety of metrics. The following table sets forth selected key metrics (in thousands, except Book-to-Bill): Â Â Â September 30, 2024 Â Â September 30, 2023 Â Awards (year to date) Â $ 5,367,109 Â Â $ 4,748,320 Â Backlog (1) Â $ 8,784,047 Â Â $ 8,815,561 Â Book-to-Bill (year to date) Â Â 1.1 Â Â Â 1.2 Â (1)Difference between our backlog of $8.8 billion and our remaining unsatisfied performance obligations, or RUPO, of $6.7 billion, each as of September 30, 2024, is due to (i) unissued task orders and unexercised option years, to the extent their issuance or exercise is probable, as well as (ii) contract awards, to the extent we believe contract execution and funding is probable. Awards Awards generally represent the amount of revenue expected to be earned in the future from funded and unfunded contract awards received during the period. Contract awards include both new and re-compete contracts and task orders. Given that new contract awards generate growth, we closely track our new awards each year. The following table summarizes the year to-date value of new awards for the periods presented below (in thousands): Â Â Â Three Months Ended Â Â Nine Months Ended Â Â Â September 30, 2024 Â Â September 30, 2023 Â Â September 30, 2024 Â Â September 30, 2023 Â Federal Solutions Â $ 1,012,432 Â Â $ 764,531 Â Â $ 3,100,242 Â Â $ 2,642,302 Â Critical Infrastructure Â Â 772,304 Â Â Â 670,398 Â Â Â 2,266,867 Â Â Â 2,106,018 Â Total Awards Â $ 1,784,736 Â Â $ 1,434,929 Â Â $ 5,367,109 Â Â $ 4,748,320 Â Â The change in new awards from year to year is primarily due to ordinary course fluctuations in our business. The volume of contract awards can fluctuate in any given period due to win rate and the timing and size of the awards issued by our customers. The increase in awards for the three months ended September 30, 2024 compared to the corresponding period last year was primarily due to two significant awards in our Federal Solutions segment and a design award in our Critical Infrastructure segment. The increase in awards for the nine months ended September 30, 2024 when compared to the corresponding period last year was primarily due to significant option period awards from a customer in our Federal Solutions segment offset by significant awards in our Federal Solutions segment from the Federal Aviation Administration and the General Services Administration for the nine months ended September 30, 2023. Backlog We define backlog to include the following two components: â€¢Fundedâ€”Funded backlog represents future revenue anticipated from orders for services under existing contracts for which funding is appropriated or otherwise authorized. â€¢Unfundedâ€”Unfunded backlog represents future revenue anticipated from orders for services under existing contracts for which funding has not been appropriated or otherwise authorized. Backlog includes (i) unissued task orders and unexercised option years, to the extent their issuance or exercise is probable, as well as (ii) contract awards, to the extent we believe contract execution and funding is probable. 34 Â The following table summarizes the value of our backlog at the respective dates presented below (in thousands): Â Â Â September 30, 2024 Â Â September 30, 2023 Â Federal Solutions: Â Â Â Â Â Â Funded Â $ 1,982,336 Â Â $ 1,625,475 Â Unfunded Â Â 2,936,109 Â Â Â 3,565,223 Â Total Federal Solutions Â Â 4,918,445 Â Â Â 5,190,698 Â Critical Infrastructure: Â Â Â Â Â Â Funded Â Â 3,811,638 Â Â Â 3,554,754 Â Unfunded Â Â 53,964 Â Â Â 70,109 Â Total Critical Infrastructure Â Â 3,865,602 Â Â Â 3,624,863 Â Total Backlog (1) Â $ 8,784,047 Â Â $ 8,815,561 Â (1)Difference between our backlog of $8.8 billion and our RUPO of $6.7 billion, each as of September 30, 2024, is due to (i) unissued task orders and unexercised option years, to the extent their issuance or exercise is probable, as well as (ii) contract awards, to the extent we believe contract execution and funding is probable. Our backlog includes orders under contracts that in some cases extend for several years. For example, the U.S. Congress generally appropriates funds for our U.S. federal government customers on a yearly basis, even though their contracts with us may call for performance that is expected to take a number of years to complete. As a result, our federal contracts typically are only partially funded at any point during their term. All or some of the work to be performed under the contracts may remain unfunded unless and until the U.S. Congress makes subsequent appropriations and the procuring agency allocates funding to the contract. We expect to recognize $3.9 billion of our funded backlog at September 30, 2024 as revenues in the following twelve months. However, our U.S. federal government customers may cancel their contracts with us at any time through a termination for convenience or may elect to not exercise option periods under such contracts. In the case of a termination for convenience, we would not receive anticipated future revenues, but would generally be permitted to recover all or a portion of our incurred costs and fees for work performed. See â€œRisk Factorsâ€”Risk Relating to Our Businessâ€”We may not realize the full value of our backlog, which may result in lower than expected revenueâ€ in the Companyâ€™s Form 10-K for the year ended December 31, 2023. The changes in backlog in both the Federal Solutions and Critical Infrastructure segments were primarily from ordinary course fluctuations in our business and the impacts related to the Companyâ€™s awards discussed above. Book-to-Bill Book-to-bill is the ratio of total awards to total revenue recorded in the same period. Our management believes our book-to-bill ratio is a useful indicator of our potential future revenue growth in that it measures the rate at which we are generating new awards compared to the Companyâ€™s current revenue. To drive future revenue growth, our goal is for the level of awards in a given period to exceed the revenue booked. A book-to-bill ratio greater than 1.0 indicates that awards generated in a given period exceeded the revenue recognized in the same period, while a book-to-bill ratio of less than 1.0 indicates that awards generated in such period were less than the revenue recognized in such period. The following table sets forth the book-to-bill ratio for the periods presented below: Â Â Â Three Months Ended Â Â Nine Months Ended Â Â Â September 30, 2024 Â Â September 30, 2023 Â Â September 30, 2024 Â Â September 30, 2023 Â Federal Solutions Â Â 0.9 Â Â Â 1.0 Â Â Â 1.0 Â Â Â 1.2 Â Critical Infrastructure Â Â 1.1 Â Â Â 1.1 Â Â Â 1.1 Â Â Â 1.2 Â Overall Â Â 1.0 Â Â Â 1.0 Â Â Â 1.1 Â Â Â 1.2 Â Â Factors and Trends Affecting Our Results of Operations We believe that the financial performance of our business and our future success are dependent upon many factors, including those highlighted in this section. Our operating performance will depend upon many variables, including the success of our growth strategies and the timing and size of investments and expenditures that we choose to undertake, as well as market growth and other factors that are not within our control. 35 Â Government Spending Changes in the relative mix of government spending and areas of spending growth, with shifts in priorities on homeland security, intelligence, defense-related programs, infrastructure and urbanization, and continued increased spending on technology and innovation, including cybersecurity, artificial intelligence, connected communities and physical infrastructure, could impact our business and results of operations. Cost-cutting and efficiency initiatives, current and future budget restrictions, spending cuts and other efforts to reduce government spending could cause our government customers to reduce or delay funding or invest appropriated funds on a less consistent basis or not at all, and demand for our solutions or services could diminish. Furthermore, any disruption in the functioning of government agencies, including as a result of government closures and shutdowns, could have a negative impact on our operations and cause us to lose revenue or incur additional costs due to, among other things, our inability to deploy our staff to customer locations or facilities as a result of such disruptions. Federal Budget Uncertainty There is uncertainty around the timing, extent, nature and effect of Congressional and other U.S. government actions to address budgetary constraints, caps on the discretionary budget for defense and non-defense departments and agencies, and the ability of Congress to determine how to allocate the available budget authority and pass appropriations bills to fund both U.S. government departments and agencies that are, and those that are not, subject to the caps. Additionally, budget deficits and the growing U.S. national debt increase pressure on the U.S. government to reduce federal spending across all federal agencies, with uncertainty about the size and timing of those reductions. Furthermore, delays in the completion of future U.S. government budgets could in the future delay procurement of the federal government services we provide. A reduction in the amount of, or delays, or cancellations of funding for, services that we are contracted to provide to the U.S. government as a result of any of these impacts or related initiatives, legislation or otherwise could have a material adverse effect on our business and results of operations. Regulations Increased audit, review, investigation and general scrutiny by government agencies of performance under government contracts and compliance with the terms of those contracts and applicable laws could affect our operating results. Negative publicity and increased scrutiny of government contractors in general, including us, relating to government expenditures for contractor services and incidents involving the mishandling of sensitive or classified information, as well as the increasingly complex requirements of the U.S. Department of Defense and the U.S. Intelligence Community, including those related to cybersecurity, could impact our ability to perform in the markets we serve. Competitive Markets The industries we operate in consist of a large number of enterprises ranging from small, niche-oriented companies to multi-billion-dollar corporations that serve many government and commercial customers. We compete on the basis of our technical expertise, technological innovation, our ability to deliver cost-effective multi-faceted services in a timely manner, our reputation and relationships with our customers, qualified and/or security-clearance personnel, and pricing. We believe that we are uniquely positioned to take advantage of the markets in which we operate because of our proven track record, long-term customer relationships, technology innovation, scalable and agile business offerings and world class talent. Our ability to effectively deliver on project engagements and successfully assist our customers affects our ability to win new contracts and drives our financial performance. Acquired Operations BlackSignal Technologies, LLC On August 16, 2024, the Company acquired a 100% ownership interest in BlackSignal Technologies, LLC, ("BlackSignal") a privately-owned company, for $203.8 million from cash on hand. Headquartered in Chantilly, Virginia, BlackSignal is a next-generation digital signal processing, electronic warfare, and cyber security provider built to counter near peer threats. Parsons believes that the acquisition will expand Parsons' customer base across the Department of Defense and Intelligence Community and significantly strengthen Parsons' positioning within cyber warfare, while adding new capabilities in the counterspace radio frequency domain. The financial results of BlackSignal have been included in our consolidated results of operations from August 16, 2024 onward. 36 Â I.S. Engineers, LLC On October 31, 2023, the Company entered into a Membership Interest Purchase Agreement to acquire a 100% ownership interest in I.S. Engineers, LLC, a privately-owned company, for $12.2 million, subject to certain adjustments. Headquartered in Texas, I.S. Engineers, LLC provides full-service consulting specializing in transportation engineering, including roads and highways, and program management. The financial results of I.S. Engineers have been included in our consolidated results of operations from October 31, 2023 onward. Sealing Technologies, Inc. On August 23, 2023, the Company acquired a 100% ownership interest in Sealing Technologies, Inc (â€œSealingTechâ€), a privately-owned company, for $176.0 million and up to an additional $25 million in the event an earn out revenue target is exceeded. Headquartered in Maryland, SealingTech expands Parsonsâ€™ customer base across the Department of Defense and Intelligence Community, and further enhances the companyâ€™s capabilities in defensive cyber operations; integrated mission-solutions powered by artificial intelligence (AI) and machine learning (ML); edge computing and edge access modernization; critical infrastructure protection; and secure data management. The financial results of SealingTech have been included in our consolidated results of operations from August 23, 2023 onward. IPKeys Power Partners On April 13, 2023, the Company entered into a merger agreement to acquire a 100% ownership interest in IPKeys Power Partners (â€œIPKeysâ€), a privately-owned company, for $43.0 million. The merger brings IPKeys' established customer base, expanding Parsons' presence in two rapidly growing end markets: grid modernization and cyber resiliency for critical infrastructure. Headquartered in Tinton Falls, New Jersey, IPKeys is a trusted provider of enterprise software platform solutions that is actively delivering cyber and operational security to hundreds of electric, water, and gas utilities across North America. The financial results of IPKeys have been included in our consolidated results of operations from April 13, 2023 onward. Seasonality Our results may be affected by variances as a result of weather conditions and contract award seasonality impacts that we experience across our businesses. The latter issue is typically driven by the U.S. federal government fiscal year-end, September 30. While not certain, it is not uncommon for U.S. government agencies to award task orders or complete other contract actions in the weeks before the end of the U.S. federal government fiscal year in order to avoid the loss of unexpended U.S. federal government fiscal year funds. In addition, we have also historically experienced higher bid and proposal costs in the months leading up to the U.S. federal government fiscal year-end as we pursue new contract opportunities expected to be awarded early in the following U.S. federal government fiscal year as a result of funding appropriated for that U.S. federal government fiscal year. Furthermore, many U.S. state governments with fiscal years ending on June 30 tend to accelerate spending during their first quarter, when new funding becomes available. We may continue to experience this seasonality in future periods, and our results of operations may be affected by it. Results of Operations Revenue Our revenue consists of both services provided by our employees and pass-through fees from subcontractors and other direct costs. Our Federal Solutions segment derives revenue primarily from the U.S. federal government and our Critical Infrastructure segment derives revenue primarily from government and commercial customers. We enter into the following types of contracts with our customers: â€¢Under cost-plus contracts, we are reimbursed for allowable or otherwise defined costs incurred, plus a fee. The contracts may also include incentives for various performance criteria, including quality, timeliness, safety and cost-effectiveness. In addition, costs are generally subject to review by clients and regulatory audit agencies, and such reviews could result in costs being disputed as non-reimbursable under the terms of the contract. â€¢Under time-and-materials contracts, hourly billing rates are negotiated and charged to clients based on the actual time spent on a project. In addition, clients reimburse actual out-of-pocket costs for other direct costs and expenses that are incurred in connection with the performance under the contract. â€¢Under fixed-price contracts, clients pay an agreed fixed-amount negotiated in advance for a specified scope of work. 37 Â Refer to â€œManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operationsâ€”Critical Accounting Policies and Estimatesâ€ and â€œNote 2â€”Summary of Significant Accounting Policiesâ€ in the notes to our consolidated financial statements included in the Companyâ€™s Form 10-K for the year ended December 31, 2023 for a description of our policies on revenue recognition. The table below presents the percentage of total revenue for each type of contract. Â Â Â Three Months Ended Â Nine Months Ended Â Â September 30, 2024 Â September 30, 2023 Â September 30, 2024 Â September 30, 2023 Fixed-price Â 43.7% Â 31.9% Â 42.4% Â 31.2% Time-and-materials Â 19.6% Â 25.1% Â 21.0% Â 25.3% Cost-plus Â 36.7% Â 43.0% Â 36.6% Â 43.5% Â The amount of risk and potential reward varies under each type of contract. Under cost-plus contracts, there is limited financial risk, because we are reimbursed for all allowable costs up to a ceiling. However, profit margins on this type of contract tend to be lower than on time-and-materials and fixed-price contracts. Under time-and-materials contracts, we are reimbursed for the hours worked using the predetermined hourly rates for each labor category. In addition, we are typically reimbursed for other direct contract costs and expenses at cost. We assume financial risk on time-and-materials contracts because our labor costs may exceed the negotiated billing rates. Profit margins on well-managed time-and-materials contracts tend to be higher than profit margins on cost-plus contracts as long as we are able to staff those contracts with people who

have an appropriate skill set. Under fixed-price contracts, we are required to deliver the objectives under the contract for a pre-determined price. Compared to time-and-materials and cost-plus contracts, fixed-price contracts generally offer higher profit margin opportunities because we receive the full benefit of any cost savings, but they also generally involve greater financial risk because we bear the risk of any cost overruns. In the aggregate, the contract type mix in our revenue for any given period will affect that periodâ€™s profitability. Over time, we have generally experienced a relatively stable contract mix. The significant change in the contract mix for the three and nine months ended September 30, 2024 compared to the corresponding period last year relates to increased business volume from a significant fixed price contract in our Federal Solutions segment. Our recognition of profit on long-term contracts requires the use of assumptions related to transaction price and total cost of completion. Estimates are continually evaluated as work progresses and are revised when necessary. When a change in estimated cost or transaction price is determined to have an impact on contract profit, we record a positive or negative adjustment to the consolidated statement of income. Joint Ventures We conduct a portion of our business through joint ventures or similar partnership arrangements. For the joint ventures we control, we consolidate all the revenues and expenses in our consolidated statements of income (including revenues and expenses attributable to noncontrolling interests). For the joint ventures we do not control, we recognize equity in (losses) earnings of unconsolidated joint ventures. Our revenues included amounts related to services we provided to our unconsolidated joint ventures for the three months ended September 30, 2024 and September 30, 2023 of $47.6 million and $57.3 million, respectively, and $144.9 million and $164.8 million for the nine months ended September 30, 2024 and September 30, 2023, respectively. Operating costs and expenses Operating costs and expenses primarily include direct costs of contracts and selling, general and administrative expenses. Costs associated with compensation-related expenses for our people and facilities, which includes ESOP contribution expenses, are the most significant component of our operating expenses. Total ESOP contribution expense for the three months ended September 30, 2024 and September 30, 2023 was $13.2 million and $14.9 million, respectively, and $43.4 million and $44.1 million for the nine months ended September 30, 2024 and September 30, 2023, respectively and is recorded in â€œDirect cost of contractsâ€ and â€œSelling, general and administrative expenses.â€ Direct costs of contracts consist of direct labor and associated fringe benefits, indirect overhead, subcontractor and materials (â€œpass-through costsâ€), travel expenses and other expenses incurred to perform on contracts. Selling, general and administrative expenses (â€œSG&Aâ€) include salaries and wages and fringe benefits of our employees not performing work directly for customers, facility costs and other costs related to these indirect functions. 38 Â Other income and expenses Other income and expenses primarily consist of interest income, interest expense and other income, net. Interest income primarily consists of interest earned on U.S. government money market funds. Interest expense consists of interest expense incurred under our Senior Notes, Convertible Senior Notes, and Credit Agreement. Other income, net primarily consists of gain or loss on sale of assets, sublease income and transaction gain or loss related to movements in foreign currency exchange rates. Adjusted EBITDA The following table sets forth Adjusted EBITDA, Net Income Margin, and Adjusted EBITDA Margin for the three and nine months ended September 30, 2024 and September 30, 2023. Â Â Â Three Months Ended Â Â Nine Months Ended Â (U.S. dollars in thousands) Â September 30, 2024 Â Â September 30, 2023 Â Â September 30, 2024 Â Â September 30, 2023 Â Adjusted EBITDA (1) Â $ 167,011 Â Â Â $ 127,833 Â Â Â $ 458,334 Â Â Â $ 336,530 Â Net Income Margin (2) Â Â Â 4.7 % Â Â Â 4.2 % Â Â Â 1.5 % Â Â Â 3.8 % Adjusted EBITDA Margin (3) Â Â Â 9.2 % Â Â Â 9.0 % Â Â Â 9.1 % Â Â Â 8.5 % (1)A reconciliation of net income attributable to Parsons Corporation to Adjusted EBITDA is set forth below (in thousands). (2)Net Income Margin is calculated as net income (loss) including noncontrolling interest divided by revenue in the applicable period (3)Adjusted EBITDA Margin is calculated as Adjusted EBITDA divided by revenue in the applicable period. Â Â Â Three Months Ended Â Â Nine Months Ended Â Â Â September 30, 2024 Â Â September 30, 2023 Â Â September 30, 2024 Â Â September 30, 2023 Â Net income (loss) attributable to Parsons Corporation Â $ 71,951 Â Â Â $ 47,447 Â Â Â $ 33,768 Â Â Â $ 116,241 Â Interest expense, net Â Â Â 8,802 Â Â Â Â 8,120 Â Â Â Â 29,831 Â Â Â Â 20,778 Â Income tax expense Â Â 22,518 Â Â Â Â 15,218 Â Â Â Â 12,699 Â Â Â Â 41,944 Â Depreciation and amortization Â Â 24,542 Â Â Â Â 30,154 Â Â Â Â 73,513 Â Â Â Â 87,202 Â Net income attributable to noncontrolling interests Â Â 13,638 Â Â Â Â 12,364 Â Â Â Â 40,428 Â Â Â Â 33,617 Â Equity-based compensation Â Â 21,251 Â Â Â Â 9,075 Â Â Â Â 44,554 Â Â Â Â 25,092 Â Loss on extinguishment of debt Â Â - Â Â Â Â - Â Â Â Â 211,018 Â Â Â Â - Â Transaction-related costs (a) Â Â 3,770 Â Â Â Â 5,493 Â Â Â Â 8,958 Â Â Â Â 9,028 Â Restructuring (b) Â Â - Â Â Â Â - Â Â Â Â - Â Â Â Â 546 Â Other (c) Â Â 539 Â Â Â Â (38) Â Â 3,565 Â Â Â Â 2,082 Â Adjusted EBITDA Â $ 167,011 Â Â Â $ 127,833 Â Â Â $ 458,334 Â Â Â $ 336,530 Â Â (a)Reflects costs incurred in connection with acquisitions and other non-recurring transaction costs, primarily fees paid for professional services and employee retention. 39 Â (b)Reflects costs associated with our corporate restructuring initiatives. (c)Includes a combination of gain/loss related to sale of fixed assets, software implementation costs, and other individually insignificant items that are non-recurring in nature. Adjusted EBITDA is a supplemental measure of our operating performance used by management and our board of directors to assess our financial performance both on a segment and on a consolidated basis. We discuss Adjusted EBITDA because our management uses this measure for business planning purposes, including to manage the business against internal projected results of operations and measure the performance of the business generally. Adjusted EBITDA is frequently used by analysts, investors and other interested parties to evaluate companies in our industry. Adjusted EBITDA is not a GAAP measure of our financial performance or liquidity and should not be considered as an alternative to net income as a measure of financial performance or cash flows from operations as measures of liquidity, or any other performance measure derived in accordance with GAAP. We define Adjusted EBITDA as net income (loss) attributable to Parsons Corporation, adjusted to include net income (loss) attributable to noncontrolling interests and to exclude interest expense (net of interest income), provision for income taxes, depreciation and amortization and certain other items that we do not consider in our evaluation of ongoing operating performance. These other items include, among other things, impairment of goodwill, intangible and other assets, interest and other expenses recognized on litigation matters, expenses incurred in connection with acquisitions and other non-recurring transaction costs and expenses related to our corporate restructuring initiatives. Adjusted EBITDA should not be construed as an inference that our future results will be unaffected by unusual or non-recurring items. Additionally, Adjusted EBITDA is not intended to be a measure of free cash flow for managementâ€™s discretionary use, as it does not reflect tax payments, debt service requirements, capital expenditures and certain other cash costs that may recur in the future, including, among other things, cash requirements for working capital needs and cash costs to replace assets being depreciated and amortized. Management compensates for these limitations by relying on our GAAP results in addition to using Adjusted EBITDA supplementally. Our measure of Adjusted EBITDA is not necessarily comparable to similarly titled captions of other companies due to different methods of calculation. The following table shows Adjusted EBITDA attributable to Parsons Corporation for each of our reportable segments and Adjusted EBITDA attributable to noncontrolling interests (in thousands): Â Â Â Three Months Ended Â Â Variance Â Â Â September 30, 2024 Â Â September 30, 2023 Â Â Dollar Â Â Percent Â Federal Solutions Adjusted EBITDA attributable to Parsons Corporation Â $ 120,091 Â Â Â $ 65,039 Â Â Â $ 55,052 Â Â Â Â 84.6 % Critical Infrastructure Adjusted EBITDA attributable to Parsons Corporation Â Â 33,007 Â Â Â 50,188 Â Â Â (17,181) Â Â -34.2 % Adjusted EBITDA attributable to noncontrolling interests Â Â 13,913 Â Â Â Â 12,606 Â Â Â Â 1,307 Â Â Â Â 10.4 % Total Adjusted EBITDA Â $ 167,011 Â Â Â $ 127,833 Â Â Â $ 39,178 Â Â Â Â 30.6 % Â Â Â Nine Months Ended Â Â Variance Â Â Â September 30, 2024 Â Â September 30, 2023 Â Â Dollar Â Â Percent Â Federal Solutions Adjusted EBITDA attributable to Parsons Corporation Â $ 315,413 Â Â $ 206,827 Â Â Â $ 108,586 Â Â Â Â 52.5 % Critical Infrastructure Adjusted EBITDA attributable to Parsons Corporation Â Â 101,582 Â Â Â Â 95,481 Â Â Â Â 6,101 Â Â Â Â 6.4 % Adjusted EBITDA attributable to noncontrolling interests Â Â 41,339 Â Â Â Â 34,222 Â Â Â Â 7,117 Â Â Â Â 20.8 % Total Adjusted EBITDA Â $ 458,334 Â Â $ 336,530 Â Â $ 121,804 Â Â Â Â 36.2 % Â 40 Â Â The following table sets forth our results of operations for the three and nine months ended September 30, 2024 and September 30, 2023 as a percentage of revenue. Â Â Â Three Months Ended Â Â Nine Months Ended Â Â September 30, 2024 Â Â September 30, 2023 Â Â September 30, 2024 Â Â September 30, 2023 Â Revenues Â Â 100 % Â Â 100 % Â Â 100 % Â Â 100 % Direct costs of contracts Â Â 80.1 % Â Â 79.3 % Â Â 79.3 % Â Â 78.8 % Equity in (losses) earnings of unconsolidated joint ventures Â Â 0.0 % Â Â 0.7 % Â Â -0.4 % Â Â 0.1 % Selling, general and administrative expenses Â Â 13.6 % Â Â 15.6 % Â Â 13.8 % Â Â 16.0 % Operating income Â Â 6.4 % Â Â 5.9 % Â Â 6.5 % Â Â 5.3 % Interest income Â Â 0.2 % Â Â 0.0 % Â Â 0.2 % Â Â 0.0 % Interest expense Â Â -0.7 % Â Â -0.6 % Â Â -0.8 % Â Â -0.6 % Loss on extinguishment of debt Â Â 0.0 % Â Â 0.0 % Â Â -4.2 % Â Â 0.0 % Other income, net Â Â 0.1 % Â Â 0.0 % Â Â 0.0 % Â Â 0.0 % Total other income (expense) Â Â -0.4 % Â Â -0.6 % Â Â -4.8 % Â Â -0.5 % Income before income tax expense Â Â 6.0 % Â Â 5.3 % Â Â 1.7 % Â Â 4.9 % Income tax expense Â Â -1.2 % Â Â -1.1 % Â Â -0.3 % Â Â -1.1 % Net income including noncontrolling interests Â Â 4.7 % Â Â 4.2 % Â Â 1.5 % Â Â 3.8 % Net income attributable to noncontrolling interests Â Â -0.8 % Â Â -0.9 % Â Â -0.8 % Â Â -0.9 % Net income attributable to Parsons Corporation Â Â 4.0 % Â Â 3.3 % Â Â 0.7 % Â Â 2.9 % Â Revenue Â Â Â Three Months Ended Â Â Variance Â (U.S. dollars in thousands) Â September 30, 2024 Â Â September 30, 2023 Â Â Dollar Â Â Percent Â Revenue Â $ 1,810,116 Â Â $ 1,418,571 Â Â $ 391,545 Â Â Â 27.6 % Â Revenue increased $391.5 million for the three months ended September 30, 2024 when compared to the corresponding period last year, due to increases in revenue in both our Federal Solutions and Critical Infrastructure segments of $325.5 million and $66.1 million, respectively. Â Â Â Nine Months Ended Â Â Variance Â (U.S. dollars in thousands) Â September 30, 2024 Â Â September 30, 2023 Â Â Dollar Â Â Percent Â Revenue Â $ 5,016,259 Â Â $ 3,948,523 Â Â $ 1,067,736 Â Â Â 27.0 % Â The increase in revenue for the nine months ended September 30, 2024 when compared to the corresponding period last year, was due to increases in both our Federal Solutions and Critical Infrastructure segments of $826.3 million and $241.4 million, respectively. Â See â€œSegment Resultsâ€ below for a further discussion of the changes in the Company's revenue. Â Direct costs of contracts Â Â Â Three Months Ended Â Â Variance Â (U.S. dollars in thousands) Â September 30, 2024 Â Â September 30, 2023 Â Â Dollar Â Â Percent Â Direct costs of contracts Â $ 1,449,831 Â Â $ 1,124,305 Â Â $ 325,526 Â Â Â 29.0 % Â 41 Â Â Direct cost of contracts increased $325.5 million for the three months ended September 30, 2024 when compared to the corresponding period last year, primarily due to an increase of $256.1 million in our Federal Solutions segment and $69.4 million in our Critical Infrastructure segment. The increase in direct costs of contracts in both the Federal Solutions and Critical Infrastructure segments was primarily related to increased volume from new and existing contracts. Â Â Â Nine Months Ended Â Â Variance Â (U.S. dollars in thousands) Â September 30, 2024 Â Â September 30, 2023 Â Â Dollar Â Â Percent Â Direct costs of contracts Â $ 3,979,589 Â Â $ 3,109,713 Â Â $ 869,876 Â Â Â 28.0 % Â The increase in direct cost of contracts for the nine months ended September 30, 2024 when compared to the corresponding period last year, was primarily due to an increase of $682.0 million in our Federal Solutions segment and $187.9 million in our Critical Infrastructure segment. The increase for the nine months ended September 30, 2024 compared to the corresponding period last year was primarily impacted by the factors noted above for both segments for the three months ended September 30, 2024. Equity in (losses) earnings of unconsolidated joint ventures Â Â Â Three Months Ended Â Â Variance Â (U.S. dollars in thousands) Â September 30, 2024 Â Â September 30, 2023 Â Â Dollar Â Â Percent Â Equity in earnings of unconsolidated joint ventures Â $ 872 Â Â $ 10,262 Â Â $ (9,390) Â Â -91.5 % Â Equity in earnings of unconsolidated joint ventures decreased $9.4 million for the three months ended September 30, 2024 compared to the corresponding period last year. Impacting equity in earnings of unconsolidated joint ventures for the three months ended September 30, 2024 was a write-down of $6.7 million related to Parsons' participation in a design build joint venture. Equity in earnings of unconsolidated joint ventures for the three months ended September 30, 2023 included earnings on higher margin change orders which did not reoccur for the three months ended September 30, 2024. Joint venture volume has decreased year-over-year as we move away from our participation in construction joint ventures. Â Â Â Nine Months Ended Â Â Variance Â (U.S. dollars in thousands) Â September 30, 2024 Â Â September 30, 2023 Â Â Dollar Â Â Percent Â Equity in losses of unconsolidated joint ventures Â $ (18,025) Â $ 4,497 Â Â $ (22,522) Â Â -500.8 % Â Equity in losses of unconsolidated joint ventures for the nine months ended September 30, 2024 was $18.0 million compared to equity in earnings of consolidated joint ventures of $4.5 million for the nine months ended September 30, 2023, resulting in a decrease in equity in earnings of unconsolidated joint ventures of $22.5 million for the nine months ended September 20, 2024. The decrease in equity in earnings of unconsolidated joint ventures was primarily due to write-downs of $37.5 million during the nine months ended September 30, 2024 related to the joint venture discussed above. Equity in earnings of unconsolidated joint ventures for the nine months ended September 30, 2023 included earnings on higher margin change orders which did not reoccur for the nine months ended September 30, 2024. Joint venture volume has decreased year-over-year as we move away from our participation in construction joint ventures. Selling, general and administrative expenses Â Â Â Three Months Ended Â Â Variance Â (U.S. dollars in thousands) Â September 30, 2024 Â Â September 30, 2023 Â Â Dollar Â Â Percent Â Selling, general and administrative expenses Â $ 246,169 Â Â $ 221,188 Â Â $ 24,981 Â Â Â 11.3 % As a percentage of revenue, SG&A decreased by 2.0% to 13.6% for the three months ended September 30, 2024 compared to 15.6% for the corresponding period last year. Â 42 Â Â Â Nine Months Ended Â Â Variance Â (U.S. dollars in thousands) Â September 30, 2024 Â Â September 30, 2023 Â Â Dollar Â Â Percent Â Selling, general and administrative expenses Â $ 690,391 Â Â $ 632,393 Â Â $ 57,998 Â Â Â 9.2 % As a percentage of revenue, SG&A decreased by 2.3% to 13.8% for the nine months ended September 30, 2024 compared to 16.0% for the corresponding period last year. Total other income (expense) Â Â Â Three Months Ended Â Â Variance Â (U.S. dollars in thousands) Â September 30, 2024 Â Â September 30, 2023 Â Â Dollar Â Â Percent Â Interest income Â $ 4,232 Â Â $ 492 Â Â $ 3,740 Â Â Â 760.2 % Interest expense Â Â (13,034) Â Â (8,612) Â Â (4,422) Â Â 51.3 % Other income (expense), net Â Â 1,921 Â Â Â (191) Â Â 2,112 Â Â Â -1105.8 % Total other income (expense) Â $ (6,881) Â $ (8,311) Â $ 1,430 Â Â Â -17.2 % Â Â Â Nine Months Ended Â Â Variance Â (U.S. dollars in thousands) Â September 30, 2024 Â Â September 30, 2023 Â Â Dollar Â Â Percent Â Interest income Â $ 9,209 Â Â $ 1,591 Â Â $ 7,618 Â Â Â 478.8 % Interest expense Â Â (39,040) Â Â (22,369) Â Â (16,671) Â Â 74.5 % Loss on extinguishment of debt Â Â (211,018) Â Â - Â Â Â (211,018) Â Â - Â Other income (expense), net Â Â (510) Â Â 1,666 Â Â Â (2,176) Â Â -130.6 % Total other income (expense) Â $ (241,359) Â $ (19,112) Â $ (222,247) Â Â 1162.9 % During the nine months ended September 30, 2024, we paid $495.6 million in cash to repurchase $284.6 million aggregate principal amount of our Convertible Senior Notes due 2025 (the "Repurchase Transaction") concurrently with the offering of 2.625% Convertible Senior Notes due 2029. As a result of the Repurchase Transaction, we incurred a $211.0 million loss on debt extinguishment. The Repurchase Transaction is a partial repurchase of our Convertible Senior Notes due 2025. See â€œNote 10 â€“ Debt and Credit Facilities,â€ for a further discussion of this transaction. Interest income is related to interest earned on investments in government money funds. The increase in interest income for the three and nine months ended September 30, 2024 is from higher cash balances held and increased interest rates compared to the corresponding periods last year. Interest expense for the three and nine months ended September 30, 2024 is primarily due to debt related to our Convertible Senior Notes and Delayed Draw Term Loan. The increase in interest expense during the three months ended September 30, 2024 compared to the corresponding periods last year is primarily related to an increase in debt balances. The increase in interest expense for the nine months ended September 30, 2024, compared to the corresponding period last year is primarily related to an increase in debt balances and a $3.2 million charge from the acceleration of the amortization of debt issuance costs associated with the partial repurchase of the 0.25% Convertible Senior Notes due 2025 discussed above. The amounts in other income (expense), net for the three months ended September 30, 2024 are primarily related to transaction gains and losses on foreign currency transactions and sublease income and for the nine months ended September 30, 2024 are primarily related to transaction gains and losses on foreign currency transactions, sublease income, and a change in the estimated fair value of contingent consideration. Income tax expense Â Â Â Three Months Ended Â Â Variance Â (U.S. dollars in thousands) Â September 30, 2024 Â Â September 30, 2023 Â Â Dollar Â Â Percent Â Income tax expense Â $ 22,518 Â Â $ 15,218 Â Â $ 7,300 Â Â Â 48.0 % Â 43 Â The Companyâ€™s effective tax rate was 20.8% and 20.3% and income tax expense was $22.5 million and $15.2 million for the three months ended September 30, 2024 and September 30, 2023, respectively. The increase in tax expense for the three months ended September 30, 2024 compared to the corresponding period last year was due primarily to the tax impact of an increase in pre-tax income, a remeasurement of its U.S. deferred tax assets and liabilities due to a change in state tax rate, a net increase of uncertain tax positions, and an increase in executive compensation subject to Section 162(m), partially offset by the increases in the foreign-derived intangible income (FDII) deduction and equity-based compensation. Â Â Â Nine Months Ended Â Â Variance Â (U.S. dollars in thousands) Â September 30, 2024 Â Â September 30, 2023 Â Â Dollar Â Â Percent Â Income tax expense Â $ 12,699 Â Â Â $ 41,944 Â Â Â $ (29,245) Â Â -69.7 % The Companyâ€™s effective income tax rate was 14.6% and 21.9% for the nine months ended September 30, 2024 and September 30, 2023, respectively. Income tax expense was $12.7 million and $41.9 million for the nine months ended September 30, 2024 and September 30, 2023, respectively. The decrease in tax expense for the nine months ended September 30, 2024 compared to the corresponding period last year was due primarily to the tax benefit resulting from the $211 million loss in partially unwinding Convertible Senior Notes during the first quarter 2024. Segment Results We evaluate segment operating performance using segment revenue and segment Adjusted EBITDA attributable to Parsons Corporation. Adjusted EBITDA attributable to Parsons Corporation is Adjusted EBITDA excluding Adjusted EBITDA attributable to noncontrolling interests. Presented above, in this Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations, is a discussion of our definition of Adjusted EBITDA, how we use this metric, why we present this metric and the material limitations on the usefulness of this metric. See â€œNote 18â€”Segments

Informationâ€ in the notes to the consolidated financial statements in this Form 10-Q for further discussion regarding our segment Adjusted EBITDA attributable to Parsons Corporation. The following table shows Adjusted EBITDA attributable to Parsons Corporation for each of our reportable segments and Adjusted EBITDA attributable to noncontrolling interests: Â Â Â Three Months Ended Â Â Nine Months Ended Â (U.S. dollars in thousands) Â September 30, 2024 Â Â September 30, 2023 Â Â September 30, 2024 Â Â September 30, 2023 Â Federal Solutions Adjusted EBITDA attributable to Parsons Corporation Â $ 120,091 Â Â $ 65,039 Â Â $ 315,413 Â Â $ 206,827 Â Critical Infrastructure Adjusted EBITDA attributable to Parsons Corporation Â Â 33,007 Â Â Â 50,188 Â Â Â 101,582 Â Â Â 95,481 Â Adjusted EBITDA attributable to noncontrolling interests Â Â 13,913 Â Â Â 12,606 Â Â Â 41,339 Â Â Â 34,222 Â Total Adjusted EBITDA Â $ 167,011 Â Â $ 127,833 Â Â $ 458,334 Â Â $ 336,530 Â Federal Solutions Â Â Â Three Months Ended Â Â Variance Â (U.S. dollars in thousands) Â September 30, 2024 Â Â September 30, 2023 Â Â Dollar Â Â Percent Â Revenue Â $ 1,105,580 Â Â $ 780,114 Â Â $ 325,466 Â Â Â 41.7 % Adjusted EBITDA attributable to Parsons Corporation Â $ 120,091 Â Â $ 65,039 Â Â $ 55,052 Â Â Â 84.6 % The increase in Federal Solutions revenue for the three months ended September 30, 2024 compared to the corresponding period last year was primarily related to organic growth of 39% and $23.8 million from business acquisitions. Organic growth was primarily due to the ramp up of recent awards and growth on a significant contract, partially offset by the winding down of certain contracts. The increase in Federal Solutions Adjusted EBITDA attributable to Parsons Corporation for the three months ended September 30, 2024 compared to the corresponding period last year was primarily due to the factors impacting 44 Â revenue discussed above and a reduction in selling general, and administrative expenses as a percentage of revenue for the three months ended September 30, 2024 compared to the corresponding period last year. Â Â Â Nine Months Ended Â Â Variance Â (U.S. dollars in thousands) Â September 30, 2024 Â Â September 30, 2023 Â Â Dollar Â Â Percent Â Revenue Â $ 3,003,791 Â Â $ 2,177,457 Â Â $ 826,334 Â Â Â 37.9 % Adjusted EBITDA attributable to Parsons Corporation Â $ 315,413 Â Â $ 206,827 Â Â $ 108,586 Â Â Â 52.5 % The increase in Federal Solutions revenue for the nine months ended September 30, 2024 compared to the corresponding period last year was primarily related to organic growth of 35% and $57.6 million from business acquisitions. The increase in organic revenue for the nine months ended September 30, 2024 compared to the corresponding period last year was primarily due to the factors impacting revenue discussed above for the three months ended September 30, 2024. Revenue for the nine months ended September 30, 2023 included incentive fees on two contracts of approximately $20 million that did not reoccur for the nine months ended September 30, 2024. The increase in Federal Solutions Adjusted EBITDA attributable to Parsons Corporation for the nine months ended September 30, 2024 compared to the corresponding period last year was primarily due to the factors discussed above for Adjusted EBITDA attributable to Parsons Corporation for the three months ended September 30, 2024 and the incentive fees on two contracts of approximately $20 million that did not reoccur for the nine months ended September 30, 2024. Critical Infrastructure Â Â Â Three Months Ended Â Â Variance Â (U.S. dollars in thousands) Â September 30, 2024 Â Â September 30, 2023 Â Â Dollar Â Â Percent Â Revenue Â $ 704,536 Â Â $ 638,457 Â Â $ 66,079 Â Â Â 10.3 % Adjusted EBITDA attributable to Parsons Corporation Â $ 33,007 Â Â $ 50,188 Â Â $ (17,181) Â Â -34.2 % Â The increase in Critical Infrastructure revenue for the three months ended September 30, 2024 compared to the corresponding period last year was primarily related to organic growth of 10%. Organic growth was primarily due to an increase in business volume from existing contracts and ramping up of recent awards offset by the winding down of certain contracts and a write down on a contract of $21.6 million. The decrease in Critical Infrastructure Adjusted EBITDA attributable to Parsons Corporation for the three months ended September 30, 2024 compared to the corresponding period last year was primarily due to a contract write-down along with the write-down in equity in losses from unconsolidated joint ventures discussed above. These decreases were offset by the increase in organic revenue and a reduction in selling general, and administrative expenses as a percentage of revenue for the three months ended September 30, 2024 compared to the corresponding period last year. Also impacting Adjusted EBITDA were higher margin change orders on an unconsolidated joint venture for the three months ended September 30, 2023 which did not reoccur in the three months ended September 30, 2024. Â Â Â Nine Months Ended Â Â Variance Â (U.S. dollars in thousands) Â September 30, 2024 Â Â September 30, 2023 Â Â Dollar Â Â Percent Â Revenue Â $ 2,012,468 Â Â $ 1,771,066 Â Â $ 241,402 Â Â Â 13.6 % Adjusted EBITDA attributable to Parsons Corporation Â $ 101,582 Â Â $ 95,481 Â Â $ 6,101 Â Â Â 6.4 % The increase in Critical Infrastructure revenue for the nine months ended September 30, 2024 compared to the corresponding period last year was primarily related to organic growth of 13%. The increase in organic growth was primarily due to the factors noted above for the three months ended September 30, 2024. 45 Â The increase in Critical Infrastructure Adjusted EBITDA attributable to Parsons Corporation for the nine months ended September 30, 2024 compared to the corresponding period last year was primarily due to the increase in organic revenue noted above and a reduction in selling general, and administrative expenses as a percentage of revenue for the nine months ended September 30, 2024. These increases were offset by a contract write-down and the write-down in equity in losses from unconsolidated joint ventures discussed above. Equity in earnings of unconsolidated joint ventures for the three months ended September 30, 2023 included earnings on higher margin change orders which did not reoccur for the three months ended September 30, 2024. Liquidity and Capital Resources We currently finance our operations and capital expenditures through a combination of internally generated cash from operations, our Convertible Senior Notes, Delayed Draw Term Loan and periodic borrowings under our Revolving Credit Facility. Generally, cash provided by operating activities has been adequate to fund our operations. Due to fluctuations in our cash flows and growth in our operations, it may be necessary from time to time in the future to borrow under our Credit Agreement to meet cash demands. Our management regularly monitors certain liquidity measures to monitor performance. We calculate our available liquidity as a sum of cash and cash equivalents from our consolidated balance sheet plus the amount available and unutilized on our Credit Agreement. As of September 30, 2024, we believe we have adequate liquidity and capital resources to fund our operations, support our debt service and our ongoing acquisition strategy for at least the next twelve months based on the liquidity from cash provided by our operating activities, cash and cash equivalents on-hand and our borrowing capacity under our Revolving Credit Facility. Management continually monitors debt maturities to strategically execute optimal terms and ensure appropriate levels of working capital liquidity are maintained for the Company. Cash Flows Cash received from customers, either from the payment of invoices for work performed or for advances in excess of revenue recognized, is our primary source of cash. We generally do not begin work on contracts until funding is appropriated by the customers. Billing timetables and payment terms on our contracts vary based on a number of factors, including whether the contract type is cost-plus, time-and-materials, or fixed-price. We generally bill and collect cash more frequently under cost-plus and time-and-materials contracts, as we are authorized to bill as the costs are incurred or work is performed. In contrast, we may be limited to bill certain fixed-price contracts only when specified milestones, including deliveries, are achieved. A number of our contracts may provide for performance-based payments, which allow us to bill and collect cash prior to completing the work. Billed accounts receivable represents amounts billed to clients that have not been collected. Unbilled accounts receivable represents amounts where the Company has a present contractual right to bill but an invoice has not been issued to the customer at the period-end date. Accounts receivable is the principal component of our working capital and includes billed and unbilled amounts. The total amount of our accounts receivable can vary significantly over time but is generally sensitive to revenue levels. We experience delays in collections from time to time from Middle East customers. Net days sales outstanding, which we refer to as Net DSO, is calculated by dividing (i) (accounts receivable plus contract assets) less (contract liabilities plus accounts payable) by (ii) average revenue per day (calculated by dividing trailing twelve months revenue by the number of days in that period). We focus on collecting outstanding receivables to reduce Net DSO and working capital. Net DSO was 51 days at September 30, 2024 down from 65 days at September 30, 2023. Our working capital (current assets less current liabilities) was $905.1 million at September 30, 2024 and $726.6 million at December 31, 2023. Our cash and cash equivalents increased by $285.9 million to $558.8 million at September 30, 2024 from $272.9 million at December 31, 2023. 46 Â The following table summarizes our sources and uses of cash over the periods presented (in thousands): Â Â Â Nine Months Ended Â Â Â September 30, 2024 Â Â September 30, 2023 Â Net cash provided by operating activities Â $ 396,840 Â Â $ 217,566 Â Net cash used in investing activities Â Â (344,614) Â Â (327,245) Net cash provided by financing activities Â Â 233,966 Â Â Â 52,380 Â Effect of exchange rate changes Â Â (312) Â Â 166 Â Net increase (decrease) in cash and cash equivalents Â $ 285,880 Â Â $ (57,133) Â Operating Activities Net cash provided by operating activities consists primarily of net income adjusted for noncash items, such as: equity in losses (earnings) of unconsolidated joint ventures, contributions of treasury stock, depreciation and amortization of property and equipment and intangible assets, and provisions for doubtful accounts. The timing between the conversion of our billed and unbilled receivables into cash from our customers and disbursements to our employees and vendors is the primary driver of changes in our working capital. Our operating cash flows are primarily affected by our ability to invoice and collect from our clients in a timely manner, our ability to manage our vendor payments and the overall profitability of our contracts. Net cash provided by operating activities increased $179.3 million for the nine months ended September 30, 2024 compared to the nine months ended September 30, 2023. The primary driver of the increase in cash flows provided by operating activities was an $172.6 million increase in net income after adjusting for non-cash items and debt extinguishment offset by an increase in cash outflows from our working capital accounts of $30.0 million (primarily from accounts receivable, contract assets, prepaid expenses and other assets, and accounts payable offset by, contract liabilities, income taxes, and accrued expenses and other current liabilities) offset by a $23.3 change in cash used for other long-term liabilities. Investing Activities Net cash used in investing activities consists primarily of cash flows associated with capital expenditures, joint ventures and business acquisitions. Net cash used in investing activities increased $17.4 million for the nine months ended September 30, 2024, when compared to the nine months ended September 30, 2023. was primarily related to a $33.8 million increase in investments in unconsolidated joint ventures offset in part by a decrease of $16.6 million in payments for acquisitions, net of cash acquired. Financing Activities Net cash provided by financing activities is primarily associated with proceeds from debt, the repayment thereof, and distributions to noncontrolling interests. Net cash provided by financing activities increased $181.6 million for the nine months ended September 30, 2024 compared to the nine months ended September 30, 2023. The change in cash flows from financing activities is primarily driven by net cash inflows from our convertible bond transactions which generated $287.4 million in cash. See â€œNote 10 â€“ Debt and Credit Facilities,â€ for a further discussion of these transactions. This increase was offset in part by net repayments of borrowings under the credit agreement of $75 million. Letters of Credit We have in place several secondary bank credit lines for issuing letters of credit, principally for foreign contracts, to support performance and completion guarantees. Letters of credit commitments outstanding under these bank lines aggregated to $309.1 million as of September 30, 2024. Letters of credit outstanding under the Credit Agreement total $43.0 million as of September 30, 2024. Recent Accounting Pronouncements See the information set forth in â€œNote 3â€”New Accounting Pronouncementsâ€ in the notes to our consolidated financial statements included elsewhere in this Quarterly Report on Form 10-Q. 47 Â Off-Balance Sheet Arrangements As of September 30, 2024, we have no off-balance sheet arrangements that have or are reasonably likely to have a material current or future effect on our financial condition, changes in financial condition, revenue or expenses, results of operations, liquidity, capital expenditures or capital resources. Item 3. Quantitative and Qualitative Disclosures About Market Risk. Interest Rate Risk We are exposed to interest rate risks related to the Companyâ€™s Revolving Credit Facility and Delayed DrawTerm Loan. As of September 30, 2024, there were no amounts outstanding under the Revolving Credit Facility. Borrowings under the Credit Facility effective June 2021 bear interest at either the Term SOFR rate plus a margin between 1.0% and 1.625%, or a base rate (as defined in the Credit Agreement) plus a margin of between 0% and 0.625%, both based on the leverage ratio of the Company at the end of each quarter. The rates on September 30, 2024 and December 31, 2023 were 6.2% and 6.7%, respectively. As of September 30, 2024, there was $350.0 million outstanding under the Delayed Draw Term Loan. Borrowings under the 2022 Delayed Draw Term Loan Agreement will bear interest at either an adjusted Term SOFR benchmark rate plus a margin between 0.875% and 1.500% or a base rate plus a margin of between 0% and 0.500% and will initially bear interest at the middle of this range. The Company will pay a ticking fee on unused term loan commitments at a rate of 0.175% commencing with the date that is ninety (90) days after the Closing Date. The interest rate on September 30, 2024 and December 31, 2023 were 6.1% and 6.6%, respectively. Foreign Currency Exchange Risk We are exposed to foreign currency exchange rate risk resulting from our operations outside of the U.S. We limit exposure to foreign currency fluctuations in most of our contracts through provisions that require client payments in currencies corresponding to the currency in which costs are incurred. As a result of this natural hedge, we generally do not need to hedge foreign currency cash flows for contract work performed. Item 4. Controls and Procedures. Evaluation of Disclosure Control and Procedures Our management carried out, as of September 30, 2024, with the participation of our Chief Executive Officer and our Chief Financial Officer, an evaluation of the effectiveness of our disclosure controls and procedures (as defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934, as amended (the â€œExchange Actâ€)). Based on that evaluation, our Chief Executive Officer and Chief Financial Officer concluded that, as of September 30, 2024, our disclosure controls and procedures were effective to provide reasonable assurance that material information required to be disclosed by us in reports we file under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in the SEC rules and forms and that information required to be disclosed by us in the reports we file or submit under the Exchange Act is accumulated and communicated to our management, including our Chief Executive Officer and Chief Financial Officer, as appropriate to allow timely decisions regarding required disclosure. Changes in Internal Control Over Financial Reporting During the third quarter of 2024, there were no changes to our internal control over financial reporting that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting. 48 Â PART IIâ€”OTHER INFORMATION Item 1. Legal Proceedings. The information required by this Item 1 is included in â€œNote 12 â€“ Contingenciesâ€ included in the Notes to Consolidated Financial Statements appearing under Part I, Item 1 of this Form 10-Q which is incorporated herein by reference. Item 1A. Risk Factors. There has been one addition to our Risk Factors disclosed in the Companyâ€™s Form 10-K for the year ended December 31, 2023. The additional risk factor is presented below: Risk Factors: Parsons Government Services, Inc. has a contract with a confidential federal government client which constitutes material revenue in our Federal Solutions business segment. The confidential client advised that, although Parsons has strong performance on this program, they are considering whether to exercise the second option year to extend Parsonsâ€™ existing contract through Q1 2026 or to otherwise re-compete the contract. If the client does re-compete the contract, Parsons intends to submit a proposal for the continued performance of its work. If the contract is re-competed, and it is not awarded to Parsons, it could have a material adverse impact. As described in the Form 10-K, the United States federal government is our largest customer and is projected to make up 60% of our total revenue for 2024. Two customer sets within the federal government are projected to exceed 20% of revenue given recent growth. Item 2. Unregistered Sales of Equity Securities and Use of Proceeds. Issuer Purchases of Equity Securities On August 9, 2021, the Companyâ€™s Board of Directors authorized the Company to acquire a number of shares of Common Stock having an aggregate market value of not greater than $100 million from time to time, commencing on August 12, 2021. The Board amended this authorization in August 2022 to remove the prior expiration date and grant executive leadership the discretion to determine the price for such share repurchases. The Board further amended this authorization in February 2024 to restore the repurchase capacity to $100 million and removed the $25 million quarterly cap on such repurchases. At the time of the February 2024 authorization, the Company had repurchased shares with an aggregated market value (including fees) of $54.7 million. The aggregate market value of shares of Common Stock the Company is authorized to acquire, from both the August 2021 and February 2024 authorizations, is not greater than $154.7 million. As of September 30, 2024, the Company has $90 million remaining under the stock repurchase program. Repurchased shares of common stock are retired and included in â€œRepurchases of common stockâ€ in cash flows from financing activities in the Consolidated Statements of Cash Flows. The primary purpose of the Companyâ€™s share repurchase program is to reduce the dilutive effect of shares issued under the Companyâ€™s ESOP and other stock benefit plans. The timing, amount and manner of share repurchases may depend upon market conditions and economic circumstances, availability of investment opportunities, the availability and costs of financing, the market price of the Company's common stock, other uses of capital and other factors. As of September 30, 2024, the Company has spent $64.7 million (which includes commissions paid of $31.2 thousand) repurchasing 1,557,529 shares of Common Stock (all of which have been retired) at an average price of $41.54 per share. There were no share repurchases for the three months ended September 30, 2024. Item 3. Defaults Upon Senior Securities. None Item 4. Mine Safety Disclosures. Not Applicable 49 Â Item 5. Other Information. Insider Trading Relationships and Policies In conformance with updated SEC regulations, the Company has adopted amended insider trading policies and procedures governing the purchase, sale and/or other dispositions of the Company's securities by directors, officers and employees, or the Company itself, that are reasonably designed to promote compliance with insider trading laws, rules and regulations, and New York Stock Exchange standards. Â Item 6. Exhibits. Â ExhibitNumber Description Â Â Â 31.1* Certification of Principal Executive Officer Pursuant to Rules 13a-14(a) and 15d-14(a) under the Securities Exchange Act of 1934, as Adopted Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002. Â Â Â 31.2* Certification of Principal Financial Officer Pursuant to Rules 13a-14(a) and 15d-14(a) under the Securities Exchange Act of 1934, as Adopted Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002. Â Â Â 32.1* Certification of Principal Executive Officer Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002. Â Â Â 32.2* Certification of Principal Financial Officer

Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002. Â Â Â 101 The following financial statements from the Companyâ€™s Quarterly Report on Form 10-Q for the quarter ended September 30, 2024, formatted in Inline XBRL: (i) Consolidated Balance Sheets, (ii) Consolidated Statements of Earnings, (iii) Consolidated Statements of Comprehensive Income (Loss), (iv) Consolidated Statements of Stockholdersâ€™ Equity, (v) Consolidated Statements of Cash Flows and (vi) Notes to Consolidated Financial Statements, tagged as blocks of text and including detailed tags. Â Â Â 104 Â Cover Page Interactive Data File (formatted as inline XBRL with applicable taxonomy extension information contained in Exhibits 101). Â * Filed herewith. 50 Â SIGNATURES 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 Parsons Corporation Date: October 30, 2024 By: /s/ Matthew M. Ofilos Matthew M. Ofilos Chief Financial Officer Â Â (Principal Financial Officer) Â 51 EX-31.1 2 psn-ex31_1.htm EX-31.1 EX-31.1 Exhibit 31.1 CERTIFICATION PURSUANT TO RULES 13a-14(a) AND 15d-14(a) UNDER THE SECURITIES EXCHANGE ACT OF 1934, AS ADOPTED PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002 I, Carey A. Smith, certify that: 1.I have reviewed this Quarterly Report on Form 10-Q of Parsons Corporation; 2.Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report; 3.Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report; 4.The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have: (a)Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared; (b)Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial statements for external purposes in accordance with generally accepted accounting principles; (c)Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by such evaluation; and (d)Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and 5.The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions): (a)All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and (b)Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting. Â Date: October 30, 2024 By: /s/ Carey A. Smith Â Â Carey A. Smith Â Â Chief Executive Officer Â Â EX-31.2 3 psn-ex31_2.htm EX-31.2 EX-31.2 Exhibit 31.2 CERTIFICATION PURSUANT TO RULES 13a-14(a) AND 15d-14(a) UNDER THE SECURITIES EXCHANGE ACT OF 1934, AS ADOPTED PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002 I, Matthew M. Ofilos, certify that: 1.I have reviewed this Quarterly Report on Form 10-Q of Parsons Corporation; 2.Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report; 3.Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report; 4.The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have: (a)Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared; (b)Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial statements for external purposes in accordance with generally accepted accounting principles; (c)Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and (d)Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and 5.The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions): (a)All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and (b)Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting. Â Date: October 30, 2024 By: /s/ Matthew M. Ofilos Â Â Matthew M. Ofilos Â Â Chief Financial Officer Â Â EX-32.1 4 psn-ex32_1.htm EX-32.1 EX-32.1 Exhibit 32.1 CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002 In connection with the Quarterly Report of Parsons Corporation (the â€œCompanyâ€) on Form 10-Q for the period ending September 30, 2024 as filed with the Securities and Exchange Commission on the date hereof (the â€œReportâ€), I, Carey A. Smith, Chief Executive Officer of the Company, certify, pursuant to 18 U.S.C. Â§ 1350, as adopted pursuant to Â§ 906 of the Sarbanes-Oxley Act of 2002, that: (1)The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and (2)The information contained in the Report fairly presents, in all material respects, the financial condition and result of operations of the Company. Â Date: October 30, 2024 By: /s/ Carey A. Smith Carey A. Smith Chief Executive Officer Â Â A signed original of this written statement required by Section 906 has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff upon request. Â Â EX-32.2 5 psn-ex32_2.htm EX-32.2 EX-32.2 Exhibit 32.2 CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002 In connection with the Quarterly Report of Parsons Corporation (the â€œCompanyâ€) on Form 10-Q for the period ending September 30, 2024 as filed with the Securities and Exchange Commission on the date hereof (the â€œReportâ€), I, Matthew M. Ofilos, Chief Financial Officer of the Company, certify, pursuant to 18 U.S.C. Â§ 1350, as adopted pursuant to Â§ 906 of the Sarbanes-Oxley Act of 2002, that: (1)The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and (2)The information contained in the Report fairly presents, in all material respects, the financial condition and result of operations of the Company. Â Date: October 30, 2024 By: /s/ Matthew M. Ofilos Matthew M. Ofilos Chief Financial Officer Â Â A signed original of this written statement required by Section 906 has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff upon request. Â Â GRAPHIC 6 img91645928_0.jpg GRAPHIC 7 img91645928_0.jpg M_]C_X 02D9)1@ ! @ 0 ! #_VP!#
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<,CC!'U%>^UQ7Q%T^)].@OP@$Z2",L. MZD'K^(_4UTX;,)5)J$UN<6-RF%*DZE-O3N>:@4X"E IV*]0\(:!3@***!7"N MP^'EQLUJX@)XD@)Q[@C^A-JN/\ QTUABHWHR7D=.!GRXF#7 M=?
CH>L4445\R?)I9"!DA5!X^@J>L?Q M9_R)VN?]@^?_-%M0@.3_P"%V^"O^?RZ_P# 9J/^%V^"O^?RZ_\ 9J^7Z*V M]FB;GU! PNWP5_S^77_@,U'_NWP5_S^77_ (#-7R_11[-!<H/^%V^"O\
MG\NO_9J/^%V^"O^?RZ_\!FKY?HH]F@N?4'_NWP5_S^77_(#-5BV^,?@> MYD5#]S0ENAEMY /SVX%?*]%'LT%S[9T[5+#5[476FWMO=P9V^9!('7/ID=_: MK=?%^@^(=4\-:G'?Z5=/!,I&X _+
(/[K#N*^K/ _B^V\:>'(]2A3RIE;RKB' M.?+D !('J"""#[^QJ)0L-.YTE%%%0,"0!DG %>?S?&CP5!/)$;^=RC%=R6[, MIP<9![CWJ#XQ^,/^$<*G3[63;J&I Q)M/,,&N4T>Y>1
M[8*9%DC*$!LX(SUZ5T=?'O@?Q1+X0\5VFJ+N, /EW*+R7B/WA]1U'N!7U];S MQ75M%<02+)#*@>-U.0RD9!X5G.-F-.Y)1114C"N.U_XG>&/#6KRZ7J5S.EU M$%+*D#,,, 1R/8UV-?+7QH_Y*?
J/_7.'_P!%K505V)L]A_X7;X*_Y_+K_P ! MFH_X7;X*_P"?RZ_\!FKY?HK3V:%<^H/^%V^"O^?RZ_\ 9J/^%V^"O\ G\NO M_9J^7Z*/9H+GU! PNWP5_S^77_@,U'_NWP5_S^77_(#-7R_11[-!<^HD
M^-?@AC@W]PON;5_Z"M_1O'OA;Q!(D6FZU:RS.<)"Y,(?![XF7-W=Q>&-;G:9G&+*YFZ6R_VO=(6 MWD B"/INQ_>)Z=N#GW^;+R]NM0NY+J\N);BXD.7DE8LS'W)JHPOJ)L^HY_C#
MX&@S07/M^VN;>\MH[FUGCG@D&Y)(G#*P] M01P:EKX^\(>-=7\&ZDES83LUN6'GVK,?+E'N.Q]".1^E?6&@ZU:>(M#M-6L6 MS!,9>69PBK]2>*S_$W MB&S\+:!=:O>G,<* *@.#
(YX51[D_X]]^4/%/B_5_%^I-=ZGS0KGU!_PNWP5_S^77_@,U'_NWP5_S^77_(#-7R_11[-!<^H/ M^%V^"O\ G\NO_9J/^%V^"O^?RZ_\!FKY?HH]F@N?4@^-/@<_P#,2G'_&ZR M?
X5J:;\3?!NJN$M]?MEWA[_?N/Y1UX15Q@FK MB;/J# _A=O@K_)_+K_P&:C_A=O@K_G\NO_9J^7Z*?LT%SZY\-_$;PUXKU![M'2[QFN53>(Y8RA8#KC/7'I75U\2:?J%UI6H07]C,T-S X>.13R"/\].]?6/@
M'QK;>-O#ZWB!8[V'$=W /X']1_LGJ/Q'8U$X6V&F=51114#,[7=;LO#FC7&K M:B]:0;?,9%+$;F"C@>Y%<9_PNWP5_S^77_@,U6_C#_R2O6O^V'_*/CKY4K M2$4UJ)NQ]0?\+M\%?
_EU_X#-71>%O&VB>,?M?\ 8\TLGV79YOF1%,:MV.O7 M[IKX]KW+]G7_)F3_MU_]TY025QG)GN51SSPVL#SW$J10QC<\DC!54>I)Z50 M\0ZI:>&M!NI]7O2?(MDW%1U9B<*H]R2!^-?
*/BWQMK'C'4'N-0N&6W#9AM$8^ M7$/8=S[GFHC'F&W8^D;[XI^"=/;;+K]O(W_3NKS#\T!%9Y^-/@<9QJ4YQZ6L MG/Z5\MT5I[-"N?4' "[?!7_/Y=?^ S4?\+M\%?\ /Y=?^ S5\OT4>S07/J%?
MC9X))P;ZY'N;5_\ "IXOC)X&E8 ZN\>3CY[67^BU\KT4>S07/M'2/$6C:\K' M2M4M;PJ 66&4,R@^HZC\:TZ^(;2\N;"ZCNK.>2"XC.Y)(V*LI]B*^E_A1\0W M\8Z=+8:B5_M:S4,[8$\?3?CL0<
_4'O@1*%M1IGH]%%%0,**** "BBB@ HH MHH **** "N:\=X_X1B3/ /5/YUTM$G_?!K[?HJ?:>0.^.O%,OB_Q7=Z MFQ(M\^7;1G^")?N_0GJ?,/[0TB7PW=R9N;(;[8D\O" M3RO_ $G\F'I7SU6IX$G_?
M!K[>'04M9>T\BN4^(/LT_P#SPD_[X-(;>< DPR #]2IK[@HH]IY!RGPW17I_MQVT^UL?!4$EM D1N;))9=@QN?>Z[OK@#\]\PK1.ZN(L6%Y)I^HVU["2);>59
M4([%2^/Y5]MHP=%=3E6&0?:OAROMZU_X\X/^N:_RK.IT'$^2_B1JXL9?\ XFG^"=5M-$\::3J5^#]EMYPTA"[MHZ;L M=\9S^%?1P^+W@4C_)#J_P#@-+_\34RDUL@2/F[_ (0KQ7_T+.L_^ $O_P 3
M1_PA7BO_*%G6?\ P E_^)KZ1_X6]X%_Z#]_^ TO_P 31_PM[P+_-!U?_ : M7_XFESR[#LCYN_X0KQ7_-"SK/\ X 2__$T?\(5XK_Z%G6?_E_P#B:^D? M^%O>!?\ H.K_. TO_Q-/B^+/@>:0(NO1
G@%X9%'YE<"ESR[!9'S7_PA7BO M_H6=9_\ )?_(FC M_A"O%?\ T+.L_P#@!+_\37TC_P +>\"_]!U?_:7_P"\)H_X6]X%_Z#J_^ TO M_P 11SR[!9'S=_PA7BO_*%G6?\ P E_^)KM/A1X>\2Z1\1=-N+K1-5M;5A*
MDTLMI(B!3&V-Q(QU"_CBO=]+\:>&M:95T_7+&:1CA8_-"N?^ M@_I6[4N;VL M%%@HHHK,H***I:IJMIH]H;F[DVKT51]YSZ 4XQ&V@_L_N<]![5DZ]XBN]=GS*?+MU.8X% M/]SZFL>O;PN
C!AZ644G4Q47VU_KYG54445\ MX?:!1110 4444 %8_BS_)$[7/\ L'S_ /HMJV*Q_%G_ ")VN?\ 8/G_ /1; M4UN!\9T445TF9TG@#5[/0?'&EZGJ$ACM+=V,C!2Q *,.@YZD5] ?\+I\# _\
M02F_\9/*^6Z*EQ3W&G8^I/^%T^! \ H)3?^ LG^%'_NGP/\ ]!*; P ! M9/\ "OENBIJFAW/??"QGT"]\-7^E:,EQ=3WL#P&5X_+C16&UCSR3@GM^->! M4452BEL)L*[OX-
H7^*6D,.B"=C_WY5'O/US5C9#;6NX?> MY!=A[< 9_P!X42=D"/9M5U.UT;2KK4KR0);VT9D<^P'0>YZ >IKX[\1Z[=>) M?$%[]V?WMS(6"]D7HJCZ ?A7K?QW\8;Y(?"MG+PN)[W:>_5$/_ *$?^ UX
MA4TXV5QMA6AH>CW6OZW9Z59KF>ZD"+GHOJ3[9)^E9]>L?![5/"7AHW>KZWJ ML4.HR?N8(C&[&./@LW"D9)P/H/>K;LA(]\T/1K7P_HEGI5DN(+:,(IP 6/=C MCN3DGW-?/7QL\(G1/%
UBVCQ9:F2[8Z)-_$/Q^] WUZ5[%_PMCP-_P!!^+_O MS+_\37/^-?&?@'Q;X5O-*DU^ 2NN^!VAE^24?=/W>G8^Q-8QNGRW$G!ZN@_P#0A_P+UKW6OB33K^YTK4;:_M)#'<6\
MBRQMZ,#D5]B>%]?M_$_ARRU>VX6X3+)_<<<,OX$&L:D;.Y:9KU\M?&C_)*? MJ/\ USA_]%K7U+7RU\:/^2GZC_USA_\ 1:T4]P9P%*IPP)]:2BMB#ZK'QA\! MX'_$]_\ )2?_.(H_P"%P^_^@[
.2D_P#\17RI16?LT5<^J_\ A!$C9EUII"!PBVDV3^: 5\K44>S07.Q^)7C*#QMXG6_M; M>2"UA@6"(2XWL 2Q) R!RQXR>E<=115I6$6+"SEU'4;:R@4M+<2K$@'X/<=#CU (\+UOX&>*=.D=M.-
MJ<&[Y3&XCDQZE6(M^@)JHS5M1-'F-%=6_P ,_&D;6\.WA/^R W\C3?^%;>,O^A=OO\ OBKNA'+4 M5U/_K;QE_T+M]_WQ1_PK;QE_T+M]_WQ1= FZG?:/?1WNG74MM#7U3\-_&@\:^&5NI
M51+^W;RKI%Z;L<,/8CGZY':ODNO7?V?K^:+Q5J5@&_<3V?FLO^TCJ ?R=JF: MNAHR?CA_R4B;_KUB_D:\XKT?XX?\E(F_Z]8OY&O.*<=D)A7U=\(O^26Z+_NR
M_P#HYZ^4:^KOA%_R2W1?]V7_-'/4U-AQ.VHHHK$H**** /!?VA_^0CH/_7* M;^:UXK7M7[0_(1T'_KE-_-:5KHA\)#W"OI#X!?\B%=_P#82D_]%QU\WU](_M? +_)$*[_["4G_HN.E4V&C&_:
(_X]O#W^_$>)O#=_P"%-=N-*U!")(SE) /EE3LZ^Q_3IU%8 M]?67Q%\"V_C;0C&@6/4[<%K28COW1C_=/Z'!]C\IW=I/8WDUI=1-%<0N8Y(V M&"K X(-,,KH&K$->U_!GXB_9Y(O"NKS?
N7.+&9S]QC_RS/L>WOQW&/%* 2"" M#@CO3:NK CZK^,/_ "2O6O\ MA_Z/CKY4KU^?XACQ1\&-9TG4I?^)Q:)!\S' M_CXC$\8W?[P[_@>YQY!4P5E8&%>Y?LZ_\S)_VZ_^U:\-KW+]G7_F9/\ MU_]
MJT3^$%N:WQ\T*6^\-V&KPQEO[/E99'>*?@),;E[CPS>Q^2Q)^R7;$%/97 .?QQ]34PDDK, M;1XA178W'PK\;VS$/H$[8[QNC_\ H+&]_P#PK;QE_P!"[??]\5I="LO/4>]%T!4KVWX-
_$:]DU*+PQK%P]Q%*"+.:0Y9 M&)V$GJ",X]#@=#QXE5O2KUM-U>ROEX:VG28?56! I1)70(^V:**Y7Q-XPAT MH-:6166]Z,>JQ?7U/M^?I65*E.K+E@B*]>G0ASU'9&AK_B2TT*#YR)+IAF.$
M'D^Y]!7E>IZI=ZM=MPK9KY[&XGVT[1V1]EE>!^K4 M[S^)[_Y:1117$>F%%%% !1110 5C^+/^1.US_L'S_P#HMJV*Q_%G_(G:Y_V# MY_\ T6U-;@?&=%%%=)F2VMK<7MU';6L,D\\K;4CC4LS'T
'6MO\ X07Q9_T+ M6K_^ U$IHC M/]^ K_/%??]%'M&'*?/?@_X&:E=W,=SXG86=HIR;6-PTLGL2.%'XD_3K7LVN MZKIW@CPA/>B&.*ULH=L$"# +=$08]3C]36]7SG\M_\ X9WF_P"AF3_P"\
M\74\Z'9GB-%>W?\ #._\W_0S)_P" 1_\ BZ/^&=YO^AF3_P C_\ %TN>(69X MC17MW_#.\W_0S)_X!' XNO(-;TBZT#6KO2KU=MQ;2%&QT/H1[$8(]C34D]@L M4*]8^!WB\:3KTF@7<@6TU%LPEB
%G P/^^@,?4+7D]/BED@F2:)V22-@R.IP M5(Y!%-JZL!]PU\M?&C_DI^H_]QP% &3BBE3[Z_6MB#K/^%8>-?\ MH7KK\U_QH_X5AXU_Z%ZZ_-?\:^MAT%+6/M&7RGR1_P *P\:_]"]=?FO^-!^& M/C4
D^'KOCTVG^M?6]%'M&'*?#\\$UK<26]Q$\4T3%'C=<,K#@@@]#4==K\6 M@!\4-;P,?/'_ .BDKBJU3NB3?\&>((GPMXILM3@D9460).N<"(D;E/KQS]0 M#VK[%KX;K[?
MB3:0DG)*+DGZ5G4'$P[KQWX5LKN6UNM>L8IX7*21O* 58'!! MJ+_A8G@[_H8]/[_KYS^*FDRZ\1M660'9#O\ H8]/_P"_PH_X6)X._P"ACT__+_"ODS&BG[-!S'U]_P +$\'? M]#'I_P#W^%'_
L3P=_T,>G_/?X5\@T4>S0YDE0$8(5F)'Z&J5%5&*B)NX5ZE_\ D?KG_L'R M?^AQUY;7N'[/WA^42ZEXAE5EC*"T@)'#\AG/X84?B:)[MSG/CM"8OB&KD8$ MME$X]^67^E>95[]\?
O#LUUINGZ_!'N6T)@N,#D(Q!4_0'(^K"O :(.Z!A7J M_P -?BW#X3TD:+K%K/-8QLSP2P8+Q[CDJ5)&1DDYSGGOV\HHIM](@?2W_"]_ M"'_//4__ '7_P"*H_X7OX0_YZG_P" Z_\ Q5?--%3[-
#NSZ6_X7OX0_P"> M>I_^ Z__!5-?X\^$54E8=4<^@@7G\WKYKHH]F@NSJ?'GC2Y\<:^+^6'[/;Q M)Y5O &W%SDDGN23_(=JY:BBJ2L(*^E/@+&4^'\[$'$FH2,/^^$']*^;%4LP M502Q. !WK[
\!:"_AOP3I>F2HNBWS#TD8EF'O@G'X5%1Z#1YK^T1_Q[>'O M]^X_E'7A%>[_ +1'_'MX>_W[C^4=>$4X?")[A7T?\ /^1#OO^PG)_P"BHJ^< M*^C_(?\B'??]A.3_T5%14V&MSU6O)?
C%\.CKEHWB+28,#] M!W9?U"8"O6J*Q3L[E'PW17KOQB^'7]CW3^)-)AQN[YNHD'$$A/WAZ*Q_(_M45Y%70G=7('BBBF(*]R_9U_YF3_MU_\ :M>&U[E^SK_S,G_;K_[5J)_"-;GK M^K^(=
(T!83JVHV]F)LB,S/MW8QG'YC\ZS/\ A8G@[_H8]/\ ^_PKA_V@-+FN M?#>FZE$C,EG<,DI ^ZL@&"?;*@?B*^>:B,$U#O^ACT_P#[_"OD&BJ]FA(_&GQ1HOB36]._L>X2Z%M RRS

MH#@DMD+DCG&"?3YJ\PHIJ"3N)L***W_!6@S>)/%^FZ;$FY7F5YCV6-3EB?P! M_$BJ ^@_$_CZ#,ECI5U&,?+)+_ +[% M'VJW_P">\7_?8K/E\.H?]3.R^SC-
4Y=!O$^YLD'LV/YUV1XBB_LK[SD>7ON; MGVJW_P">\7_?8J2%EN9/+@82OC.U#N./H*Y*2RN8<^9!(.IV\?G79?";_D= M1_U[2?TK:&=N3TBOO*IY;?R'_8KO_GUF_[]FC[%=_\ /K-_W[->Y45O
M_:K_)?Q/1_L"/\ S_#_@GAOV*[_P"?6;_OV:/L5W_SZS?]^S7N5%'JJO\ ME_$/[C_ , /P_X)X;]BN_\ GUF_[]FC[%=__^LW_?LU[E11_:K_)?Q#*^P(M_P#/S\/^"(II6HR8V6%TV>FV%C_ $JW;^&-
:NGVIITZ^\B[!_X]BO8Z*EYI M/I%%QR&E]J;//=.^'D[LKZC=+&F>8X>6(^IX'ZUVVG:59:5;^39P+&O\1ZEO MJ>]7**XZV)JUOC>AZ>&P-##ZTXZ]^H4445SG6%%%% !1110 4444 %9/BE&D M\
(:TB*69K"?]^&_P MK[7HK7VGD3RGR;\/=+U&'X@Z%)+872(MVA9FA8 #W.*^LJ**B4N8:5@HHHJ1 MA1110!SOCCQ#+X:*W=]:PO->D>5;1HFXF1NA(]!R3]*^39=+U>:5Y9;"]>1
MV+,S0L22>23Q7VI15QERB:N?%']C:I_T#;S_ +\-_A6OX7\&:IXA\266F-9W M,,4T@\V5XF4(@Y8Y(ZX!Q[XK[HI^T%RD5K;0V5I#:VT8C@A18XT'15 P!^0 MJ6BBLR@HHHH *\
<^./@I]1LX/$>GV[274&(;E(U)+QD_*V!W!./H?:O8Z*:= MG<#XH_L;5/\ H&WG_?AO*/[&U3_ *!MY_WX;_"OM>BM/:>1/*?-7PAUC4_# M'BM;6ZLKQ=.U'$,I:%\1OGY'Z>IP?8Y[5#\8M-
OKGXE:A+!97,L9CAPR1,P/ M[M>X%?3=%3SZW'8^*/[&U3_H&WG_ 'X;_"G)HVJ;U_XEMYU_YX-_A7VK15>T M%RB#H*6BBLB@HHHH ^6OBMIE_/\ $S698;&YDC9X\.D3$']TG<"N-_L;5/\
MH&WG_?AO*^UZ*T52R%8^*/[&U3_ *!MY_WX;_"OM*U&+2$'KY:_RJ6BIE+F M!*QQWQ ^']EXYTU$>3[-J%OG[/<@9QGJK#NI_,'\0? -8^%/C+1I"&TB2[CS
M@2V7[X'\!\P_$"OK"BB,V@:/C&;POX@MR1-H6IQX&3OM)!@>O2JW]C:I_P! MV_[\-_A7VO15^T%RGQ1_8VJ?] V_[\-_A7VO11[3R#E/BR/P_K4H)CTB_<#KMMG/\
2KEOX*\4W17R?#NJL&Z$VC@?F1BOL>BE[0.4 M^=?"_P "M9OKB.;Q#(FGV@(+11N'F<>@QE5^N3]*]_TS3+/1]-@T_3X$@M8% MV1QKT _J3U)[FK=%2Y-
[C2(KFV@O+66VN8DF@E4I)&ZY5E/!!%>)>+?@,S32 M7?A:Z14;G[%>+]/G:*;P[J#,.\$)E4_ M0ID5E2:!K,) ETF_0GINMG']*^TZ*OVC)Y3XH_L;5/\ H&WG_?AO*/[&U3_ M
!MY_WX;_"OM>BG[3R#E/BC^QM4_P"@;>?]^&_PH_L;5/\ H&WG_?AO^U MZ*/:>07;'HD]LG>2['D@?\ M?7)_ &OK2BE[1ARGF/@/X.V.V'A>YBU/5)EO\ 4XSNC"KB*%O4 \L0>A./H#S7
MIU%%0VWN4>,?M 6=U=VV@"VMIIMKS[O+0MCA.N*\/_L;5/\ H&WG_?AO*^U MZ*J,[*PFCXH_L;5/^@;>?]^&_P *^A_@/;3VO@>]2X@DA/_ (XNM-
GR]M*B%B!W1L=QD<]^OT^JZ*J,N435SXH_L;5/^@;>?]^&_PH_L;5/^ M@;>?]^&_PK[7HJ_:>0N4^*/[&U3_ *!MY_WX;_"O;/V?;.ZM/^$B^TVTT.[[M-
M\R,KG'FYQFO:Z*ESNK#2*NHZ=::MIUQI]]"LUK<(4DC;N#_7W[5\\>*/@? MK^F7,LNB;=3LLED4,$F0>A!X8CU'7T%?2-%*,F@:N?&T_@WQ/;9\[P[JJ =2 M;.3'YXJF^AZM&Y5]+O58=0UNX/\
*OM6BJ]H+E/BC^QM4_Z!MY_WX;_"C^QM M4_Z!MY_WX;_"OM>BG[3R#E/BI=$U9V"KI=ZS'H!;N2?TJS%X3\1S'$6@:HY' M7;9R'^E?9E%+V@GR\?\ ?O'\J][#[3O MUBXA&4445\H>$$%%%%
!72>!(T'B8/ ML7=Y+_-CGM7-UTW@3_D8_P#MBW]*WPPW\:/J:T?XD3TBMIE5VBBMHHJ0VHH!+ / HHZ4 %%%% 4 "BBB@ HHHH **** M "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH M**** "BBB@
HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ H MHHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BB MB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH
**** "BBB@ HHHH **** M /#****^6/!"BBGQ1232K%$C/(QPJJ,DF@!E=[X+\/75I-_:=T/*#(5CB(^8 M@]SZ59\->#TL=EYJ"J]SU2/JL?U]3_*NMKUL)@W%JI4W['H8?#-/GF%%%%>F M=P4444
%%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% M!1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 % M%%% !1110 4444 %%%% !1110 4444 %%%%
!1110 4444 %%%% !1110 44 M44 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !111 M0 4444 %%%% 'AE%%:>C:'=ZW<^7 NV-3^\E8?
*H_J?:OF(QEJ_R/3H890]Z6X4445VG4%%%% !1110 4444 M %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 M4444 %%%% !1110 4444 %%%% !1110 4444 %%%%
!1110 4444 %%%% !1 M110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%% M% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 M
>6^'?"T^LN)YMT5D#R_=_9?\:]+M+2WL;9+>VB6.).BK4>E_P#()L_^N*?R M%6ZYL-AX4HW6[,*%&-..FX4445TFX4444 %%%% !1110 4444 %%%% !1110 M 4444 %%%% !1110 4444 %%%%
!1110 4444 %%%% ! M1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %% M%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110
444 H4 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 ?_V0$! end GRAPHIC 7 img91645928_1.jpg GRAPHIC begin 644 img91645928_1.jpg M_]C_X 02D9)1@ ! 0$ 8 !@ #_VP!# ,"
@," @,# P,$ P,$!0@%!00$ M!0H'!P8(# H,# L*"PL-#A(0#0X1#@L+$!80$1,4%145# \7&!84&!(4%13_ MVP!# 0,$! 4$!0D%!0D4#0L-%!04%!04%!04%!04%!04%!04%!04%!04%!04
M%!04%!04%!04%!04%!04%!04%!3_P 1" +0!0 # 2(A$! Q$!_\0 M'P 04! 0$! 0$ $" P0%!@<("0H+_\0 M1 @$# P($ P4% M! 0 %] 0(# 01!1(A,4$&$U%A!R)Q%#*!D:$((T*QP152T?
D,V)R@@D* M%A<8&1HE)B7J#A(6&AXB)BI*3E)66EYB9FJ*CI*6FIZBIJK*SM+6VM[BYNL+#Q,7& MQ\C)RM+3U-76U]C9VN'BX^3EYN?HZ>KQ\O/T]?;W^/GZ_\0 'PP! 0$! M 0$! 0 $"
P0%!@<("0H+_\0 M1$ @$"! 0#! <%! 0 0)W $" M Q$$!2$Q!A)!40=A<1,B,H$(%$*1H;'!"2,S4O 58G+1"A8D-.$E\1<8&1HF M)R@I*C4V-S@Y.D-$149'2$E*4U155E=865IC9&5F9VAI:G-
T=79W>'EZ@H.$ MA8:'B(F*DI.4E9:7F)F:HJ.DI::GJ*FJLK.TM;:WN+FZPL/$Q<;'R,G*TM/4 MU=;7V-G:XN/DY>;GZ.GJ\O/T]?;W^/GZ_]H # ,! (1 Q$ /P#]4Z*** "B MBB@ HHHH
**** "BBB@ HHHH **** "BBB@ HHHH *** M* "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH M **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH ****
"BBB@ MHHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "B MBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH *** M* "BBB@ HHHH **** "BBB@
HHHH **** "BBB@ HHHH **** "BBB@ HHHH M **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH M **** "BBB@ HHHH ****
**** "B MBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH *** M* "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH M **** "BBB@ HHHH ****
"BBB@ HHHH **** "BBB@ HHHH **** "BBB@ MHHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "B MBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@
HHHH *** M* "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH M **** "BBB@ HHHH **** "BBB@ HHKR;XH?M6_"CX+^)%\/^-/&-KH6L-;K M="UFMYW8Q,6"ME$8H?
#OXT> _BU%*_@WQ=H_B0PKOEBT^\226)2< O&#N49]0*I MPE'5H2E%[,[.BBO!==_;L^ _AK6]0TC4OB+8VVHZ?<26ES#]FN7\N6-BKKN6 M,@X8$9!(]*48RELKC>00>>:YKXK?
&OP3\#]&L]5\7:6VX16/12> M?2E9MV075KG;T5\[_P##PC]GO_HI=C_X!W7_,:KH_"_[9'P2\97]O9:5\3/ M#\EW<8$4-S=?9F>/<]EHHKB/B?\;O ?P7L;>[M\;^*=.\.17(@6[E_>38&3LC&6;'L#U
[BH2;T15[;G;T5_^&??V^/@!XXNU2 M/3]/^)>FQW,C^6O)H07%E&6_ZZ3QHGXYQ7OEO<174$<\$B30R*'22-@RLI&0 M01U!'>G*,H_$K
I*6S)**I:UK>G>&])NM4U:-TVU0RW%Y>3+%#"@ZL[L0 M%'N37@%%Y_P %#X\&>++#=,)#O9KZB"F1A%4%8!)KVF9]J&22V*NX0<*T0-Z.MYXH-*-ZZ&X0]= &(5 Z%@F5F(.L!@SOHZE8U+CE_H L TP]G0@$7:$<&#NJF%"M0Y5>&JVQX$_>@#N/)&;S]$R6'<SHE(YJZW5,<=DSR]M74ZO%HZ7+
%P[:$0D55B0SB08A9"R=:01!6+50L(+,U(.,ZGS74$W%0
A77+#Q#I,A*K>:=<+-'N'525/##(RIY'<5C_%;X MU^"?@?HUGJOCG7H?#^GW=Q]E@@GFBDD#R[2VW"*QZ*3SZ4N5WM;4=U:YV]%>: M?";]I+X:?'.^U"R\^+;3Q!=V$$:S7,$,B:)#(D4EY+&
[JK.=JC"*3R?:GRM.UM0YE:YU-%$OC1X;;Q!X+UJ+7M'6X:U-U#'(@$JA2RX=5/ 9>W>J_Q/^-W@/X+V-O= M^-_%.G>'(K@D0+=R_O)L#)V1C+-CV!Z@=Q1RN]K:A=6N=O17S_X9_;X^ 'B[
M5(]/T_XEZ;'B491^)6!24MF24445(PHKQ#XA?ML? _X6ZE_9O@Z)!%@<*D5!]K:KUQ? ?^C1=N@XA1XFL*2U_$['RD1]OKF(O%M!$+8+'-LO)?2_2.FR76[>&F(@N?QDOX#9-VJS5+FI/H]C;6.WB
M5(]/T_XEZ;'B491^)6!24MF24445(PHKQ#XA?ML? _X6ZE_9O@Z)!%@<*D M.1)HCRP>=]EZH)56_Z2NR0:8^X>)=35T[G4>L=UE[85;\/GY4]B4B>XWUAOFP;\UY.P^5^\[L.!"MCK08NA\;3BDE>+MHA1%U'$J0KF/:W'KE0GQV*]OAM4ESEFJ-O2LS\@U]&K;@]UFN%XQXQGP&V
[7/3J**X/XI_'?X?\ P3LX;CQQKLTWPZ)P6AAN M9">#/V[_@+X^U6+3M(^)?3J8XB"D) MPSV"NQQ@!KB-%))(P,\UUYXT:^)6+M4E+'L[+ (I7.=J.J#A&T;B8GI7@@8#K'KYXV&3+I^'F6YS,^_GY@T\UI>%JT,<F2%^:*\N(3&+\7.AYD?:47VZYGS%Y$4Y$M5,
;SNQB8L%;*(PY*MW[5R2?\ !03]GN1U4?$O3P3P6.!NM+H#\S M%Q5*G-ZI,7-!V_\<(8?XX^4H[Z*YUM&Z7AV[O!MAZH('*M;*QCB8H0H1)PM!:G!H(U]>_M@+SV8F!@(Q0%]G$1Q,7&ZA9^+"/.S_8SO!16P/4C9?7_O'I#L1:?R$FC9L9Z
\K)YX]SVBJSX:^!=H@(7'R1#Z,Q?;VU1@H\LC!)N?9/-UY7YP+]5\AP34*DB/W8XR1Q$LQO0GH8]'&\X6E8"+WL4#S>1@!3'*R^T>+*AF!ZTU9_XHP4K+<-P4NP7Y?\>'G8Q__DR_D)&K/9BIAO7F1*+\Z)
4&_9[\1:HMA:_$NPBG9MH>^M+JTAS[RS1(@'ONQ7T#9%(J@V)2@BL!V\?9D3NIHV,ZC\K:[V9B#0MM(@TU'J]:9:]2@FG&6B]SA:FNBJBR4/&CAVB#8?&;Q?,H3T?<:QI
"M6C6:\F5F"EW"*-J@L M268#@>_05Y]\/_VQ_@U\4O%MUH*2$_H%X8V@J.T=/!=]7K9,6#I\F?CP53M,&%AI6TS8V^SA2SSD.7^Y<.4<33;;:N:\D+%J7@1>>/;'U+ >/\?./DQ'SSG0FY!
>&?#7AWQ!J?CFTM-'\0QS2Z7=-;7!%%RL4GER$ M 1DC:'S >U/V<_GCW/:**;$Y;;Y9;BJ;]PJ>&O;;:CDK8?+X-\!>N:;D?RQ/F@P[%\;K-)U5V@:XK*#R?K@2%6I&
CH.D08\R]U"X6&)2>@W,1GDL!R>U19 MWL5=6N;5%?.]!@+M?_]N9XX>E4I)6'0YF7C0,)I2F_.B_&L@=8O@OFU]BNND>:7JZ79-)@1$9*4&H'QK7&P=4%K6]I-F0-G&E=77*]>IHBU6=;TV#:73*=*%>
M9\.?@5<:;!X[\46_AZ74DD>T6:&63S50J&(V(V,%EZ^M7OA/\:V V,WHA1EX=T=GA0BW@@V37,%XGWQ%<BVOZ=9B_OGJ/SF@I^9
!1110 4444 %%%% !1110 4444 %%%% !1110 444 M4 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 M 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110
4444 %%%% ! M1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %% M%% !1110 5^-'_!6[_DZBU_[%RS_ /1L]?LO7XT?\%;O^3J+7+_/\ ]&SU MVX/^(-9%)4]5=' 9#D#-
&\+^&+BVT6S2SM[J^CN7=U7NX6903],5Y;X-^ M'?Q3_;M^-UYJOV:XU*_U:\0ZMKOV=Q"@#->A'VD7) MU7[IRRY&DH+4_9+QM\>K?PW^RO=?%LHEMO\ #,>LVT+^*^?/ K01Y/7/7,DB+ M-?
@+-IFJ:AIEYK\L,T]DMVMO/?/R#<2*[JI)ZLPC<_A7ZC_%5%&EI\,?@!IE*%AHMV3]ALHU5$;ZR-$0?6(UYOX3 9_P!+NO\ @ECK:JP.>KC:%Y9)6]9??%<^'-IPN[-
:MYRY>R/I+_@E;\4O^$\M_9EAT&XEWZAX4OI=.(8Y8V[GSH6^GSN@_P"N5<7_ _%C/^2'>"O^QC!'_*33 M5\X_\$E/BG_PA_[06H^$;S&,B799>+-.-.-2< W5ONEC/\ W[^T#ZL*^CO^"QG_ M
"0[P5_V,8_])IJAPY,2O,I2YJ)\J?L-_L-Z'^UAX5\3:MJWB!H(&CW9.[H:J?MN_L_\HZ/H?B'B'2_$S>(= U.Z^P,EW (;B"?8SC[I(M=2J/SP1O1CG.:XC]F?LXZ'XF`LXZ'K.F^],T^^M-
2N4N+EKRPEN2KJNT %'7 MQV-4OC-^TG\4OVQ/%7AS1/$5U:R2_:DM--T>R1;2U6XE81AF+M]XD+GK:HG[1E,\D;H,A@JP0HIX+EA$RH0YKHQ;UMO>+Y:<3?HP=;;.Q]"@_Y5J9*SNG_?#XJJ)!)2K%]-Q#;9G!7JWM=XCNDI:.^:+J:SGCG"E:%5_HXYKX:#N4!O9VO[?PGL+\+OTL@!?LGCAE3PCHF;!8A4%;W6OQ,9VQ>+FNL-Ts
M&)I$B)ZG88Y /12HZ**_._PS-JG[9O[4FFQ>-O$Z:1=>*]1,:_6S]B/]E'_AF?X-76A:Y+;ZCXAUV8W>KM!DPKE BVZD MXW*JYRV!DNW;%?FC^TM_P3S^)?P4>)P&O\'I@N!S#E]QA*\6D35SP_3RNF?%A#+=(1F$GE_I]?0/+
ML\2#>K*,98+L.,@CD#GI3I^TGRNU]C:<9?PE^,7P7\&U@V7Z$3Y+;4+\VTNQL!D5@;0&9_O:!B@GQS6F]RN6*>Y^Z/LKNLH$C)AT$Y!!(>-B[W\3;@<>;-?8+4EBJRIZQJ$ND_ESM>-Q3ML2-P$@PEH2;8Y9=T/9*Z=M4%F,G9+4E
M^MR0OGHI)*D,0'7D NA!^;"Q7C5C3M)W0ZC1ZDVC>)].#%%%6BBV?%;\:/JIJBD&3.+@+X7H=\XS@Q4@!*]]E(+AAI:H.W;\J,9%B#8CCJOH@0?TJK(>J&>R=R7LQOH/+
>)KZY_P""C5W<:A^Q^QM M%\";J\):[F;3I)F8Y)-M-%:VVM/'LT2D=4>2+.+7"1-YOH3@I)_,NV0X*:OTSP;C5C4VW(JR#U7E-]A8BD4K*8Q8H)@=U.6+/7FS:7@LJ3V@E:C1>):>MIDFMKI;X
E6RO[34M">1L_NC<*9 M[HF.7495W1VJ;6,<$2D M\#Y5B12>K+G/-?I'_P $F[6*^_9/U&WGC$L$WB"']CDC;HRF& $'*^&OVEO^ M">?Q++:@'%B+H:JHJT[G@8DQdMQY4+J2S^MVQ+2/0A.@@7UUNNM-YQ?V'CXo
S/%%G(6>)!O5E&,L%V'&01R!G3E% M59INS9OTM_P3S^$OQB^"_PVO\ P]3GM4TH/'+HNG_ &[[3=6 (;S8F*@H M(R=A4*YP=_'-?E3X"_R^7P;NTMM&\>:9]):MM.F:E*5F&TG&3MM.Q92R3CAZO#SK>$VYX;%5(<]ZW0G/9=E@:Y*_%;G
M5']@O]MH_M3=3-J>B>(K.WTWQSHT4:K$@(!$=/%=-Z1VIQP&S%BH3HEYEE1;/QDPWDHFVHH4O*WY%OL)11X9<@5FP6V8%9=IAW\B1@N,S59IOE8:5FB&P0*G+BQ\:6OZWVVMCHC(H]5G%%6'N!MLJ
5N?"Q4JBN;5I.,-"#]BO\ X)^WG[4OAW1NSCV@&Y=)!5%TEUH0ZEXZY1NSWSL)5XV!=PG%]WWLEC(+B4>D<^2]TBU8GRSR(V5E;J$X%IGUG8B3E\Y&73^1R(E5OR(2?PLB!6X)_=DO%X3ASSJ?>ZK1%EDF%M
\/C'M)F^WRNP[L;^X'Z ?A7L/Q$ M^!O@#XM7VG7GC/PEI?B6XT]'CM6U* 2B)7QN !XYP.H[5N\5*-5J6QDJ*TRT:*HBYT!DHXM/9DRJ6#UH@>7%!QOHLKIB/%DEMY61/-B8%7ZRWJHB5B7.VSEV0MF=Y@9RYXB?==.V9TFJ0YK+3%S>4)HW7/SIZ6L
M9>!_'7[>'[1C6FHX?Y7M$8[UZ=Q+[}%&!_#S(C$WHb6&]T^XPFM^UQ]=UX2_C#%8B.$OCW\6*/J%MOV=M[XJ8BS=N9^Y>M$.B]K%?H1D1P"[LX(YWTNHHBBNU25
X!\1:S\"_BWX6\136LUIJ6BWEGJGV9_E9XB M$F"GV>)A^#U[[^TEK!_:J_^GT2.Z_XE#ZW;^&X)BX"0VL#B.>V-PB2G@KG>&Z7HTUI:3R;RS5V]7^"PD;"MHWQM2O=/J;C#RW;7MKQ8P'X
;T;0 MC&F^J,JEY-S70_0C]J[]F^U_;.^J%:.^%'AS2;'Q8OAVRCOH=;@U!;#[8)XS!(JJ$ M\V/&1,&SD],8YX+/)M+]BW_(9!_P"$.+I[YT?S9LR4Q[XQYEVT7AW4V F4B.IDX<@H]H[1Q)D2&G[EX1RZL9[MKO29:A[PKZQD
+.93\,Q32^;J'AMGT&XR>0(<&'\/)>(? M537S7_P6D?_YH[_W&?_J-CVM6!QD59]JNG8Z+FLD]$K]_[TZ!DJ\4_G?=4\S-V!.(@%:.}$@(ZKNYC]5_9O5,B9QNBV[Z...
[7_M[^Q[#5D_M#[-]F\[S+I)<^7O?;CS,?<9[XKZ]_W)W[R(@Q:XJ_*K2ZIG[3]KYJI[39!FPZ0;QIP.W5CL#]V9%8R+E96]I8WLI6Z_FG)7S8BZG7]M+4HKGGQB]K5<9(J
(/C59>"-6 MOY5\'^*IQ9-:S,=EK?,0L,J@_=+-B-L8R'!/W!C]H*_G<\<2/H_[1GB"32V* MO:^*[AK5E.T@K>-L(].@J:,Y8B,H3'4BJ4?GUU-P@?/,<0_?@)RY5@O_>^F0H_M]>^
'["G[23_LV_'*OK^=H_">M;=.UN/)VI&6@^2?'K$QW=,[3(!]ZOI?_ (+. M?\C-\+/^CI^RR?3:20.'/N1^I+T3@Y_D,F_*_3]P\HGRUDIQ8?E]^6IWZD!6VDNLC
VLW#2^(_ M!^M>3%)(V)I+K=Q"V>YCP8SZ 1]S7ZJ!_3N^IfP+!3=F7%U1D%IM%_YFW/.!71!&9ZP/@EE
?!=8N[:2"2>17!D=8[=&)!ZE8S+<65YKD=Q!,O1XWM)65A[$$&O7?CI_P M3@^&'Q^{ZY!BR2PB8KQ@5VQ8W.MA@H9R7;YXNXF1S9KC7)JNR2N[*_P:1S8DGCTZXW\LBL3?O=DV(,6E'UFW+N*Q]^T9!V^%4
&;&\ANK<7CJD;1(LC- 4("-@;47[H_&I5X2E M";W6XHTI14H]SYU_X(U_\DS^(G_87'/2GD-JY^R0-0KX7.HW@5[K/TCIWB^NMGU'9V^JU^O[U$ZWEYZ3L5EB15BI1YA_ML
K7ZT_LS_LJ^$_V5=#UK2O">H:UJ%OJMRE MU.VLSPRNK*NT!3'%& ,>H-5?VFOV0?_[5EOH*>+;C5M/GT5Y3;76BS112E9 M N]&,D4@*Y13T&".O)J(UXQK.?1E.DW34>J.<^&/[0_B;XI?L6P_$??
P=8V>N M>.[/26\[3;E7=)KZWXG38A#;G"LZ*#D^8@[U\@_ /_@)XA_X675'%%X_0&MC1Y%YJ"ZQ8!OX(QZ2DLY1&$OXY9I3TIPN(T?J1X?&;)HFCEBEAREX
^.?\ P3C^$'QRUZZU^>TU M#PKK]W(G5TR3R2H4D\DFHC*C>2DM&5%*-5R:-J\@Q-AY#ACUEX+QSA%9X+=&?JVSX(&%SP2TN4+C[A.]!XE]D@YAJ4RSSW2F]U+2OQ5AW;&4RL=1WJ3&"UV2;"SIEZ^J(^?:_IG2G:+JI>BV-J:J5XD7^W+SA6HPSS...
M[^'.K7WQ8\5^.3.S1Z%I^DOI0N>B27,LL3[!_>VI&20.FY,]1GW?PQ P1_ \ MA3I=['<:SXE\4:XD<@?[*)H+>*1<_=?[*7 3I3TAD^ALYW1E_]]V2I_?U;%7\M\O...
MO"FC6F@Z+:C$5G9QA%!/5CW9CU+$DD5IPING3N[DQIRE/GF?BI_P4*^ M!^I?7$=1BADBT/Q-]?=/@'_@J[*\$ E_P7'8O.H3>BV=^0SZG/7P7]GG=B>.*(L%BNM%39*LOSO]LP5$ND1FR7JP9%VLD.BA(HH=A=WT:4X[AO2.5+
%*!Y85B,C>RD;L8XS7U5\8/@MX/ M^/'@7TPUXUT>/5M%C_L&@U!7ZJYY5J3!(PCGPBR05>T@ATH8QA+ER9SEFAO(CB9M;B*FB+-2:G8C+0D_AGZ.1Y7AYGZ.XS/IPV/D>O3OHDPO>EDL=(^2S5@!(=I^)9(0QNK;/"RRQEBK47D8<0%TV7A>?RMMP.AI^O8?ZO7V\?
MU/VI94AMWBO/%6L27]ZT1W+86A?=(Q;'W8X_E&>I"CJ0*^^"OFGP:3^S]X M L;6,0VMMKR0Q1KT5%M)@H_ 5]5?2L__++?P4 4? MR#QYWVSQ@=NGV2OJY45WLAWV=J6Y52DE74Y$58N6;68K@5C7>$1Z.4\^V+TA5Q7DH;O%D=KB=+S'I9$NOP0E&'Q!+YF(X?%Z)HV'ZL4S+PKR'7&MIJW=UO?KLLZ'=%JQBGMXP'A(2W+7W?=A
W5"KGG&>:B_:4_9A\+?M3>=+\/^*[_ %C3KW=[=%)HTT M44C2>6R88R12#;AST .<" MM,MM9\3Z?JU]=66GW:.Z7+)%;LT>U"&+%0P4 \MM%>;_ #_ ."LGB' (67 M5'_ &'8%?...
[.F#9WE26D=2,J1N)& 0#R#^@/[.W[//AS]3;8^T1%B.S6(,C]KTM=+\6%9UK-PDN\D5E8UNNC7\G8AE0U*0,5Z%,Z4,7-DVM?QGN[%&T(V6F6[8HZK%&2(^@HN^5V]ZI3RRZ3R6J...
M>TU#PKK]W(9KJ]T&=8UN7/5I(G5TR3R2H4D\DFCVE%3IV\ 4IB27,LL3[!_>VI&20.FY,]1GW?P $?_A3I=['<:SXE\4:XD<@?[*)H+>*1<_=?[*7 3I3TAD^ALYW1E_]]V2I_?U;%7\M\D[\\D\G7$4.1=J*X#$34*8?W4+4Q-.(G(@EH#_5G)5_ /SBPJ6=%D&TV:V6O...
::#HMJ,16=G&4]6/=F/L223R2P2:TN[TW4K2#4-/NXFAN+6YC$D4L;##*RG@@@X(-B>'-%AE47UM/+92W\TI7^"NO0:Z+34/%^LV[+);S^(I(YHK:0'(>.)$1=P.""X8@C((-M=WM*"E[17NJ7_CK7+)]1C.O7DD M\UM<"02VD!:1F,:A8X59>-N]^,YK\Y_V.?C[+^R^R+^T!]J7B]@D&2..!7JZ2-7G5RA(%VFE4...
1:,N=)Z..Z/ES]N?_@HE\/\ XD?!! M/4/ OPXO+S6+7O+CO;Z2TDMH[6W5ED=/WB@@L[%%0G Q@Ii,Y?\ P2#^ !R4^=5-XKQ$D6-'_EK-?&EQOLMFO]VQ[*KQ5/(25H6QQ$4@\&D+P2XT^1B'\(E+!'!6@^2T>[0)6B3E@MR_3C7]KQ^2G)Y...
MO>(/$/B:&-]WV^%%0YT!S]@6Y"6_@IMGXK7B4M&0<5&TS3:H'!6EC$DNWAQ"AY7K&J3N2!D8_A1V!?8EH?F%TS6GDWQ...
A)\,_%6M _MLB_M/V%]?(Z7WA/6I]+4H8H-?&@LB4G&XM>T@%Z\%1S[YZ(CHNXU[4\\DHG0O&M'I?KS6SPCJ3,R^\FJJ\2R$2GJ@^8@'3S[JZ[...
4%B%S%HUU;Q0.R($#[9('.XJJYYQG'6O6K/[_"4OE'@ B[8(%:G^M6'Q(J7@UV;<0Z'XT1:(-O(S35YE%]&#9B3U1]"E6@3;M1G...
&'9U\P20R9(+M@C M'!QV%:_L$&[_5BL87;5NC+\-B*\%/9Y&D7W$&#5D;4N3\"%]U,JQ%(1%C%*PD(%N7+/3'&5X+>D6KSR
[54QQ2%F/EN3D#IUYKT/XR?\$SOBI&_ AKK?C;5]6B6N+?D1$E(JA#1Y]D!BZ6/DB2+OQ$XQ9D=0<CHRW3Z$6J$29^,C#3,KUDI.H
(.#AC@]C52QDN?W=A1PZY==S\M/\ @CW\4O[%^)WBWP%[_ .QCO/\ T5!7A?\ P6<_Y&;X6?]GJ'_H<%??/[/[-W!J=]?#7Y6L...
N$';/7FN3_::8Q\$_M67V@7?BW M5-?TZ318YHK<:+'01A*4S!P_;?%`_EHPW...
M_A'6OK[X++ OP7^S_P"$U\.^"=&CTNR9O,O..."=Q%!F-CVsH:GX/=.M8BGQ$7%P!3F%L\...
^E6[M@%HF^QPE)5S_$CA7'NHI/VFOV,?EE...
SG@5C*HO9QBMT:J#YY-[,_P...
(PQ*^;YD,FXKE@",'!PW>DZ/&\4$VH.CSL&D:0[RBJI.7/11QBM:U>-6FEU,Z M=)TYM]
**** "BBB@ HHHH **** "BBB@ HHH MH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ M HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "
MBBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHKR+PC\//#'BS7?'MSJ^@: M??WHUZ2-+R:V0W$:B" C9+C>A!)(*D$'D4 >NT5X-HOQDN-#T#0]"O-;TRSU M-[S4+,Z[XAE @%O:3F(2-
\Z>;*P,8P&7)#L3Q@FL_$!/'6BZ/&;K3K^YTOQC MIUI+>Z1+YEI<@LKI)&=S8R'P5W,596&3UIV%<]YHKR6Q^(ESI-YJ4YT_3;32 MHO%KZ1>R6\#(Y62-
%CG8AL%S*\:LQ'0]L9J3Q9\9)/#YOF#Z;:6TNL)HNGWV MHR>5;K(L9>XFF+-1ZE::+)?+X;NM4BF MM[5UEB"2+LMVD+DNH)R2 FXX("T6]6HKSO0?'&N37WA!]473S9>);=GA@MH
M766VD$/G#/O$%]#+/975OI=@/$<>@&&&V\R^ \Y8 MVE5W)C!.=VTQ'Y#G.: /6Z*X[XO:T?#OPWUS419V>HFWB5A;:A%YL,GSJ/F7 M(SUS]0*S-2\8>([C7?

"BBB@ HHHH **** "H+V3RK.=_-\C;&Q\W; MNV8'WL=\>E3U!>R>59SOYOD;8V/F[=VS ^]COCTH +*3S;.!_-_=&I\W;MW MY'WL=L^E3U!92>;9P/YOG[HU/F[=N_(^]CMGTJ>@ HHHH ****
"BBB@ HHH MH **** "BBB@ HHHH *YWXB>)AX/\$ZSJ^X+);6S&+=T,A^5!^+%1^-=%7CW M[5%^;/X6M"#@75Y#$??&7_\ 9*Y\14]E2E/LC@Q]9X?"U*L=TG;UZ'Q]-/)<
MS232NTDLC%G=CDL2M:A"+BTM66**W M8D"XG8$JI((.T!69L'L!D;LBIJGBK5M593/?3"*,8BMX6\N*(?W41<*H]@*[MKPK8Z+K7A/PGI%]97TDNI:]<6HFMKY(0K%;10Q!A?(
D'&>H8Y^8!:]MX=\) MW/\ 9N-+UE?MVEW6IC_B<1?*L'VC*'_1.I^S'G_:'I7W&$Q"W9T5,'-PC"G- M)-*^^K=M[+IS)?TSEM/\5/>+%I^OR2:EI1^0-*3)-:9XWPL3D8Z[,[6QR,X(MP];0=6NK"X*M+
^TO&Q%>AV_ASPG=?V;C2]:7[=I=WJ@_ MXG$/RK!]HRA_T3J?LQY_VAZ5@?%1K23Q-;M9P301'2M.;;/,)6YLX2.0B\[2 MH/')!/&<#Z_!XA>TY8JVAX^,PLEAO:U)J3326][-7ZI>5O5G$,M>Z?LA^+GT
MGQY=:%+*1:ZI;LR1]O.C^8'V^3?^0KP]EKK/@[>-I_Q5*RH2&;4(8>/]M@G M_LU>]C(1Q.#JTY=4_O6J_$\W)\1+!9G0KQZ25_1NS_!GZ%4445^+G]8!17"> M/KS59/%GA#1M.UJZT2#4I+K[1-
910/(PCAWJ!YTK:]H_B2 M^DU--/M[:\M+X0(L]S',[1+$R1@*9?-0J-JJ#O7@8)I@>C45R4/CC^TM/UN' M[!>Z'K5A9FY:RU!8C(J,K^7(#&[QLI*,.&."I! KF/"7Q6ABT6QGUBXU&\NI M+/1S=R>3
L$,EV-JR#;M;:7^]G.,C:,9H]4HKE=8^(FGZ/=7=H+:[O;R&XB MLX[>U5"]Q<21F011[F W"/#L6*J 0<]<4[GXL:78Z>L]S9:A;WGV]=,DTUXT M-Q%31W%@PMFE=/W;30_+DCJR M%A]2N1W%
<5I/QBL;Z!HK+2MBT5Y'XJ^)UXOCC2K>#^U-/\+1Z6^LW&J6:V;)/"#$=[>:S.(55F#!4$A) M&W(&:['P]\0K;7-6339]+U+1;R:V-Y:QZE'&OVJ $ NA1W P67*/M<;AE:8' M5T5P-K\9-+O-
'L=4ATO5I+&^NH[*TD6*,F>9E"0"1')\: M+"V@O9;K0=;M!ILZPZJ)883_ &=NVE7D*RD.I5U;]R9" $$ EL/(LDB@,"6C1P,$=00*5U\0-2A^+=KX4 MCT*XET^33VNVOE,.,[T4.,S ^6-
S*1LW;L8!7FD!W=%><:7\7+*33XX[&QUW MQ)=1I-/<+'#;B>&%)Y(O,10!ZO17%/\5M,34?+-CJ)TL7W]F'6A$GV076_R_+/S^9]_ MY-^S9NXW56O/C)IEDUS+)I.L'3;74&TRYU)+=&AAG#A%! ?
S&#,5 *(P!8;M MO.&!WU%<#J7Q.LSX>\2S7-MK&@7>BQQRW5N8[=KI8WY1X_FDB8, PY.1@@@& MKFH?$ZUL]1=QPK?*,MQTH [*BN3U; MX@+9P17&GZ#K&OVKVBWIN-/BB6-8F!*G=-)&'.
3M3W@+%0\@E=,'I6$PN+*[B6>&4 C_%?! K])F4.I4C((P:^!OBIX'F^'_ (WU#2G4BVW>=:O_ 'X6)*G\ M.5/NIKY;.8.,H5EML_T/S[BK#-^SQ"VV?YK]2OX7_P"1?\9_]@F/_P!+[2BW
MGB^Q^%A_PE5Q&8YW+PB.7&D#S5/F)SABWW_W>#E?6D*_P#(O^,_^P3'_P"E M]I1\/4C;Q [R0PW'DZ??W")<1+*F^.SF="48%6PRJ<$$<5Y5&I_ML)/^5?\ MI3/C(IN-.FOM:=?
YO)K^O.S+GBIE?PA8,M\^IJ=>U0B^D#!K@>79_O"&Y!;K MSSSS3K6ZA7Q#H#GQQ=VR)8*K:HL4Y?33L?\ T= #N*C[N4^7YSVS3/$FM7&N M>
]"GN4M8W35=0C"V=I%;)@0V9Y6)54GD\D9Z<\"G6^K2>'?A_IUU:6NGOKZ:E>GGE:+ZN"^^,4OS[&4YP7CR_\ CYW9V;OX,8W8]JO^ M/Q_Q.;'_ + VE?\
I!;U#\3%C_X2"*2.&&W_3=/N'2WA6*/S)+.%W(10%7+ M,QP !S5CQ\/^)Q8_]@;2O_2"WK]XOR4J3[W_ $/B:BUK4_Y7%==;<^NK?X:& M7X3TE]<\5Z-I\:;VNKR*''U< Y]L5^D"KM4#T&*^0/V4? -)/$
MD>OWMA7GFD:-XQ\+ZWXC>QTO0]1L-4U-K^.6XU::WE16CC3:4%JXR-A/WN]> MAU7M=0M;_P \6US#<&"0PR^4X;RY!C*-CHPR.#SS7RI^F'DFG_\Z?KDP&B^
M%9K5]4;4UUV:R274U5IC,T.UXF4G)*"7S,A<87(!JO)\%]8GUB"ZGLO#MS>V M^NQZF?$%PTDNHW$ N/,$/,?[G:F% 5V4A<84-D>Q:EJ=GHUC->ZA=P6-G"NZ M6XN9%CCC'JS,0
/K3K&^MM3LX;NSN(KNUF4/%/ X='4]&5AP0?44[BL>=:YX M(\46=YXNCV-I,]CXF_>2MJ<\L;V#[N7X:Z M;X?>QT?69;>UMX)[/559K6X\M5##=M)7D95]C8P/E].THI#/(K/X2ZS'X)\0
M:2)+/3QJ%W;SVFEQWL]S;6*1O&6599%#'=L+8"* 2![UVDWA>[D\9:SJPDA^ MS7FD06$:[CO$B23L21C&W$J]\\'CUZFBF!XI=?!?5[BWTVUO+/P]X@@AT.VT MQ/[8,DL>FSQHRO-
#"8RLF_*\DQM\@YQP.K\"^ =1\-:MI%U=RVKI:>'+;1Y% MA=F)FC;+,,J/D]#P?:O0**!'GFFZ/XA\!W7B^YL]/L]:M-1OSJ5H@NY(IVED M$2&%E$3*%&UB)-WID*,L.D\<:'-
XB\.S6,>GZ5JHD93)8ZRA:WG4')4L VP] M"&VM@C[M;]%(9Y+8_"/56\">*]$>XM=*&JLK6.GPW4][;6&Q5P!)(%8JS+D@ M*H&> >M.UKP#XH\4:W+J^KZ=X7O$DTS[^BW4DMQ;R8G63F4Q @G!
(;RSM(' MRMUKUBJ]]J%KI=I)=7MS#:6T?+S3N$1MJ MEOJ=Q+=PZ5*&?=+"C0!92X9"F2*L4"/&/!OP=U71/$' MA74KK3O#EM=:2\OV[4[5I);
[4R\#IYLDKQJP)9@3&6<$M0FTD:%;WRWLU_;S2&YD5;C[0(1$8PH^8!?,W]!G:":]>HHN%CR/Q!\& M[K61J%Q+#H^IRCQ"VM6UAJ:&2UN(VMUA,4V4.T_>8,%?!"G!KK_AWX/_ .$1 MT^^#:?
I&DO>7'G_8-$MDBM[=0JJ$#"-&E/RDEV4'+8 %=;10 4444AA111 M0 4444 %%%% !1110 4444 %%%% !1110 5!>R>59SOYOD;8V/F[=VS ^]CO MCTJ>H+V3RK.=_-\C;&Q\W;NV8'WL=\>E
!92>;9P/YOG[HU/F[=N_(^]CMGT MJ>H+*3S;.!_-_=&I\W;MWY'WL=L^E3T %%%% !1110 4444 %%%% !1110 M4444 %%%% !7D_[3VFF^^$][*J[C:7$,WX;MI_\ 0J]8K,\3:)%XE\/:EI4Y
MQ%>V[P,V,XW*1D>XZUSXBFZU&=-=4SDQE'ZQAZE%?:31^=:TZK>N:+=^'=8O M-,OH_*N[25HI%]P>H]0>H/<&MSP3,MG9^)KX06L]Q:Z:LD'VNVCN$5S=VZ$[M)%92=KN.1W-?
%8.JU+E>EC\+]BY3<):6O?Y'1> O^:;_ /8V2_\ MA2Z0C2? M\(L%4L?^$3U?H,_]!(59\$ZAXU\4)]ITZRLUT_3IO.-S:>&[64PRG;S$B0Y, MAVITQT4D@#(F\22?$'5([>UTWPGJ^DV5L L;V>BFVGDP[."
[11+@;F+!%PH) MSRPW'[K"UKI'IJ,?9JHHR>UO=WMR>;T]W?\ R,S2_P#F5O\ L4M7_P#"WE\+3:7JL,3PQ7DGA>)H9D;T;Q%KDGQ*T;0_$FFZ2';4+6RNK>XT.R5Q%O1-FX19 V8 M(/
QCM7UV#KN,N=6T7?SOV/,Q>'A*C"B^93&[EBP^7;A0O&22:R=)^#=_'X=UO3+ MZZM0;[0=/TV&6!V)BN+>-QYG*C@.493UXZ"O6Z* /)M7^$=_KGA/2?[2BT?5 M_$%KJ;ZO=6NH(9;"
[D=71HF)0D*J.JJQ0D>6IVFK&G_"FZL[72V@LM"T5HM= MBU6:PTF!8;>&)(BGEHRQ*97YW;G5>I P !7J-%%Q%/6+-]0TB^M8RJR3P/$I M;H"RD#/MS7 >!OAIJGAG3=9M[J>TD>\TBQT^,PNQ
DAMFB'IY(2S,)F\KYU! RHV'J0>G'IO:+X7\0:AXJT[6O$?]FV[Z5936=M%I MLTDHG:4Q^9,Y=$V<1*!&-V,GYCQ796NH6M\UPMMP')IB//M-^&NIV?@_P3I3 MSVAN-$U*.\N65VV.B^;D(=N2?
G'4#OS5C7/A]J.IZ7\1+:*:U63Q$RFT+NP" M8M8H?WGR\?-&3QG@CZ5Z#10,\4\>?!?6/%=WXG)L_#VIRZEM:PU?5S))H MC4>1''Y9"+N5B)$<$%\E&
(Y[C5/"^JI\1])\2Z>+.X@33WTR\@N9WB9$:5)! M)&0C!R-K#:=N M Y+F\TA]'O;S4(9+>YCO)Y8XX<7-Q+%*A6-BY"W!#1D+DCAZWM*^&6&4 $?>R2">!ZUWEO<17EO%/!*D\$JAXY8V#*ZD
M9# C@@CO4E '+>%?"=QH\WBK[8\3Q:OJF1TYKB[/ MX<^+[72_"7AUI-&?0_#M_;3I?&XF-U5LV_ZSCS/,^[_!FKDGPYU)O##.L MZ<)[7S[WQ$NKQMO;:(1=Q3;3\OWMJ$8QC..>]>CT47 \Z\;?
#K4O$B^-1;3V MJ?VWIEK96_FNPV/&TI8OA3@?O%QC/0\5I0^#;V/7/&EZ9;?RM:M;>"W4,VY6 MCB="7XX&6&,9XKLZ* /%+KX+ZO<6^FVMY9^'O$$$.AVVF)_;!DECTV>-&5YH
M83&5DWY7DF-OD'..!U?@KP!J/AW5_#]W=36KII_AN+1Y5A=B3,KH2RY493"G MDX/M7H%% CRG0_A?KOA=M%U/3[C39=8L5U"VEAN&D\B6"YN?.4APN592%_A(M.6&1P:K:Y\']0O\
7(-9O+#PSXTU&;3HK*\;Q#:!%CD1G830@1R8'[P@Q_+D M*OSYKU^BBX&9X9T4>'/#VG:6&CD^R0)"7AMT@1B!@E8T 5 3_"!@5IT44AA1 M110 4444 %%%% !1110 4444 %%%% !1110 4444
%%%% !1110 4444 %%% M% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 M %%%% !1110 4444 %%%% !7F_QJ^$EO\3M!W0A8=L;?[)]>QY M]0?
2**QK4H5X.G45TSGQ%"GB:'OB1;*FK6I%S&NV*\@.R:,9Z]QUX((YZ5\Z^*OV4_%&DR2/H\ M]MK5MGY%WB&;\0WR_P#CWX5\S]1KX67N>]'\3\SQV2YA@W_LS%]59O^F-J\G_H(-6--^#'C M?5I
D'AJ_0G_)^(_(^I\D M#W$&BSNJ+&&ET&Q8A54*J\P] H [58\-^%?$/QD\6".")9)2L4<]S' D4 M%MJA^5 JJ J !0!G;QWKUCP;^R3?W$\<_B?48K6VQDVMBV^1O8L1A?PS7T
M5X7\)Z3X+TM-.T:RCLK126VIDEF/=F/+'W)[5]4LQ]E'W-6>U@.&,;CIJ682 M<:=[V;U?^7J]2#P/X+T[P[P#X;M=R'TR/;!",M(W+RN?O.Q[DG^@' K>HHKPY2E
M.3E)W;/UVE3A1@J=-6BM$@KQW6/&GB21=1M[/5%M9AXR@T>*9K>-_+MGCC+* M 5Y.68@GG..<<5[%6"W@70WDD=K++2:BNK,?-?FZ4 +)][L%'R_=XZ5)H>0?
M$9M7O]8_X1Z;Q+J1BT[6='DCN!#:"1_/FXW_ +G:3&T6Y<*!EOF#8.&.\T'5- M8N?'7B8UN]:<1H*P*!*5:+S*Y>W5F:4A!@ @O\A7EC_" *Z.^\"Z'J6IRZAH:E>Q6X6YU(H;IF9F$$NQ=B
9I@>2>'O''B6;Q!X=:*YU?4=/UQ9UAGU:SLK:RF80/+');QQM]I1 M24'$V?E;KG!-SP!X@\17&K1:-XFU?7=-UN]L9-UK?Z9:B-9U W26<*F,JF[M[LOF$C:3T(/6Z;\(?"> ESV7T]T+=#C*PB5V$0. ,(,
#H!0!Y'X"O MM>T/X7>%A8:[ZA@(@1YKD,4"Q@#)R _P V?F&.%XKN_P#A)M5L M;[XA6DFI/.FB:;;RVLTT<097-O(S.VU0"2R@D8QZ #BN@L_AKX>L9 \%G*BK M??VE'#]KF,,5QESOCC+[$R9')50
2KKK]Q/);Z/:W$<<:V[VY9H)G3: MPB#,J'.PYR0?FW5Z1J'PS\,ZI#8PW6DQ31V=LME$"[@FW &(7(.9(^!\KY!Z MD5;D\%Z/)KYUG[*R7[0"UD,4\B131 ,%66)6"2 !VQO4XSQB@#D[/Q?JDMY\ M,(WO ?
[:LI9KY?+3,S+:K(#T^7YSGY<=<=*Y2W\>>+6\#^%KW[5>:AJ?B:]^ MR!-/AM%>UCC29F:'S0B&1Q%D^8Q4$G:O&#Z1H?PM\,^';RRNK&PD2:QW"U:6 M[GF%NK*5*1AW(1,$X084=@*L3?
#WP_<>&;?P^^G_ /$KMF#P1K-('A<,6#I(M&WJP).&# C/6@#.^&FLZWJ4&KVFN13I-870AA>]DM#=M&8D<>>ML[1J^6/3; ME=IVC->:>.-2UWQE\,?
%NNMK;VUG#J$MBFBK;Q&%8H;L1$NQ3S/,;:6R'"C(M&TU[;H/AVP\,V)M-.A:*)G,KM)*\LDKGJ[R.2SL<#YF)/ KG]:^$/A3Q%>75 MQ?Z;++]JD$T\$=[/';RRCI(T*.(R_^?;NX'- '#^*O'GB^77_%SZ-
:ZDEIX M=<0Q"$Z MA)'RDL#W% '#7'Q(O&;3?&QLXQ?CP+=:A]F&3'Y@DA;'KMR/KBM[7-0\::#? M0:38^(7UN_U32+C4+9IK6!3%<6[1-Y:;$ \F02%,,&<=0^:]&?
PAHTEY%.R;343!\L6S%28O+^[M^5>W08Z5EV7@>S\&P75WX:TR.YU9HE@B75-2G* M+$&SY2R.)6BC')"(NW(' Z@ X36/B9J?BK4?#%SX6U86.C75Q:VES(+>.4R2
M7,9EV?.,JT:*I^LHR#MQ3=5USQ?HVF>-;A?%$MS_,(G<(T'G6=N&OD,,4[) M<;8P, .4!B$9Z$YKM_"GPTTW1?#NG65W:P27-O?/JQ^S;HXDNW9V9D (RHWE M0&[9%;%YX-
T>^M];@GL]\6M$&_7S7'G8C6/L?E^1%'RXZ9ZT: >7>)_'WB^ M?7?%DFC6NI):>'G6*)83IRV,K"!)F:[>XE254^<#,>T!1G++'@=/J6I:[K/Q* ML-&M=8ET;;39-#.H3):Q022F7SE4;7='&,,
<\'.!C'6M[5OAOX=UO6#J=YIY> MZ=46;R[B6.*Y"?<$T:L$F [>8K8K7_L.Q.NC6?(_XF0MC:";>W^J+!]NW./O M '.,T >)^]0U7Q9\6]%%U*[UR\#KHEV'@CBMUC?
RKT0LO^J+!7,8[FC8>;)YLBN5<>8C/\Q1\K[5T] ! M1112&%%%% !1110 4444 %%%% !1110 4444 %07LGE6<[^;Y&V-CYNW=LP/ MO8[X]*GJ"]D\JSG?S?(VQL?-V[MF!]['?'I0 64GFV<#^;Y^Z-
3YNW;OR/O8 M[9]*GJ"RD\VS@?S?/W1J?-V[=^1]['/I4] !1110 4444 %%%% !1110 44 M44 %%%% !1110 4444 >"_M'?!>7Q/$WB?0X#+JD* 75K&N6N$'1E'=U';N! M@<@ _*?*G!X-?I-7C_Q2_9ST?
QU//J>FR_V/K,F69E7,,S>KKV)_O#ZD&OG< M;EKE/V]#=[KOYGP^=9#+$R>(POQ/==_->9\=45W7B?X(>,_"C.;G19KJ!2?] M(L1YZ$#O\OS ?[P%<5<6<]F^RXAD@?IMD0J?UI86I.F[35F?F>
(PU6@^6K!Q M?FB$TPUM:7X1US7)%CT_2+Z\<_\ /&W=A]20, !]&BTS1[5;6V3DXY:1N[,>I/UK:J<9C9XJT=HK^KGZ] MD&0T\GINE:5?:NE]<12SFRT&UM M7N712@\PRW1\F-
6P01N8L,'@YY[2_B#KVL>$_!=OYQLM5UO4KC3I]1>&-FA M6#SR6VJ3'YKB$#C* L2 0 *]!\1>"='\4W=I=:A!/]JM5=(KBUNYK:0(V-R%
MHG4LAVKE6RIP.*@C^'/AN+PW#H,>E11Z3!,UQ!;HS#R)"[/NC8'=&0S-C:1M MS@8'%,1R%YK7B5_$GAWP^OB&U)NIK^&ZO]/CC:39#Y;)E61E68 [6&-OS$XZ M
9\GC3Q%_8LGB\:LPM8]>_LO^P3;1>2T O?LN=VWS?._CSOV]ME>C:?X'T/2 MIM-EM-/2W?3O.^S%&8;3+CS6//SLQ&2S9).3G)JO_P *Y\/?V] _:_P!@;[Y M_P!J\O[1+]G_&/.\C=Y7F?]]--N[WH X70?
%'B;3?&MM;>*;_5M-:[OYK>*U MDTVWETNX0ES"L,\7[R-]JJ?WS')W#;R,&@^*/$VF^-:V\4W^K::UW?S6\5K M)IMO+I=PA+F%89XOWD;[54_OF.3N&WD8[:S^&/ARQU:'4(K*8'=?Q3;(6EQ'
(PU6@^6K!Q M?FB$TPUM:7X1US7)%CT_2+Z\<_\ /&W=A]20, !]&BTS1[5;6V3DXY:1N[,>I/UK:J<9C9XJT=HK^KGZ] MD&0T\GINE:5?:NE]<12SFRT&UM M7N712@\PRW1\F-
6P01N8L,'@YY[2_B#KVL>$_!=OYQLM5UO4KC3I]1>&-FA M6#SR6VJ3'YKB$#C* L2 0 *]!\1>"='\4W=I=:A!/]JM5=(KBUNYK:0(V-R%
MHG4LAVKE6RIP.*@C^'/AN+PW#H,>E11Z3!,UQ!;HS#R)"[/NC8'=&0S-C:1M MS@8'%,1R%YK7B5_$GAWP^OB&U)NIK^&ZO]/CC:39#Y;)E61E68 [6&-OS$XZ M
(PU6@^6K!Q M?FB$TPUM:7X1US7)%CT_2+Z\<_\ /&W=A]20, !]&BTS1[5;6V3DXY:1N[,>I/UK:J<9C9XJT=HK^KGZ] MD&0T\GINE:5?:NE]<12SFRT&UM M7N712@\PRW1\F-
6P01N8L,'@YY[2_B#KVL>$_!=OYQLM5UO4KC3I]1>&-FA M6#SR6VJ3'YKB$#C* L2 0 *]!\1>"='\4W=I=:A!/]JM5=(KBUNYK:0(V-R%
(PU6@^6K!Q M?FB$TPUM:7X1US7)%CT_2+Z\<_\ /&W=A]20, !]&BTS1[5;6V3DXY:1N[,>I/UK:J<9C9XJT=HK^KGZ] MD&0T\GINE:5?:NE]<12SFRT&UM M7N712@\PRW1\F-
(PU6@^6K!Q M?FB$TPUM:7X1US7)%CT_2+Z\<_\ /&W=A]20, !]&BTS1[5;6V3DXY:1N[,>I/UK:J<9C9XJT=HK^KGZ] MD&0T\GINE:5?:NE]<12SFRT&UM M7N712@\PRW1\F-

-84OPWU>WM[F&R\0K(VHV*66I M7.H6QFFD(+YEC(Q!^Y&Y&.0*['49[FWM2UI;K![F@9YW.?!2*/Q);ZI:5J6O27]H]@=,MEB@\GRXMI7>_S,))<8&X!1QPHR:=IVMZ_ MXD\$^&
[[3TM8+_4X8)KJX:,M%;*T>]V6,N"W.% R<;@3D U;\%ZQJ.I+K,&H M2V]VVGWK6L=[:QF-)U"(Q^7(F2B&-G? W",G)8'81@ \96J_!_2[K3[_3M.\C0M,NI+><6NGVJ MQ+'*A(E8!2!^\C(C/'&,\YQ5+2?
B=J5Y\/K[4)[>T7Q%$T<,-O&&\F22<(;9 ML$[MI$J[N>J/@\5=M?B@XT.QNI-(NM1F72X-3U)[(L=LDBD\!W#,?E<[5W' M"^I4$ CNOA'$UGX@AMK]8SJE\EXL=Q;^;
B*V\V\D8=?,B9VE8KE<^9CMRGA MGX1Q^'+JTFCN[2(0ZLVJFWL-.6U@!:S-N8T16.T9._)R>QR?FK7;XD:>-2GM MA9WS6\%U!9R7ZQKY"R3)&T7.[<0WFHN0O!/.!@G$T_XG:I<1V#W.AS6?GZY<
M:88I!&SR(D<[*$V2L ^Z)%)8A>6/3D&H%ZQ^'FH66K:41KB/HNEWTU];61L_ MWV9$E4HTWF8*J9FVX0' .[K3M%^',NG^,!KMQ>V,DB>:!)9Z8EK&D7<5<%<1[R< M< \9VFUR2+Q5;Z9)&OV>
[LVN;>3:0VZ-E$BMGVD0CIT:@#9HHHI#"F30I<0O M%(-R.I5AZ@C!I]% 'Y+:YHDOA_7=1TN<8GL;F2VD_P!Y&*G]1558Z]F_:P\' MOX7^-.K2A-MMJJIJ$) X.X8?\=ZO^8KR%8Z_K#
XM8S"TL0OM13^]:G\DYC0 M>"Q=7#/[,FON>@Q8ZD6.I%CJ58ZZ7(\F4B-8ZE5*>J5(J5DY&+D,5*D5*>JU M(J5DY&+D,5:D5/6G*M/5:SWPWLGO#\NG^1!
(_6JDSXJ61ZIROUK\GA$^H(I&ZU2FDJ:9ZI M2O7?3B,BF>JZB1^ZT[3)&#?[;NB ?] M\E_RKYPD:ONC]@+P>=-\!:[XCECVR:K>"")B.L4(/(]B[N/^ U[6!I\U:/D> MSDU)UL=#LM?N_P""?4]%%%?
5'ZL%%%% !1110 4444 %%%% !1110 4444 % M%%% !1110 4444 %%%% !1110 4444 %6=/_./R/\?Y&JU6=/\ ^/R/\?Y& M@"M1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110
4444 M %%%% !1110 4444 %%%% !39$$B,C?=88-.HH Y'2?"=S_PB^@Z7=2>1)H] MQ%MDVAO/2$E4/!XW*%/L2>*?<^!6N+'Q;;KJ4L#:],9A+"I5K?\ <1Q8R&^; M_5Y/3AB/>NKHH
\TT;X,II;7\BW.F6CWDEA(\.DZ0MG #:W!FR$$C$EP0I+, M2,9Z847KWX6?;+.\M_[4V?:+;5K?=]GSM^VS"7=][G9C&/XNOR]*[VBF!YQ\ M2O =YK5O?3VB-J"W<=C;7%C$L0E,4$TDC%/./E,Q\P?)(-
A"G.<\:WPOTO5- M'T&:SU"V>RM8KAEL+:>.UCFC@VKQ(+4"$'?O("#H1GG-=C10!QMCX7\36_BV MYUF;7M)ECN88K:2W32)4;RXVE9,.;DX;,IR=I!P.!5'1_AWJZW%Q_P_)#J>B
M>);:\^6]%UHC^;.@)*Q@M%W>*1 " =K,N%X'R8[U2N/A@L=KLL;];>6&"P2T:2#S%CDM M7=U9QN&X,7P0"#C.#D\=U12 XRQ\!W;:O!J^HZC#+J(U$7THMK8I$56VD@2) M06)&!(6+$G)SP
1A;?P'=:?=Z?J1)-;WE[/()K4NLD-S.97C $BE6' #Y M(X)*G.!V5% '$P_#B6VTO1+6'50DNEZ/+I2RM:*ZR;_)^=D8D;?W."G.0Y^8 M8S5.S^&]QHOA?
Q#8VTEG]HUE1"T.EV8L;2W##RVE2$N_S;6+,2Q+;%%>A44P M&0Q+!"D:<(BA1] *?112 **** /BG]OCX;M;ZQHOC>VC_<72#3KS-Z2+EHF/ M^\NY?^V8]:^3(UK]8/B?X!L_B=X$U?
PW>G8E[%B.;&3%*"&C?\& /N,CO7Y: M:[X?O?"^N7VD:E";>_LIF@FC/9E.#CU'H>XK^A."WW;? M=W/PKC++GA,9]:@OBU81:CC6IU6N:3..3'HM3*M-5:F5:PDSFDQRBIX'\J0' 8="IZ
M$'@C\JB45*JURU81JP=.:NGHUW3,5.4)*479HH:C";:;&28V&Y&(QE?\Y!]P M:S)GKH[BU-]:M"H_>@[HNO+=U_'^8'3FN4F>OX\XGX?ED&8RHQ_ARU@_+MZK M;
[GU/V#*\?',,.JGVEH_7_@D4SU2E>IIGJE,]?.PB>N13/521JDD:JLC5W0B M2SI/AOX'O/B7X\T;PW8@^;?SA'D SY<8YD<^RJ&/X5^M=C8P:;8V]G;1B*VM MXUBBC7HJJ /P KY,_8-^$,FEZ7?
>/M3MRD]^IM-,#CD0@_O)!_O, H/HC=F MKZZKZC!4O9T^9[L_2<@P;P^'=:2UG^73_,****] ^H"BBB@ HHHH **** "H M[A=]O*NSS-RD;,XW<=,]JDJ.X7?;RKL\SZ@=ZW** .5U_P-_;EGXK@
M^V^1_;MHMKN\K=Y&(V3=]X;OO9QQTJIXV^'(\8WFGS23V,D-O"T#VNJ:>+V$ MABI\R-&=524;2 Y#<'&/7M:* . L/A1]ATVRM!JF\6UGI5IN^SXW?8IS+NQN
MXWYQC^'KSTK4T;P+_9&K6U]]N\WR3J)\ORMN?M5RD_7=_!MV^^<\=*ZNB@#P MS6/AGKVDZGI[Z=8SZG>Z7IMI9Z7J4,5@84DB# M,MSNEB&XY/V?DJ>I8"O8] M6@U2XT[R]-
O+.SO>,S75J]Q'CN-BR(?I\W'O6A13 \]M_ ?BFU\$V/AZ#Q58 MP"T$4 N8=)E0R6Z)M,;8N=P+8&71E(YQCK6WH_@N..RLHM;MM$U*;3Y-]@]K MI7D+:\#!0/)*0V1GO<61=BL2L@EBPX"L5=AAMP
M^Z>Q#>A44 <>?AW&MGJ%M#>>7%=:C97Z#RL^6MN+<"/[W.[[/UXQNZ'*6O@ M.ZM]7@G;5(I+"VU6758+?[*1*&DCF61&DWX8;IL@A1@+@YSD=C12 \[UGX43
M:IIYLOMVF7%N]Q=SM'JFCI=B,SSM+NB.]2CKOV[B6!P#M%=#:^'9H?$&ES) M-+:Z7IS6L<\\@>2>1R@9F/7($()/U='10 4444 %%%% 'SE^VIX ?7O!- MAXEMH]UQHTI2? Y,$A
S[[7"_@S&OBE8Z_5?6=)M=?TF]TR]C$UG>0O!-&?X MD8$$?D:_-;XC>-;SX;^,M1T&]RS6TF8IL8$T1Y1Q]1CZ'([5^T\%9FJN&E@) MOWH:KT>_W/\ ,_!N/LLE0Q,M2!:R<=93_ &MDM115 MYT_?
C\MU\XW^=CW,DQ?U;&13>DM'\]OQ,J9ZIROBI9'ZFJJJDC5W0B)DNGZ?9#VK[VKZ; 4>6+J/J?H'#N#=.E+$ MR6LM%Z?\%_D%%%%>J?8!1110 4444 %%%% !1110 4444 %%%% !1110 444 M4
%%%% !1110 4444 %%%% !5G3_/C\C_'^1JM5G3_^/R/\?Y&@"M1110 4 M444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !11 M10 4444 %%%% !1110 4444 %%%%
!1110 4444 %%%% !1110 4444 %%%% M !1110 5\I_MF? O^V+-O'NBV^;VU0+JL,8YDB PLV/5!P?]G!_AY^K*;)&L MT;(ZAT8;65AD$'J"*];*LRK93BXXJCTW7==5_774\K ,NI9KA986KUV?9]'_ M
%TT/R+C6K$:U] ?M-?LYR_#S4IO$?AZU:3POX."/ M<5\?Q/D<,]P$J*_B1U@_/MZ/9_)]#U\IS!Y?B5-_"]'Z=_D>=2O5*5ZNZK:R
M:=>2VTN"\9ZCH0>01[$$'\:S)&K^5/92IS<)JS6C79H_8U)22E%W3(I&KT3X M _!F^^-?CRWTU$DCT:V99M3O%X$4.?N@_P!]\%5'U/0&N?\ AU\-]=^*WBBBW
MT+0+4SW,GS22MQ%!'WDD;LH_,G &20*_3KX1_"G2/@]X-M=!TE-Y7]Y=7;+A M[F8@;I&_+-'8 "O7PF&=5\TMD>_E&62QU3GJ+]VM_/R_S.KTW3;71].M;"R@ M2UL[6)8888QA411A5] *LT45](?
J*TT04444#"BBB@ HHHH **** "H[A=-M]O*NSS-RD;,XW<=,]JDJ.X7?;RKL\STT5VX+&5=F M&!HYGA9X3$*\9+[NS7FGJ?E?Y94D$;2."*>JU]2?M,_L^E9+GQAX:M2RL3)J M-C"O0]YD [?W@/\
>]:^852OZ(R[,Z.:8=5Z+]5U3[?UN?R9G.4XG)<5+#8A M>CZ27=?KV8Q5J15IP6G!:]%L^?%I0*=MJ+D7$ I\ M;&&174X93D'WI*<%J'JK,F]GOXWS_*O[(S2MA4O=3O'_O5?=MZH_;
MNQ7UW"PK=6M?5;D4KU3F>I97JG(U>3")Z1%(U=#\-?ASJ_Q6\96/AW1H\W%P MVZ69A\EO$/ORO[?F2 .2*S?#OAK5/&6N6FCZ+92ZAJ5T^R*"(6=O\ :9B2?K70
MT45]0DDK(_58QC"*C%62"BBBF4%%%% !1110 4444 %%%% !1110 4444 %% M%% !1110 4444 %%%% !1110 4444 %6=/\ ^/R/\?Y&JU6=/_X_(_Q_D: * MU%%% !1110 4444 %%%% !1110
4444 %%%% !1110 4444 %%%% !1110 4 M444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !11 M10 4444 %%%% !1110!%=6L-];2V]Q$D]O*I22*10RNI&""#U!%?
&_QV_9.N MO#LESKW@R&2]TKF2;2URTUOW)C[NGM]X>_4?9M%>WE6;XG**OM*#T>Z>S_KH MSP,XR7"YU0]EB%JMI+=?\#NC\HT6IU6OO7XL_LS^&OB49;ZU5="UULL;RVC& MR8_]-8^
3_M#!]2>E?)OQ ^!?B[X:R.^I:I.,I_P " K]L MRSB/!9HE&,N6?\K_$?7_(_G?.N%LQR=NGFS@T6ID6F*M
M3**^A;/A9,,MM]V/0#W/%93G&"R6K9R/B[2/[0TTW$8S)_C5JWDZ3!]FTN)\76JW"D00^H']]\?PCU&< M#FOK7X:_LG-&T-_XPN<,I#+IEG)_Z'(/Y+_WU7T3HNAZ?X;TNVTW2K*'3["W
M79%;VZ!$0>P'^37_P#$^'R_%YC]8PDKW^*VS?=/SZ_?U/Z(X3X=Q_U6/]J1 MY(KX5]JW9]OSZ61RWPD^$.@_!OPNFD:+#ND?#W=](!YUU(!]YCV'7"C@#\2>
MWHHKQ(Q459;'[#3IPI04(*R044451H%%%% !1110 4444 %%%% !4=PN^WE7 M9YFY2-F<;N.F>U25'<+OMY5V>9N4C9G&[CIGM0 6Z[+>)=GE[5 V9SMXZ9[U M)4=NNRWB79Y>U0-
F<[>.F>]24 %%%% !1110 4444 %%%% !1110 4444 %% M%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !7S9\GE^8XC+:WML/*W=='ZGB MYMD^$SK#O#XN-UT?5/NG_2?
4_,.XM9K.XDMYXI()XV*21R*59&!P00>AIJK7 MW[\3/@CX;^)T+27EO]BU4+A-2M@!)[!QT<>QY]"*^5?B#^SOXL\!&2?[+_;& MF+S]LL5+;1_MI]Y?KR/>OV/+.),'F"4)/DGV?Z/K^?D?
S;GG!N99.W4A'VM+ M^:*V_P 2W7KJO,\O IVVEI=M?47/SZXE*%IP6G8IW"TM%+MJ2;B-"MS') MYVI*I0DYP,]#@=<'!_"O/KI7@F>.12DB,596Z@CJ*]$KF]=\-W^KZ[;Q:587 M%_*XI M\\
(^NJ]>OZ?<W).. M :]]^$_[#VM:^\.H>-[DZ'89#?V=;L'NI!Z,W*QC_OH]L"OLOPEX/T7P+H<& MD:#IT.FZ?"/EBA7J>[,>K,>[$DFOR/"Y?.7O5-%^)^VX'(JN(:GB/=C^+_R^ M9P?
P&_9^T7X(Z'B';J'B"Y0"\U1EP6[^7&/X4![=21D]@/5:**^CA"-.*C%: M'Z#1HTV!4Z2LD%%%%6;!1110 4444 %%%% !1110 4444 %%%% !1110 44 M44 %%%% !1110 4444 %%%% !1110 59T_\
X_(_Q_D:K59T_P#X_(_Q_D: M*U%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 M4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1 M110
4444 %%%% !1110 4444 %! 8$$9%%% 'G7C#]G[P-XTD>:ZT6.RNVY- MUIY\AR?4@?*Q]R#7D>O?L5CS&?0_$F(_X8=0@R?Q=#_[+7U#17NX7/,QP:Y: M59V[/5?C?\#Y;'<,9/F+1$?
7Y&;_(KK=%_8YUZX8'5-=L[^7%_WRF#^;&O6M'T/3O#UFMII=C;Z?:KTBMHA&N?7 M')]ZO45\WBBL?BL8[XBHY?/3[MC[; 91E^6*V#HQAYI:_[O[PHHHHK@/7"BBB M@ HHHH **** "BBB@
HHHH **** "H[A=]O*NSS-RD;,XW<=,]JDILD:S1LC MC*,"I'L: &VZ[+>)=GE[5 V9SMXZ9[U)38XUAC5$&$4!0/84Z@ HHHH **** M "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH ****
"BBB@ HHHH M**** "BBB@ HHHH **** "BBB@#B_&'P<\(>.&>35-%@-TW)N[?]S-GU++C=_M_P "S7DGB#]C>QE9GT3Q!/;CM#?0B7_QY=O\C7T?17LX7.,?@URT:K2[/5?<
M[GS./X:RC,VY8G#Q6]M\?K(*^XZ*]V'%V815FHOU3_$:/D:OAODM1WC*I M'TDOUBSXCM?V8OB#/CS-)AMNKUSP]X1T7PG;^1H^EVNG1XP?L\05F_WFZM^)K7
MHKYW%9CB\;_O%1R7;I]VQ]KE^29;E?\ N=","WMK][N_Q"BBBO./;"BBB@ H MHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BB MB@ HHHH **** "K.G_\
'Y'^/\C5:K.G_P#'Y'^/\C0!6HK>^S0_\\D_[Y%' MV:'_)Y)_P!\B@#!HK>^S0_\\D_[Y%'V:'_GDG_?(H P:*WOLT/_#R3_OD4 M?9H?^>2?]\B@#!HK>^S0_P#/)/\ OD4?9H?
^>2?]\B@#!HK>^S0_\\D_[Y%' MV:'_)Y)_P!\B@#!HK>^S0_\\D_[Y%'V:'_GDG_?(H P:*WOLT/_#R3_OD4 M?9H?^>2?]\B@#!HK>^S0_P#/)/\ OD4?9H?^>2?]\B@#!HK>^S0_\\D_[Y%' MV:'_
)Y)_P!\B@#!HK>^S0_\\D_[Y%'V:'_GDG_?(H P:*WOLT/_#R3_OD4 M?9H?^>2?]\B@#!HK>^S0_P#/)/\ OD4?9H?^>2?]\B@#!HK>^S0_\\D_[Y%' MV:'_)Y)_P!\B@#!HK>^S0_\\D_[Y%'V:'_GDG_?(H
P:*WOLT/_#R3_OD4 M?9H?^>2?]\B@#!HK>^S0_P#/)/\ OD4?9H?^>2?]\B@#!HK>^S0_\\D_[Y%' MV:'_)Y)_P!\B@#!HK>^S0_\\D_[Y%'V:'_GDG_?(H P:*WOLT/_#R3_OD4 M?9H?
^>2?]\B@#!HK>^S0_P#/)/\ OD4?9H?^>2?]\B@#!HK>^S0_\\D_[Y%' MV:'_)Y)_P!\B@#!HK>^S0_\\D_[Y%'V:'_GDG_?(H P:*WOLT/_#R3_OD4 M?9H?^>2?]\B@#!HK>^S0_P#/)/\ OD4?9H?
^>2?]\B@#!HK>^S0_\\D_[Y%' MV:'_)Y)_P!\B@#!HK>^S0_\\D_[Y%'V:'_GDG_?(H P:*WOLT/_#R3_OD4 M?9H?^>2?]\B@#!HK>^S0_P#/)/\ OD4?9H?^>2?]\B@#!HK>^S0_\\D_[Y%' MV:'_
)Y)_P!\B@#!HK>^S0_\\D_[Y%'V:'_GDG_?(H P:*WOLT/_#R3_OD4 M?9H?^>2?]\B@#!HK>^S0_P#/)/\ OD4?9H?^>2?]\B@#!HK>^S0_\\D_[Y%' MV:'_)Y)_P!\B@#!HK>^S0_\\D_[Y%'V:'_GDG_?(H
P:*WOLT/_#R3_OD4 M?9H?^>2?]\B@#!HK>^S0_P#/)/\ OD4?9H?^>2?]\B@#!HK>^S0_\\D_[Y%' MV:'_)Y)_P!\B@#!HK>^S0_\\D_[Y%'V:'_GDG_?(H P:*WOLT/_#R3_OD4 M?9H?
^>2?]\B@#!HK>^S0_P#/)/\ OD4?9H?^>2?]\B@#!HK>^S0_\\D_[Y%' MV:'_)Y)_P!\B@#!HK>^S0_\\D_[Y%'V:'_GDG_?(H P:*WOLT/_#R3_OD4 M?9H?^>2?]\B@#!HK>^S0_P#/)/\ OD4?9H?
^>2?]\B@#!HK>^S0_\\D_[Y%' MV:'_)Y)_P!\B@#!HK>^S0_\\D_[Y%'V:'_GDG_?(H P:*WOLT/_#R3_OD4 M?9H?^>2?]\B@#!HK>^S0_P#/)/\ OD4?9H?^>2?]\B@#!HK>^S0_\\D_[Y%' MV:'_
)Y)_P!\B@#!HK>^S0_\\D_[Y%'V:'_GDG_?(H P:*WOLT/_#R3_OD4 M?9H?^>2?]\B@#!HK>^S0_P#/)/\ OD4?9H?^>2?]\B@#!HK>^S0_\\D_[Y%' MV:'_)Y)_P!\B@#!HK>^S0_\\D_[Y%'V:'_GDG_?(H
P:*WOLT/_#R3_OD4 M?9H?^>2?]\B@#!HK>^S0_P#/)/\ OD4?9H?^>2?]\B@#!HK>^S0_\\D_[Y%' MV:'_)Y)_P!\B@#!HK>^S0_\\D_[Y%'V:'_GDG_?(H P:*WOLT/_#R3_OD4 M?9H?
^>2?]\B@#!JSI_\ Q^1_C_(UJ_9H?^>2?]\BE6&-&RL:J?4**)**** M"BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH * M*** "BBB@ HHHH **** "BBB@ HHHH ****
"BBB@ HHHH **** "BBB@ HH MHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB M@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** M"BBB@
HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH * M*** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HH MHH **** "BBB@ HHHH **** "BBB@ HHHH
**** "BBB@ HHHH **** "BBB M@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** M"BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH * M***
"BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "O+/"_QV MM=<^)/Q(\,7VGQZ19>"XX)I]6EN]R2QR1&1F9=@\L* ?XFS[5ZG7P5K7PJ\2 M_&K]IOXV>$]-U<:+X;N?
L[)=6MXR1YQ7ROW"L>@.XG!.,8SE M^"OCO\6/&EKH>I0? WRM!U589TU'_A+K1MMO)@^;Y90,<*=VW /;K7E_A?Q_ M<^*_V%O'>@ZL#%XC\)6%QH>H0/PZ^5Q&2,Y^X N>Y1J]$_9E\!_$:R\'^
-9 MO_BE_:7A1M(MY%_P#"/6T6V)K<>7%]I#;SL)4[L9;;SUJW%)/3\R;MV.R\ M+_'C^TOCAX@^&>NZ&- U2S@%YI=Q]L\Y-4MNO/%%QIVE+#X9TK4&TZQUC[5O_M)T'[UTCV +&"0
P9MWMBO%/^"AGAB& M'X=Z-XWL)YM-\2:/?+:07ULQ20PSJRNF01WP0>WS#^(U]'?#CP7IWP[\":'X M;TJ/98Z=:I"F1@N<99S_+3,2Q]R:EJ/+=#5[V/._CC\?M7^%?C3P?X6T'P7 M_P
)CJ_B43_9X?[52QVM%M.-SQLIR&)R2.G?-;GPW\??$'Q'JEW%XS^&(\"Z M;#;F5+]O$-M?B1P1\FR-05X).X\?+[UXK^UCI>KZU^T=\$++0=;_.$;U>8W MZV^J?9$NOL[;4.[RG(5^
1@^M;'QRO?''PG_&?/$>FZ[XTF^(/BGQ).FD:0 M;71HK*;]\-KQQQ0D^8VP2,#UR0*KE5DNK"[NSH/@)^UI9?'#QUK'AP^'9?#Y M@MS>Z9<7%R7_+2MA(4\U5,:;1]T\%NI&?
EJ]XT_:0U*W^(.H^"_A[X%N_B) MKFDQ++JK1:A%8VUGN'"&9P0TG^QQWQDJP'S3XO\ B%;> O&/P?\ %ND?#OQS MX4L/",4>B:G>^(M#-G!/9NHC&9 S L-TK8/4M7K_ .RG=6OASXV?'+0-2EA@
MUVYUH:K$KR?/<6CEW1U!ZJ!(I)'3S![4Y12]ZQ*D]CI]/_:;\1>,O":ZKX'^ M&=SXAU"QN;BRU_2;W68-.FTB>(*=I\Q3YH;+8*@?<.0#P$^!'[2'C+XW?V;J MB?"W^R/!!MT\R2^(#XB@F\DQJW_+
QK(V74+T[YZ"NF^'_CSP5X^;XD7'@_1D MMI;*ZDL]3UB*UACCU*X5&^99$8M*%!^\V/O<<=-:X3]@V]ATW]EG3KNXW>1!<7 MTLGEQM(VU96)PJ@EC@=-"3VJ;*ST*UNM2UI?
[57B;QM'?:SX&^$FK>*_!=G/ M) ^LIJ<%O/-Y?WS#:L"\G'0 Y.<8!XKWCPOKZ>*/#]AJR65]IJW<0D^QZG;- M;7,)[I)&PRK Y'IW!((-?+MC\)_#]OX1U3XE? GXIW?@@_39?/OI+6=Q+HS.H
M(<203*#"E>R?LS_%34OC-\&]#\4ZO9QV6HW)EBF$((CD:.1D+H M#T!V],G!R*4DK70)]S'_&E/VDE_9]L=&\:W\.3>*=0U$S2&SAN3-8;>%09)F M81O\HW+U
').>*Z[7_BQ9:;\%KSXBZ=;C5;&+1SJ\-N)O+\U?+WA-^#M/;.# MCTKYJUKXE66O_M"_$/5]0\!>,?!?]]\ZV^$;*3PSHYOK=>=UX';!-5MKRPU7 MG8WD2VVNI0F&Y6VF1Y(_,C;E2#O&.P
MQ5\BLA'_&6B^'_(G_[O/AV= M>+]8UNV.G:?$0TXQN!D ZJ,L%W/O7TGJ<; MQ>&;M)&WR+9N&;&,D(^'EURXG^WK+] MFDW%6MJJIA\$'YPV#Z5\]_L4^_B-K'PAT#5-$^*7_"/^'%OYB^@?\
(];7.] M5F/F+]H=MXWX/./ESQ7H.O1R3?MY6,<3^7*W@:54?^ZQG?!K248W:7ZDINR9 ML:C^U%K.M>(-=M/AU\-=0^(&CZ!.UMJ>KP:C%%:QB5>72W5@3.0,\+@GC'!!. MIXU_:BTC0?@AI'Q+T/3)
=T[4KJ"U6SFG%M)$SL4=7(5\,C*00,@D<''->3? MLE:UKN@_LX^)-$\W?A^P\;R F VJP#=,K@]*X' MQI\0KGXD?2L::KK%QHWA_1DL/&,4&;1K>T9OZ$S;2Q)+-)RW?(XHY%>>UA<
MSM<^R/B=\4/^%#H_[,_M'_A(M,YZBN&^) M'[0WB?PS\85^'GA+X<_\)IJG]E+JS/\ VY%88C+LA&)(RO!_BR=W3BJG[1F MI6>J:E\$H;.ZANI;OQA8W5NL,@;S85CG(]:X'XC>'?$_B;]N+[M)X2\7?\
"%:H/!R2-J/]F17^Z,7# Q^7(0HR2#NZC;[U,8KJ4VSU#X>_M%ZI MK7Q.C\ >EUX!\2W5HU[81MJ$=_!=1KDL!+&H ; 8XY'RG)!P#S'AK]J#X MC>/KG76\(?!;^W].TG4Y]+]DO/^$JMK;=+$1GY)
(@1D%3QD)? >L^"-:L55WCNL7-E,K=/)NT'ER$9&5X M(SWP<J>'/BAHUB+BTOM'EDLKL6[$\I(R;)%RS<(M2PRPR.:Q/@U\1/&GAOX_:M\(O$WB6U\?6MII0U"WUN*!8;JVP57R;A4R-WS#
MEB6.5)/S8$636B*N[ZGTM1116184444 %%%% !1110 4444 %%%% !1110 4 M444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !11 M10 4444 %%%% !1110 4444
%%%% !1110 4444 %%%% !1110 4444 %%%% M !1110 4444 %%%% !1110 4444 %%%% !1110 4444 M%%%% !1110 4444 %%%%
!12,P49)P/>LF]\7:'ILFR[UFPMGZ;9;E%/ZFJC M%RT2N1.I"FKS=O4UZ*IV.LZ?JBAK.^M[M<9S#*K_,C5RDTUHQQDI*\7=!11 M12*"BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH ****
"BBB@ HHH MH ***:KJW1@?H: '4444 %%%% !1110 4444 %%%% !7-:%\.?#OAKQ;K_B; M3=.^S:YKWE'4;KSY&_RUVI\K,57_N@9[UTM% ' 3_?P+<77B^=M#VOXNC
M$6MK'=SHEX!T)4.%1N3\R!3R>>37&:?^Q+\%M+O[:]M?!GE7-O*LT3_VK>G: MZD%3@S8/('6O'/BMX=.A>*=._M32C*DYM_/DA^=<[3N MC96XR>]=(JB-0JC"J,"G45(SF/$'PT\-^*?%OA_$Q-
JFF_:M!J?Q!X#T+Q3KV@:5J[HDU#09I].D::15AD==K-L#!6..FX M'';%=!13NP+=P4?[1JT(MX/@VNP*_!HXR1L8%R>&+WP]XCL%U+1[P*)[9G=-VU@P^9"&!! .01TKC/
M&G[,OPS^(=MI,/B'PO'J1TNV2TM9VN[A)Q"HPJ/*L@>0 ?WV;J3U)KU"BA2: MV%9&%X9\#Z#X+\,Q>'M#TNWTO1HD,:VELNU<'[Q)ZECW8G)/)-0?#_X=^'OA M;X9A\/\ A?3_.S-(A=Y([?
SI)L,QW,=TC,W)/K724478SR#Q#^R/\(?%/B" M76]1\$63ZA*_F2-!--!&[$Y+-%&ZH23R25Y[UZGI.D6.@Z9;:=IMG#86%M&(MH+6VC$<<:#HJJ. /I5RBAR;W%9'/^!_->A?
#C0AH_AVQ^P:>)I+@QF:29FDD M8L[,\C,S$D]S6)JGP-\$ZUKGB76+O12^H>)+'^S=6D2\GC6Z@VJNUD5PH.% MW !ASSR:[NBB[W P=<\"Z%XE\&S^%-3T]+SP_-;"SDLW=L&(#<#N!&!A@<
M@@'.:Y/Q%^SC\._%?@G0_".J^'OM7A[1#FPL_MMRGDG!'WUD#MP3]XFO2J*+ MM;!9'FGPY_9M^&GPGU0ZGX6\)VNG:C@A;N266YEC!&#L>5V*9!(.W&0:]'N(M$NH)(95W1R*49NEHHHNP/+?
&G[+_PN^(7BC_A(=?\'VE]K!97DN%EEA$K#&#(D;JLAX ^8'(X M/%=/9?"GPAIWA_6="M_#]E%HNL3//?:>(\P2NRJK'8>%X1>% (SUYKJZ*?, M^X61YG\/?V:_AI*]<;6/#'A2UT[5"&
NGEEG>,$8.PRNVS()'RXX.*Z?_A7 M/AW_(6 ?&_]G?\ %4&Q_LW[=Y\G_'ONW;,[NN?>NEHI')_B!!XW;3R/%$-F=/6^2XE3-N23L:,,$898G+*2./08\UU3]BCX,:SJ5WJ M%%YX-
\Z[NIGGFD_M2]7<[,68X$P R2>G%>X44U)K9A9'F>N_LU_#3Q-X1TCPU_Q-TCPU MJ?A.UO-TF/R;%7EE$UO'G.U9P_FX)ZC=SWK7^&WP8\%?2"&UN(/"'AZUT87&- M/.EC+22R = TCEG('H3CDUVM%',
[6N%D%%%%2,**** "BBB@ HHHH **** " MBBB@ HJI?:O8Z7'-$[S8@TCOF4ZUMDN(J]M+@HHIC4HK3YNII\?ULVL]NJ>3M-Y*1PH!51C4A 4444 %%%% !1110 4444
%%%% ! M1110 4444 %%%% !1110 4444 %%%% !115#4-?TS25C>(P[4;(%HK?NF+;/4_H44GDNJRA4L(Q+$P>.4H27*8HF*S%+5=^T.GD)?E1HE>D:TMP@$ AE;Y&A1G&HK
MP=T+1114EA1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !11 M10 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% M !1110 A..3P*\.^*?
[35AX5N)M,\.Q1ZMJ*?+)2_5G0^*OB1XG\9-)_:VM75S$YYMP^R'_OA<+^E,O!=T@ MGOWURPS\]KJ#ER1_LR'YE...X]J\V85$RU],J='$PY*T5)>9Q4<7B#<#/VN%J M.#\G^??YGWY\+?C%H?
Q4T\O82?9M1B7,^GS$>9'ZD?WESW'J,X/%=W7Y!:'K M_MM_X8E3UU33K7E[2^MG#QRH>0P/7Q%\'X H0@\$&OO7X/\ Q,.MU_BEEX/AU1$$%[$WD7MN)X0^X)N0WX]\P>_;)@9'X_H/NH=,_G_&[BB)\\/\
@'[APMQ1_;">%Q6E:*^4EW\G%%%%?*GZ*%%%% !1110 4444 %%%% !1110 4444 %%%% !1110 44 M56U+4K?1].N;Z[D$-K;1M-+(>BJHR3^0H$VHJ[V*^O>(-/\ #&ESZCJEU'9V
M<*[GED/Z =R>P')KYK\??M8:A>2/;>%+46$ X^VW:!Y6]U3E5[](-1G+G)3[0RI^" A1^ K'M_$&J6,@DMM M2O+>3J&BG=3^8V6HF6OOL)*%K)(_J]6M?M6$:*0=8&:7#8KGK:(@*UMZ&2I(@&:
MZG;*_EOW..Q / M7KC-?$;;+42LT,BNC%%%4E93@@CN#79B;-#&F-;(/:((SW7% Q@L'<$9H?8%N.*!93?\$8,+8PJ1[OM?\[I, _Q;R/?\IJ:H>4Z&=&4:1%.:\8PA)S$N*+HLPI2Z>R;:
M!YYQ[C7YGB\+J3MN"*+RKKF\-+#\!-I@@F@>\^+(%9C].Q;/N.A>RT 51Z8M^(]#)-$-J*HW<:@[!GQLYH'EY/PN^P("]0O!I+\&;$]J:9R2Z&;#DTFO:$>-9"(](/!U\J[TIA@Y]?L
[9>&='N]4\J9C(/,-;Y<4\+GVH\2M7,F8J/U>-2:;J1BR!%E%UD>:&==XF2%4T5T#&P7I%X7-5?%KO[R[<^SS9MI?XI6KX.5ZGM@]@<6ONY]T[;YK:RH8>C4-IBK"BAN]?O(
A^IUUI\;/'>GONVTMWY1DQJ8T@F+2"/CWCB#WWUN)!/%_[TSW":&:O#?I@5'PP@3X>U5VP;ATC);L&7A6[V/A(>OEN9:RS[GCPWR2F]:RB#7MR6+Q+4EIY;&2HH!Z1<"+&+CQ1)D;\
[G='W5X!^*'A[XE6#7&BWGF21@>=:RC9-$3_>7^HR.#S765^=7-3?X?\#S/V'AWB?^U)O!_MXR/)7CTV4O1/5/NOFO+OJ***^9/OPHHHH **** "BBB@ HHHH **** "BBB@ M HHHH ****
"BBL#QUXRL_?A>]UF]^:.!!?DB!PTKGA4'U/Y#+#/M5F5/19GO-Q%P^DP*MXV.'\TMUDJ2=]BK(RV[GU+U(J\97$?G[$0&2IU'/EW<[7Z-J?5X@FSG2U(2KEIQ3B6*;^84 T&]DC$B\D+GL,ETY>ZO3IKL.NTFE<_V
[[V3?3;;U.'NIY;N9Y7FFPSFQ<[FDD8TT+D?.SH<60UKQQC2UL!9K2L+[.Q'L&JW?<.:K,H(HY9&\!NCE"VHOPT0+JKU/S95:C\!H/M2_CPK&V"QLY]VPGX<<FZL%L!,V.BS2ZC7=
1M(MUGOC&Q^T>//%D]Q$=7& SE8HGE<*.F=J@_4BVFQT:[*LXJZOVTCF7GB6Q)[2QY&:)MYQYBAI@CHLN=8XU&TMW[XAZ*P<_LOE2,6DVN]%]=8^0_S3GE=<>$RGTKKMD)HQOO@CK^
M3CV%>;2LTC,S$LQ.2QY)KL!]:!Z8[>RM[\BF^)W*.SKK5%D/8>$VFJ[MK\F(B4YJ@MQH:;[Y/VMVO/JRF..\AG#D+"4JGCG?Z$YN4Y4^=OZZO@3<1Z\G5[2!8V=G;-\%?%7

M2C$_(,12K8^3JUZZEYMO[ES)+Y71Y(RUV?A'XT>,/ \T1L-9GFM8\#['>,9H M2H_AVD_*/]T@UTI3PKK>G%O$WB>RU75HY1Y-U9R75LSQ$'*RNUB^XJ0NWCHS M9. !7,ZY:^%-
"U"2RN=!UHR*J.'CUV!D='4.CJ?LG(965A[$5]12K0Q"]G4I M\WJE^%['F/#U<"UB,/B%'S3=_1\O,EUTOJ?5'P@_:&TCXF. .NHQI&NAM5^;WB?2QX7\0+'97$VSR;:]MYC\LB++"DR9(_B4.!
MD=QFOL7]GCXP-\3/#LEIJ)4:[IJJL[# $Z'(60#UXP0.,^F0*^6S?)XX>FL7 MA?@>Z[7_$_(_5>&>**F-K/+%]4U>7:5 ML[=Y@K'&Y@/E7\3@?C6Q7D?[46HFR^%-Q"#C[7=0PGWPV_'_
(Y6%>I[*E*? M9'%C:SP^&J55NDV?'VI:C<:MJ%S?7+YYK*#4(TTE M,VUR9!&^;VU')1E;C.>&'3TXKR\%B+GX33CSU;R[-ZZ]&]33T3Q!H=O8&'2+ MIO"TPG$EQ+JA^W-=18QY:F.W&,'/R,
K;N6X%8^IZKX*NM0NIH?#VLQ0R2LZ M1QZO"BJI)(4VK8 ';)QZGK6EHNJ:+J6F^(+B7P=HZOI]BMS$$GOL%CFV5NF.0/H6^%]4T76]3GMI_!VCHB6-
Y<@QSWP.Z*VEE4&NWNOO;9Q:7R2ON[D>A:[X>M8;V+2#<>%]3E">7J>J7/ MVQ%4'YD'E6P9"V1\P#9VXX!-26__A_C/QOIVF_V;J@FU"YM[*2^M;Z*"%I M&V1O,L!MR5#-
E]N[O_#T#/"^IZ+KFISV]QX-T=42QO+D&.>^!W16TLJCFY/! M9-#[$].M3?#OQ-IMQ\0O#$4?A'1K:1]4M56:*:]+QDRJ R[K@KD=>01QR#7T M]*HDI22=[=_^#?
H<4;U/90G.#BY6^%_/3ELOBW23\SRYEKUW]ESQI)X7^)D& MG22[+#6%-M(K'Y?,)C;ZYRO_Z\F9:M:!J#:/X@TR_5MCVMU%.&]"KAL_I7 MUE:G'%8>=&7VE_PWXGRF
Q,\OQM+%0>L9)_+JOFM#]+**122H)&#BEK\2/ZY M"BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH *\$_:R\92:9X=T_P] M;R;6U%S+<;3SY:$8!]BQ!_X :]
[KXU_:BU(WWQ5FASD6EI#"!Z9!?_V>O/QU M;V-&_?0^:XBKRHY?)1WE9??O^"/,]%T>76[PPI)'!''&TTT\N=D4:C+,V 3^ M &22 ,DBKVI>';0:=-?:3J7]IV]N56X5X##)%N.%;;D@H3QD'@D9 R,[/P]T
M&XO(=3DN#'9Z/>6B?><*R(6VC@9R1FM&S\'K8^%]972M:T MW6[O4#'8[+>1HE"AUF(4RJF^0F),*N3@GJ2!6^!J2<>9;(_)E@^:FGR[I]== M%I97U^YG'>']'M[N&^O]0,@TZQ53(L)
>5V.$C4D$*3ACG!P%/!.!5^S@T?Q M?<+IMGI7]D:C("+22*X>5)7)$;A\\MT#*0 2,C!R-#P?X>O]6T?6M-EMI+2 MQF: CJ%PICM[>XB+!1(YX&1(Z^H+#BK7A?P1J7AW6(=79K._NK!_/M+'3+R*
M[GGE7YD(2)F(4, S$X. >,U]CAL0M==4<,<+-QIVIWB_B=O/ONM+6MN_,X+1 M]%FUR],$3QPHJ-+-/,2(X8U&6=B 3@>P))(!) J]>>%[&XL[F;1=7_M.6UC M,L]O);-
^P8W.G)#*,\\@@I7VI6C1&+3[RW:QNKAB%,1+!UV MAB-[AHP?+7YF 8 =QI:#X-ATNWU>\TS7],UJ_%I):Q0P-)"BK.IB9G>9$7=M M=@J DEB/3GZNGC%&?+S:Z:?Y]CR:> =2E&7)=.]W>ST_E5]?
N=WIH<-X+\4W M7@GQ5IFMV9/FV-9(W4Y#*1D$? MA7YGW5M+:SR031M#-&Q1XY%*LK X((/0U][_"U)]5^#_AB9VW%+;R ?:-F MC'Y;'N*G"O7P4MFN9>33L_ONON/0****_/#] MN"BBB@
HHHH **** "BBB@ HHHH **** "BBB@ HHHH ^:_VM/'$RRZ?X5MW MVQ,@O+K:?O.&& III&")'&I9F8G ZDFO!IXKFKR]3\,SFM+%XVI-][+T6A&:8:ZC_ M (5KXK7F;P]J-HO]Z[MV@7\W '_ZQ2-
X/M]/^;6-]#DV6N@328?"J)=ZODVH!K?2I.J]P\X[+Z M1]6[X7[UEO$EEH?R^';-X+C_*"=X5>X^L8 VQ?4;F'9^U2ZIX=\/:9- FJZ M]JWV^>UM[R46^E1S(#-"DP&]KE2Q D)*CG-?88?
$7LGHOQ_#8X?JZBG*%I- M=6TDOOM=Z>GJ4O'NH2ZIIOA&YN)S<7,FERM*[')+&_NSS^8_,5L? #QW-X%^ M).G YF+#4)%LKI"<+M=@%8_[K8.?3([US?BK0+31ETJ>PO9KZSU&T-U&]S;"
M"1<32Q%64.XZQ$Y#="*YTY5@02".017T=.G3Q&&E1>L97_%O\CSIXFO@L=#% M+2<.5[WO9+KYK\S].Z*R?"6J-K7A71]0;EKJSAG)]=R Y_6M:OQ>47"3B^A_ M5].:J04X[-7"BBBI- HHHH ****
"BBB@ HHHH **** "BBB@ HHHH *^5OV MM/&$E[XBT_P[#+FVLXA*_^PM=_^CGKHP-<_))1_<3]8_E(6X\;6^H3/<:AX8T? M4;Z4[IKN9[M'F<]78).J[B>3A1D\U WBO2_^A+T/_O\ 7_\
\E5S[5;TK1IM M9N&2-DAAC7?-<3$B.%.[,?3H,#DD@ $D"ON,)4C;5_BSSYUJLY623;_NQ?Z% M?7M7FU[4I+R=8XV94C6.($)&B(J(BY).%55 R2>.2:T_&"_\4_X)_P"P1)_Z M7W=9.I):K>2K9-+):J<(\P
=L#EB!TRM;/C ?\2#P5_V")/_ $ON MZ^MHU%^[2[_HSRVI25=R=W;_-OB8?AKQ!=^$_$.GZQ8N4NK.99DYQG!Y4^Q M&0?8FOT?TK4H=8TNTO[9_,M[J%)HW]58 @_D:_
!EK[W_9]U!M2^#OAF5CG; M T()]$=D_P#9:\GBBE&5&E7ZIV^_7]#[WP]Q4HXBOA/LM*7S3L_ONON1Z'11 M17YV?N(4444 %%%% !1110 4444 %%%(S;5)ZX&: /C+
M]I3QA)XD^(]Q8I+OL=*46\2J?EWD R'ZY^7_(*XWX?_P#(>NO^P3J?_I#/ M65XDOSJOB+5+TG<;BZEF)]=SD_UK4^'W_(>NO^P3J?\ Z0SU\]AL5[2HWW9^ M$UJTL3C_
&TNLOUT,*POI]+OK:\M9#%J$Z)J7]E7OED&?\ M!++YG&> M<>U=>;SXB?\ 0[?^7A;_/R17VN%KWM_G8\NE2FX72;7Z7^!27XLY1O%>E_P#0 MEZ'_-K_P#^2JP]>UB;7]2DO9TCC=E2-8X00D:
(BHB*"2<*JJ!DD\5Z(UW\ M1?\ H=O_"\;_Y(KD_&DGB&&:2U_M_6O[8;C:,_9.ZDE_@45\VGYZ$/Q''_%06G_8(TO\ ](+>K/P=\9R>_ M_B-H^I"7RK5I1;W=>2=IA<@ GUQPWU45#\1A_P
3^U_[!&E_^D%O7)LM?2X> M,:^%5*>SC;\#QL15GA,PEB*6DHS;7R9^G0.1D=*6L3P/J#:MX+T&^<[FN;""M8D\YW1J<_K6W7XQ.+A)Q?0_K"E456G&HMFD_O"BBBH-0HHHHH **** "BBB@
MHHHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "B MBB@ HHHH **** "BBB@ HHHH *\A_:DT\WGPIGG S]DNX93[9)3/_C_ZUZ]6 M+XT\.Q^+/">JZ/)MQ>6[Q*S#
(5B/E;\#@_A7-B:;JT9P6[3.+&T7B,-4I+=I MGYYBNN\!:A+I>G>+[J%('ECTE,+VHY212IZ]QQUZBN7O[&XTN^N+ M.ZB:&ZMY&BEC;JK*<$?F*['X8G6/+\5?V#]N_M;^R5\C^S=_G_\'Y:[MNSY
MON[LX[9KX[-5GS69^)T(R5:VJ=I>NS_$O^&?'&HS:+XL=K;1P8=,1UV:)9*" M?MMLOS 18888\'(S@]0"$\#^. 1NM:N4>VT< :9J+_N]$LD.5LIF'*Q XR!D M=",@Y!(KH/#_/PM3^R?
$WVG_A,//_LY/LOG?:MWF?:[?.S/\6SS.G.W=VS1 MX/\ ^%J?VMB62'*V4S#E80<9 R. MA&0<@D4SX>>.=2N_B#X8@>VT94EU2U1C%HEE&X!E4':RPAE/N"".U=+X/_X6
MI_:]Q]N_X3#R/[.OMOVC[7M\S[)+Y6,_Q;]FWONQCCG%-\#_\+5'C;P]:)\8 M_P!G?VC;_:?M7VVVVROR O*\U=^_=QMVYSGC'6OJ:-6+#\CAITZ_P"Y]^I\ M?\K_+N_O;'B#+5G0]-;5M=TZQ5=[75S'"%
Z[F Q^M0LM>K_LR^"Y/$_P 2 M[:^>'?8:2/M4K,/E\S!$8^N[YA_N&OMI8I4*$ZKZ(^(P>"ECL92PT5\32^77 M[EJ?;"Y"@'DXYI:**_(C^KPHHHHH **** "BBB@ HHHH **** "BBB@ HHHH M****
"OC/]J+3S8_%:XE(P+NUAG!]>"G_LE?9E?/W[6W@^74-#TSQ%;Q!OL# M&"Y91SY;D;2?8,,?\#KQ\V@Y85RC]G4^;X@H.O@)./V6G_G^#/"/&&I7&@^. M&CLW\HZ-LLX. 0!&-
K9!X.YMY8'@[F]:2UG@\;>)M)TR.V72-'63_CW@8N(D M/SS29/+-@'KV55S\HJJOQ,\7J !XJUL#L/[1F_\ BJU_#'Q6UVUU=6UCQ+KT M^G/!/#(J7RD[/^NY^7N5&I5M*3Y6]K+:_M>^W^2[(S;
[X@:AJ7BHZQ<_OXCNB^PNQ,7V=AAH?H5)R>I)W9WW&I#=]H4_/;VN05B;'21C]\#H$!(8U%_9_@__*#NN?\ @EA_^2Z0 MZ?X/_P"@[KG_()8?_DNOM<%649=-=##XMM/"7AJ^L_"VNZY'?
WEW;S/<>0 M+';'&DP*[HYW+;C*IQP/D^E9#?$[QE_T-FN?^#*;_P"*K[#!RNU)16FW3?Y' MGXJ4>6TZCO)+FLE+;1:\W:UROX[7[4-U)N9M0TN.25O[S1O);[OJ?)!/J23 M7V?\ =-?
2_@_X9A==I>W,X'M([2#\]V?QKXRTNUUWXI>+M,TZXO[O5-0NG6W M2:\F:9DC!))RQ)VJ-S8^M?H-I]C#I=A;6=N@B@MXUBC1>BJHP!^0K'/:]L/2 MP[WO?Y;+_P/M>"<-[3&S8C')>
[91OW;LW^5WZEBBBBOB3]A"BBB@ HHHH ** M** "BBB@ HHHH **** "BBB@ HHHH ^#/C1IYTOXJ>)H2,$W;2_]]@/G_P > MKF=$TF?7M9L-,MB@N+VXCMHC(<+N=@HR?3)%>X?
M:>#I++Q%I_B.&+_1;R(6 MT[*.DJY*D_5>/^ 5Y-\,?^2D>%/^PM:?^CDKX;6CC)4WW_!GXKF&%]GF$J,] MG+\&_P#(M:=X#M-7U"UL;/Q;HD]]Y=2K!#$U=[L0JKDVP RR2!DD"HO#J:?9
M>%-7U6[TFUU:>&]M+6)+R29419([EF/[J1"3F).I/?BH_AG_,E(*?]A:T_ M]')18?\)-]=_P"PMI__*)O:^MP5>Z1Y:C!I5%)^_YK2-UH[]RU;W&&E^(M M
\1LOAS3M,N+&R2ZAN+.6Z+;C=01$$23.I!65NV>G-9WQ$'_!/K7_L$Z9_Z M005-X5_Y /C/_L$Q_P#I?:4SXAC_(GUK_V"=,_]((*^WP-;WU_78\W%+FPJ ME9*_+LDNM3L0>,!_Q(/!7_8(D_\
2^[KDW6NO\7C_B0^"_\ L$2?^E]W4_PB M\%R>.OB%I&FB+S;59EGN\@[1"A!;/IGA?JPKZ[#8B-*E*I)Z*[_%GBU\+/%8 MJG0IJ\I*"7SC$^YO VGMI/@K0+%QAK:P@A(/;;&HQ^E;E(!@
#I2U^4SDYR< MGU/ZEI4U2IQIK9)+[@HHHJ#4**** "BBB@ HHHH **** "BBB@ HHHH **** M "OA'XWZ<=+^*_B2$KM#7/G#W#J'S_X]7W=7S!^UQX-EAU+3/$\$>;>:/['<
M,H'RN"60GZ@D9_V1ZUX><0*_^PM=_^CGKF!73?$S_)*1XK_["UW_.CGKS\#7]W[OU/REQ_<2]5^4AP6 MS\6Q">XO+?3-2A_^U2S':EQ&/^6@ ZRCNHY?@CG=G-UC6(YK==.T^-K?2XVW
M!6_UD[]/,DQU/7"]%!P.22;6J.2T6KW??^NO?J0LM=#XO'_$@ M\%?]@B3_-+[NL%JZ#QM=P]?T9YL8_NZO^'_VZ M)R++7WQ\!=-;;2?A#X9A92I>V_!])&+Y_'=G\:^)?!OA6Z\:^*=-T6T!!\V[F
M"%@,[$ZLY]@H)_"OT2LK.+3[."U@18X(46-$4<*H&;!7+Q#B5*E3H=;W_3]6 M?>\ X*7MJ^,:T245\W=_=9?>3T445\,?M 4444 %%%% !1110 4444 %%%% M!1110 4444 %(PW*1Z\4M%
'YV^*M/.D^*-8LF7:;>\FAQ_NN1_2M'X??\AZ MZ_[!.I_^D,]=W^T_X-E\/_$!]62/%CJR"5648 E4!77Z\!O?<:X/X>_\AZZ_ M[!.I_P#I#/7P=*^'Q3I2Z,_$:V'>&Q_LGTE^%]/P,G28M.FNBNIW5U:6^T_O
M+2V6=]W8;6D08Z\Y_"M?^S_!_P#T'=<_\$L/_P EUCZ3JT^BW1N+>.UDDVE= MMW:Q7*8/^S(K+GCKC-;'_"P-4_Y]=#_\$-C_/&:^PP6(VU/'C[!1M45WZ/_ M .27Y#3I_@__*#NN?\
@EA_^2ZQ];M](@:+^R;Z]O5(/F&\LTMRI[8VRR9[M^GXULM\0-4_Y]=#_^!!!8_\ QFLG6M>N=>:)KF*RC,8('V.Q@M0<^HB1=W3O MG%?4&J<=?1__)O\BY\1A_Q/[7_L$:7_.D%O7*,OYUU
MWQ$'_$^M?^P1I_\ 2"WK\IX_3X' <,^V?P&^(/T M>_P/]+>O3KRWXI>.S]7@
<%3A&$=DK!1114F@4444 %%%% !1110 44 M44 %%%% !1110 4444 %%%% !1110 4444 %%%% !111 M0 4444 %%%% !1110 4444 %%%%
'S=^TS\'IKJ27QAH\)D8*/[1@09. ,"4 M#V& WL ?4U\TK7Z3$!@01D5X)\4OV8+77KB;4_"\L6FWC99[&08@D/JI'W#[M8(Z=.37S.-RV7M'7P_7=?JCX'.LAG6F\3A5=O=?JO\CY6HK=\2>!?$'@^5DU
MC2+JQ"MM\V2,F(GV-+A-NG2:79'!:\U!#$N/55(W-QZ#'J17W6$Q*BKMG)#!UL5 M/V="#D_(X/2-%O?$.J6VG:=7MRXCBB0=>7"CAY" ,#_9 &!^)[FH_A;\'=&^%]FQMA]MU25=LVH2J [#^Z
MH_A7/8>V2<5WM7CGW ML0FM+J)H98SW5A@U;HI-)JS$TI*SV/@SXJ?#*_\ AEXDDLYE>73Y27L[LCB1 M/0GIN'0C\>A%<97Z)>)/#.F>+M)FTW5K2.\LY1RC]0?4'J"/4//V4]7
MTN9KCPO<#5K5CQ:W#+'.G_CA6'OQ]#7R=;+:F'GST-8]NJ_S/R_->'JU&3J M85T&9HM1T>^LV7_GM;L ?<'&".O(K,M[2>\DV00R3O MTVQH6/Y"O7P=9Q=F?"5:,XOEDFF0-3-
A9@%&2>@%>@>&/@=XT\6,AM]%FM+= MB,W%]^X0_Q8;YB/]T&OH[X6_LZZ-X!FAU*_D_MC64Y61TQ%"?\ 87U_VCZ< M8K[6CCHT8W>K.W!<.XW,9JT.6'\ST^[N9'-WP;E\&V\)\1:Q"8]8O(ML-
O(/ MFMXC@\CLS8&>X'''->YT45Y&(KSQ%1U)[L_;LOP%'+<-'#4%HOQ?5L****YS MT0HHHHH **** "BBB@ HHHH **** "BBB@ HHHH ****,+QMX1LO'7AF]T6_M!\BX7 =?
O1L#E7'N"!7POXM*:Q\-?%#V-X)+6\M9!);W41*[P#E9(V'TSD< M@CU%?H+7.>./ &C?$+238:Q;>:HR8IDXEA;^\C=OY'N#7D8_+%6J0=IK\?(M^+S_S->MD?]A&;_P"*K-T;Q-J_AWSO[U6
M^TPS8\S['=5T61H[_3;NR=>JW$#(1^8KSJ$JU&5JJ:/RW&8'8:?[]23 M777\&6]2\<>(]9LY+34/$&J7UI)C?;W-[+)&V"",JS$'! /X4ZV^(7BJQMHK M:V\3:Q;V*"..&*_E5$4# 4 -@
#L*R;6PN;YMMM;RW#=,1(6/Z5WWA7]G_Q MIXJDC/\ 93Z7:L<-<:A^ZV_\ /SG\L>]?9X.O&WO'F0IX[$S_<5SA=0U M+6/%VI0F\N[[6M0?;!%Y\CSRMR<(N23U)P!W-?8WP#^$0^&?A]B[B^56UW4
K M7!!R(5'W8P?;/)'4^H JW\+O@7H?PSQ=J3J>L%<&^F0#9V(C7^$?B3SUKTFN M[%9@ZM/V/GZIN/#W1YG1Z[-@ -PW+ U/KN,=ZO1;V^?5_D%%%%>,?H 4444 %%%% !11 M10 4444 %%%% !1110 4444
%%%% !61XK\,V7C+P_>Z/J*%[6Z38VW[RGJ& M'N" 1]*UZ*F45).9EHR91C.+C)73/S^^(7@#4OASXBGTS4$4+)3(";W04A)T[, M/?ID=C^=6=2\2^'
=U"YU+4=$U1M0NY&GN&M=5CCB:1CEF56MF*@DDXW'&:^ MW/&'@O2?'6BRZ9JJ]MQ W*MT>)NS(W8C_P"L>#7S)XZ_98U_1;AY?#KKK=B2 M2L3,L K823='WH/[T?F.8Y'B<(Y2PJYX/I9-
KY.]_5 M'FW]H>#_/H!:Y_X.H?_)$I/M_@_P#Z 6N?^#'J]_P"1*ZUHK-K8W%\^VVMY;A_[[L2%C^E>S@Z[NDSXNI.K%\KBK_ .&/ M^1N&^\'_/0"US_P=0__")5#Q%J\>N3:=;V-
G);6EE;_9+6"27SI2ID>0[F M"KN)>5NBCL,5UGA?X#^-/%31F+1Y;&W8X-QJ'[E1[[3\Q'T!KZ0^%O[/FB_# MR6/4+E_[7UH#BXE0".$]_+7L?]HY/IC)%?84<9"BN9ZL[\'D>89F^7DY(/>3
MBEIY:)O\C)_9Q^#;>!M-;7M6B9-. 3GI@#CG/ME%%>3 M7K3Q%1U)[L_9.&H+1?B^K?J%%%%8'H!1110 4444 %%%% !1110 M4444 %%%% !1110 4444 1],B77K$#<)+KBI*^P_@;\)X_A?
X9(GQ)K5]MD MO) >%Q]V-?9*QSJTU1AI'\S]*R'AUX&J\=B[.J[Z=(WW^'?Y!1117D'W84444 %%%% M!1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 % M%%%% !1110
4444 %%%% !1110 4444 %%%% !1110 4444 -DC25"CJKJ1@J MPR#6%<_#_P +WLF^X\.:3<-US+91/_-:^=?B)_P4F^#_,/?$EUHJ/K7B::U M=HIKC0K6*2!74D%0\LL>_!'5Q->P_!/\ :$\$?M!:%J/J?
@[53=FU*K=V4 M\9BN;5F!*B1#ZX;# E3M."<&KE1DES2CH<[]C6?+*S.TTWPOHVCL&L-)L;)A MP#;VZ)CMQ@5J5\T_&#_@H-*/@WXLNO#=5K.0PWD>A6J2I;2#JCO))
M&I8="%+8.0<$$#U_X0_&7PG\<_",?B/PAJ0U"P+F*5'0QS6\H)CD0\JP!'L M0002#FATY1CS-:%0=./N0M\CMZ***@V"BBB@ HHHH **** "BBB@ HHHH ** M** "BBB@ HHHH **** "BBB@
HHKR6U_:@\#ZE\=(OA/IMS<:IXE,$LL\]FB M/:6S1J6:*23>#YF!T56P3@D'(%*+EL)R4=SUEE#=1GZT%0V,C..E60@E8T106=B 3@#H">@)KY^\$_\%,/@UXQ\ M11Z3/+K7AL2OLCO]:M(X[4DG
R\ X_%WB"VU#4-+DNH[55TF..60LX8JV'D1=N%/.?2M7Q]\7/#OPS M^&=UXYU^X>TT6WM5N=N%\Z4L 4B12<&1B0H&<9/4#)J>5Z:;E\7"^(?&UK,D,L$$=L9K2@U(D7S4F<21 .$W@!"2'
#8YJX0E4=HH MB4XP5Y,^KJ*\K^ W[2_@;]HS2;]HS2;J\\(WTQN;/;]KTV^B\JZM]V@\,YJHM]\V=I902I!!P?5 MF'&,YKR#Q[P_P@D*!VN%_?N?P#@_H0_&7PG\<_
(*3?!_X>^AK:?_0B*PG
M+OC3_P ;3_Y*IJC4E>R!U81W9]HT5X/\)OVR?!?QD\ ^-O%VBZ7KEMKGA*Q]W M:YOHK^W@2:11$\A$069@3MC;[Q7DCZU!^SY^VMX"_:2\47_A_P-V6MZ;J5I
M:&*:Q!#$)8&M)\5S%?16XY>?J@T9AF7^U0O5Q"1PLN2CX8>R8@_[L,3JZ0U^UZH_ M>J[R2F/.U5V0R^'JPH[$8_LYE66PW&A%8#PA&`<@4$\\K#A,#6:MD]W_)6OB M/^QS_:UJ4U;0M3V"#I0/2!=I;%G6U_B;0;@8B=54(B'S0^DE_Q_0).,N2M^. M+%&AZTSVFV'S@'<7SJ>HWN%@D'A'P#O!>H5:7ZUH/UF>J6*#%J:/=CS_^D`Z]*:JN2AT+KFDYPD4B_*;CTV=X1%J:3M@"E9]0/=9MEH.<"Q,/T9@1O6@X"4UK<_*&C%>EHMG"=GWAL2&+N;"&K^+?0D3/%B+7A_=R%%SY&4X%X]`3[4=*J@#MRCU0YVB4B/#>`[O2NL+1&[6ER]?Z!1P*BQ\

[1[?2[M2&/P]::]+'?))(7,HF)@#*Z['81ZM17D^G^,M8U'7+VSTZ MX%M-JNL11PR7Z-.MG"-,@N'54#*-Q.1C(+LV#@@RQ_$S6[**:UO(+.XU%Y) MM-LY(87CBGO8YQ&,@N<*ZR1OM!)41R_,<#
,]3HKR;4OBAK,?B[4[:TM[B>T MT^_AL?L5OH%[<&X4B,RR&Z1?*C*B0D*<_O45P?PY\9:KKUS<6>N/;Q:@ ML"7'V4:9;2:'_PFVI>,)=1U6^TY]/NOL=C)9WTMNMDHMXI!,45@K-ND M+$N""H
^[D',U+XI:EI>LZ=%;ZCI^MV'VRRL9VLM)NI5D\XQJ93>(WD0MF0, M(CN^7;\V6&&(]>&?$&IW7B/4]'U.*W#V]I:WL4EON'R3&5?+;).YE,)^8 M8!W#Y1CD&=36;XB\-Z7XMTF;2]:L+?4].F9&DM;I
\;%&#J2#Z,JD>X%>:^$ M;:75O$VH7%UIGBNX,>KW:IJ:Z\ZZ>BI*^Q?LXNP=HP%V^20?0CFJOAOQEXGO M/!EK+87MJ&TCPY9ZEXM;=81>Q/=N=P,6GRQQ^7-UX82SQHV>,
(YP.VAXLUS4=2^#\>J2)< M0WEZ;63R=,F:VF\N2XCQ&K[U*N48*3N7DGE1T+ >CT5Y5#?:GX:;1K32-*U3 M1[O6M2-DX\6:G)J11%MY9?,C"WZ)"DMM,9(?):4^))9?A3,;G2[R_U"-]'OKJ>#4KR
M6Z5Y;>-727YV)4DDJ0A4'<...!AOB7XD>)?",=S:W\-A/>W$=K+9S6-G<3+;^ M=.(F22)&9YBF=P*;?,Y&U:!'K%%>2V?Q&\2W4VG:;!#']IN]6^PQZEJFC7=B MDD/V22;S!!(58LK1LI .TX'(SQ8\4?
$[4M%\616UK-:7FGKJ5KI\]M!I5W,R M>:T:%GO%(@B=3(#Y; G '.6 !ZE17D.@^(=>TJ&QDUB_AU7S/$M_;@V\4\! M2..&[;;CSGW#,8VJV548X) 8+<_$7Q/H?AN+6;U],O!J6A76K6MO%:R1BUEC
MA65(V;>?,0JV"?D.5R/O84L,]=HKS;5/&GBK3VU6P6TLKO4;>&RNUGL[2:98 M89Y)$?, ??*4\IC\K*6##@8P>I\#>()/$F@K)+Y+'P[8Z@ MEE>H+ZXFFU>)[Z:W2.=4AMF.]-[!9%W.6;
(7@MN#T^U^(WB7Q)I-YJ&FG3M. M_LK28M0N;>XMY)1-;W3(FD M+W][:LC72NT-I"UFDFSL [E7"KD?-N)SC#3>-H['Q8NCZA;W/B*P+:I!I\JK
M=:AI0>,L=P\K='NSG_6!>>@;B@#TVBO.=>US7=,NM8L=!N+6"T\.:7%=,NI1 MRW4MXQ$A"&4R!E&V+!<[V+/D_=(:CXZ\6IXDTS0X[&S\0R>9J4*7%I8^?ILT MZM!*^R.=VA5P"H)*R8^7W
(!ZI17D'AG6+_3-6M--E74;:.37_)CT_5K^6YN MK6$Z?+(-\HD82!G1B-SRJ,\890$T/A#K%_J4MB+R]N+L-X6TBX;SY6?,KFYW MR')^\VUGT5X%I-
QJMYJ\DL$7B2/4)/%%S;0ZQGKJ5KI\UM#I5W,R>:T:%G MO%(@B=3(#Y; G '.6 !81ZC17D.@^(=>TJ&QDUB_AU7S/$M_;@V\4\!2..&[M;;CSGW#,8VJV548X) 8;GA'Q5X@N+_PXVKS6-Q:^(;%
[R*&TMGC:S8*CA"Q= MO,7:^"Q"GBO'U^(_B&'PSH<]NC+%%;RQW]]?:)>7#O M/"P3:\4>)+?> 7WNC !A\O'/5^+[TZU-X3TV&\FBT[6;EC/<:?.R>9$MN\JH
MLJX8!BJ\J02H//)H&=K17CGB236]+T#Q3HFC:S-;PV>I64$-U?&6YECAN/*# MQ+*)4D!!?(8L6"M@$?*5]7TBQ;2]+M+1I6G:")8VE=Y'+D#!.9&=SG_:9CZD M]: +E%%%(HHHH **** "BBB@
HHHH **** "BBB@ HHHH **** "BBB@ HH MHH **** "BBB@ HHHH **** "BBB@ HHHH SE\/:S6K21$Y,;F-EW+G.,\C)P1D MYO:?X=T[2KE)
[.T2VD2UCLE$9(588R2B!=F)8CR#\OR(H^7'3/7FJ^L>!]%UZ:::\M7:>6.&(SPW$L,JB M)G:,HZ,&1@9'^92#\Q!.*WJ* .9A^&_A^WCL5BM)HWLYVN8YUO)Q,\C8WF67 M?OE#;5#"0L&"@$' JI;_
E\-0V]S;-:W%Q:S6DE@MO<7LTD<%O)C?%""_[I M3@#Y,<*H'"@#L:* ,+4/#LNI^(-*O)[F$Z=IN9H+,6Y\S[04>/S#(6^Z$=@% M"@Y.=QZ5NT44 %%%% !1110 4444 %%%% !1110 4444 %%%%
!1110 5R]C M\-]$TO5I-0M#JEO-)<27;PIK%X+=I78L[&#S?+Y9B<;<<]*ZBB@#%TWP;H^D MQZ8EI9^4FFVCV J/-=O+A?9N3D\Y\M.3D\=>37.M\&/#DVJ) /:+-I\.F6VE M6]BS2)#"TC;6;?
F1&#J"CY!\L9SV[RB@#GM3\!Z-JGGN\$L%Q-=K?&YM;B2 M*5)UB6(.C*P*_NU"D# (R"#DYJ6?@&"PU#2!!+&ND:8\EU%:O&TD[W;AU:>2 M=W)?
*R/P1DLQ)8]*ZRB@#GM0\!:)J>M+JMQ:RM=;TD=4NIDAE=,;&DA5Q'(R MX&"ZDC:,=!3/^%=^'VU:346L6DFD9W:"2YE:VWN"'<6Y;R@[ME@N3N//)KI M** .?\.^!=&*W#SZ?!
<>>T8A$MW>373I&#D1H978HF&KO4C?26$GF>?%=>2EW,EN)HRA200!Q&'&Q M?F"Y(&"2"175T4 *))01((8RY6'<"0?+"\ M&NAAT>SM]4GU&.';>301VTDFXG,<;.R+C..#
(_.,\\]!5J:00Q/(1D*I8_A7 MD=]I9\0^%/!VM7>HZS#>ZKIZ= MI-KI,,T5K%Y48;: M]FB6>V3[L4H5QYBC)^]GAF'1F!R]/\5:CIY\8(T^GVVC>&R+.WDOY9GE=A;0 MRAYIF9B0/,()PS-DW!8B/@C
!8G(P?? M@5I:AH]GJE@ME=0^9:JT;B,,5P4973D$=&4'*\F/CG4]#T_4+M'^V3VMMXF MO(S=S2LN;:\41(5#A2H!QR,J!A2H)SJ^(?B+K_AN'5;:YCT^2_A33YH9[>VF MD1$NIWB(,(;?,R&,D!"I?(
"F@#T._T6SU2[T^YN8?-GT^8W%LVYAY2/X M%SG:N(_AQ?:SJGAUKS7#*;N:YE*"2T-H/*#%4*PL/,C5@ VV0LX+')Q@"KH; M:A#\2/$-I(;X33S12J87_=&''UM;:WN[.\CEME19Y;B,3-#*%*L)
M8X1N(!V,QZ4"-ZZ^$VDMH.LV%K/>+<:AITNF1W5_=S7AMH74C:@D&]/TZ\LH=,00WBQI-F1RQ6/F-58MN14.2H4@*3E<&O.M'\9: MY'JOB+48;MY6UJ73AI<-ZSRVUI%/<30QR",$8!B1)"H*
[F."1UKH)/&GB:SU MB+P^9-,N=1_M=+$W[VTB1M"]G+" V&_AW< '5Z;\/]#TMK-X M;6:2:UNFO([BYNYIYC,8VB+O)([,_P C%0&) &,8P,07WPS\.ZCJSZE<63K!Y\;*R2^2'\O>"B_-MR<8)()SR>F>
(_$FO^,/#3F_L[.U5-4MK MVTCMY&6>2WN%B9U/F@#. 5#*Q3+#+9XI^%?'/BFT\'Z!']ECUB]OO#1U"TW, M[S-+$(5;S&+?O"_G!\#:>"N23F@#T&'P'HEOJCZ@EK)]H:Z-[M:ZE,2S%'C9
MUB+;%++*^["C<3DY(!%"T^%/ARTAN8/LUQ/;36DE@L%Q>S21P6\GWXH07_=* M< ?)CA5 P% &#_PEVIZIX!\37#:A%_;.CH;I&AL+G3G^1/-426\Y+JK%67(9 ME< X[@>D6TXNK>*8# D0.
>V1F@9C:QX'T77IIIKRU=IY8X8C/#<2PRJ(F=H MRCHP9&!D?YE(/S$$XJYH/AVP\,V)M-A:*)G:5VDE>625SU=Y')9V.!\S$G@ M>E:5%(HHHH **** "BBB@ HHHH **** "L/Q'X-TSQ5-:37WVU)[4.
(9K'4 M+BSD4/C<-T+H2#M7@G'%;=><>&O#-OI?CCQ%)'?:U.NG1P/;PW>N7MQ$I>-] MV8Y)BK9_V@<8XQ0!MR?"[P_]CM+>WAN[VOF^7']1:\TFVU/5K+^T5M;71KW4G6,HA5?)@??MRQS*2
,JNUC\U17' MCZ^\06%I?1>9IYN[/PY>D0SR@K]HOV62/&[: 5&TX4%@2&) #$>F3>$=)N$ MO5>S&+R6*>;:[+F2,*(V7!^4J$3&W'2KNH:7:ZJ+<747FBWF2XB^8C;(IRIX
M/./0\5YWIGB[Q!?:A::9I?\ 9\#W$VM.\U\)Y]OV:]6) !YF>0YR,@#C: %" MG'N_BGXC\1W&CVVBP?8_M^GZ?>O';6$EW-BX8[\3_P"IM_+5209D(?G XH] M#\1?#[1O%%XUS?
1W(DDA%M<+;7RM[6^2=8K>59H6L[J6UDC<*5!5XF5APQ'![UE<%HEO_P)%\(_"5UK&MSV=DMC;7>I7#W#H]RHAR5>;<&4%RK, M21V9\1NR@,2 ,8Q@ M5GF/SU.>2>*Y7P3??\(_#H,=
(AFMKJZ>&'RXQF1\.8D9P[KYI7"MVQ@<9H/B;5T\!MX:EU2\EUW M4TMGL+V2&,7DZP>?&RLDODA_+W M@HOS;%87TZ\M%_L?P[9ZC<-J,,D\E]*\3L5+[UV#$1^_M;#$L^?
X2&U5^(VMRW5]>QP6 T:UU2PL/(>.3[2ZW,=L=V[=M4HUQG[IW 8^4 MC) .LA\!Z);ZH^H):R?:&NC>[6NI3$LQ1XV=8BVQ2RRONPHW$Y.2 1%X?^'N
MB^&;Y+JQBN/,BB:WMTN+N6:.UB8@F.%78B-20O"@<*HZ* //])U+Q7'_ &,M MSK$%[*[VU4QPRPQB-8;OY74S.70,JLJ9&-BC.1NJY??$KQ,NFV=TEI;VD M43WD-
Y=C2[J_B>:WN&AV!8&WP*P1FWL'"@XP<UNYK61' *AEDB96'#,.O>M:B@#D?\ A5/AO[&(!;7B MR?:/M1O5U.Z%X9-FS<;D2>:?E^7!?& !THE^%/A:73K6Q&FM#;6SS-&MO=31 M-B9R\J,RN&:-
V.6C8E3@9' KGO'!BE\87,6MMXBCT_[#$=+__+$>[1&GW2>; MDVYYD_U6!)QC./XZM^'?$6I>+O!_@^UDDDBU/5+&&\U"X@;8T<*JID8%3P9& M(4;>S,0?EIB.KE\(:1-
'>1M9*$NY8II0KLOSQA1&RX/R%0B8VX^[5&^^'&B7 MR1!8[JREBEN)5N+&]FMY09W+S#>C!MK,=VW. 0I&"HQR?C*&\\->(["_@E\0 MH)M0M_M&L7%^'TZ*%Y0K0&U63
R"$#^3P6#&3@FJ7R@QDKNWG=G- %CQ7\!;77KQOL_;O%&K:E#I]_+IMOI\#VL=RGS*UVZ2UO[BW\X%44JXCD7IQDDG1U?PGIFM:3!ILT M#0VUL4:V^QR-;O;L@PAC9""F!QP>A(/!
(KC'T">UU_6?#-GK6H6>CSZ?;WK2 M374D\MM^^=9E29W+IYB+C.?E(9AR:H6GB*P\!67B/Q%:W4B^%&CMH=/74;UO M*GNBSJTDXN)))9IE9 M6#O(S%F(*)U.,*!C
Q6_7F'P8\46FL7GBJS3Q7;>)KF&_2;S(+Y;A0K6T!"GZ+8:7+_I-KI\XFLUY3R55B8EX M/.P$*,\$ 9%;]% &/-X1TBXMM9MY;-9(=8?S+Y6=CYK>6L>>ORG:B#Y<8QGK
MS6=8_#+P[I_GLEI<32W#6[33W5]<7$LA@E,L.Z21V8[7.1D], \ "NIHH YV M?X?Z!+K.?RGAMKV7 M[.LC74)N;>>.%W=(IH"RATS(^1D$D@YX%=A10!R?
PY\"CP%IE[;":T*36/M[@*\DFNWSJR@L5 M4HTQ4J"[$*1@;C@"NLHH Y+PW\+=!\)36[Z6=6MT@9FCMWUN]E@RV2V8GF*' M))/*GDYZUKZOX5TK7H=2BO[1;F/4K06-TK.P$D(WX7@\?
ZQ^1@\]>!6M10!@ M7_@70]2M[F&:RPD\,$#&*5XV586+0E"I!1D9B0RX(..>!3=+\!Z-I;02)#-/ MSLQ+8C8J > ,8 P,=#10!S\G@/1'>S<6TL,EI=37L M,D%U-$PDED,DN65P61F))0Y0\#& !39/A[X?
FTZRL7T\/:V=DVG6\9E?]W W MEY4'=G.8HR&^\"H((KHJ* .5/PYTJ'0]1TRT\Z--2VI>W%W<2W<\\60&C:65 MV<@IN49/R[B0*ZD *_"EHH **** "BBB@ HHHH **** "BBB@ HHHH *I1
MZ/:0WE[=I#BXO519WW'YPH(7C.!@$]*NT4 4Y1P94^495]P..14UO\//#]K:P6\6G[(8(+.WC032?+':R&2W7 M[W\#DGU/0Y'%='10!CV/A+2=-O(KNWM/+N(_M11_,#SR M<[E%
')7WPL\.ZA#;PM;W,$$-HE@T-M>S1+/;)]V*4*P\Q1D_>SPS#HS ZDG MA#2)ENU:S&V[NX;Z91(P#30^7Y3<'C;Y,? P#MY!R<[-% '/V_@31;75FU*. MVE6Y-W]N"_:IC$DY1T,BQ%]BDK*^<*-
Q.3D@$5;[X8>'-0QYEI<0G?,[M:W] MQ;F3S9#)(LACD7>A=F.QLJ,G KJJ* (K:VBL[>*WMXD@@B01QQ1J%5% P M.@ [5+110 4444 %%%% !1110 4444 %%%% !1110 4444 <_K_@?3/$EX+J
MZ:]AF:'[/*;.^FMQ-%DD(XC8;@"6QGD;FP>3FQH?AV+1;B\F5E=YRD<:I&(T M@@C&(H4 Z*N6/U9CP, ;%% '+)_#T>J"^%K<;EG^U+:F_N#:+ +NW!Q;&3R M0P;YLA.&YZ\TZY^'NDR:K-
JD*317KR?:%C:YF:T%P!A9C;;Q&7!P$[-?"[Z%.9KBUFB>*XD\QHY)B^3(Y9""&8LQ)4CDG%96G_"GP[I MMC)91)JLWEQ"L?& J22LJ$8&&4 KC@BNOHHH Y*;X6^'KO0;[2 M+J&]O+6^*&YDN-
2N7GE"'**9C)YFT?W=V.3QRO\.,]^E;5% %.RTFTT^ZO[BWB\N:^F$]PVXG>XC2,'!/' MRQH,# X]Y?\-?^,O\ H&Z'_P!^)O\ X[1_PU_XR_Z!NA_]^)O_ ([7AM-)["K6 M:8W_)^LG^V,?_S^9[G_,-
@>,NVF:'_ -^)O_CM'_#7_C+_ *!NA_\ ?B;_ M ..UX;TI",O^@9H7_?B;_P".UX915K,,7_S\9/\ ;.8?_F> MY_\ #8'C+_H&:%_WXF_^.T?\-@>,O^@9H7_?B;_X[7AE%:+,,7_S\9/]M9A_
MS^9[G_PV!XR_Z!FA?]^)O_CM'_#8/C+_ *!FA?\ ?B;_ ./5X925:Q^*_P"? MC)_MK,?^?S/=/^&P?&7_$#-"_\ >;_ ./4W_AL+QE_T#-"_P# >;_X]7AA M-)6BQV)_G8?VUF/_#^9[I_PV%XS_P"@9H7_
(#S?_'J/^&PO&?_$#-"_\ M >;_ ./5X715K&XG^=D?VWF/_/YGNG_#87C/_H&:%_X#S?\ QZC_(;"\9_] M S0O_ >;_P"/5X716BQF(_G8O[;_P"/4?\ M#87C/_H&:%_X#S?_ !ZO"Z*M8S$?
SLG^W,R_Y_,]T_X;"\9_] S0O_ >;_X] M1_PV%XS_ .@9H7_@/-_\>KPNBM%BJ_\ .R?[KPLFDK18JO_#,7]N9E_P_V>Z_\-B> M,_\ H&:%_P" \W_QZC_AL3QG_P! S0O_ 'F_P#CU>%45?UFM_,3_;N9?_V
M>Z_\-B>,_P#H&:%_X#S?_'J/^&Q/&?\ T#-"_P# >;_X]7A5%:+$5OYA?V[F M7_/]GNO_V)XS_Z!FA?^ \W_P >H_X;$\9_] S0O_ >;_X]7A5%6J]7^8G^ MWLS_ .?[/=?^&Q/&?_0,T+_P'F_^/4W_
(;&\9_] S0?_ >;_P"/5X4325HJ MU7^87]O9G_S_ &>[?\-C>,_^@9H/_@/-_P#'J/\ AL;QG_T#-!_\!YO_(]7 MA-%6JU3^8G^WLS_Y_L]V_P"&QO&?_0,T'_P'F_\ CU'_V-XS_Z!F@_^ \W M_P
>KPFBM55J=Q?V_F?_#_D>[?\-C>,_P#H&:#_ .\W_QZC_AL;QG_ -S M0?\ P'F_^/5X32>YJU4GW%_;V:?_P"1[O\\-C>-/\ H&:#_P" \W_QZD/[M8WC/_H&:#_X#S?\ QZO"2:0#-7[2?
KP@GL*7I6BE+N3_K!FG_#_D>[_\-C>-.^F: M#_X#S?\ QZF_\-D>-/\ H&:#_P" \W_QZO":2K4I=Q?ZP9I_S_D>[_\ #9'C M3_H&:#_X#S__ !ZC_ALCQI_T#-!_\!Y__CU>$45I=B_U@S3_)_R/=_^&R/&
MG_0,T'_P'G_^/4?\-D>-/^@9H/\ X#S_/QZO"**M7)_U@S3_H(D>[_\-D>- M/^@9H/\ X#S_/QZC_ALCQI_T#-!_P# >;_X]7A%%6B?]8-/^@9H/_@//_\ 'J/^&R/&G_0,T'_P'G_^/5X/UH)K1(G_
%BS7_H(D>\' M]LCQI_T#-!_\!Y__(]2?\-D>-/^@9H/_@//_P#'J\'HJU%"_P!8LU_Z")'O M'_#9/C3_*!F@_\ @//_/'J/^&R?&G_$#-!_\ >?_./5X/16B@NPO]8L MU_Z")'O'_#9/C3_H&:#_ ._P#\>H_X;)\:?]
S0?\ P'G_/CU>#TE:*G' ML1_K'FW_$$2/>/^&RO&G_0+T'_P'G_^/4O_V3XT_Z!F@_^ __P >KP;I M15JE'L+__%CS;_H(D>\?\-D^-?\ H%Z#_P" _\ \>H_X;*\:?\ 0,T'_P ! MY_\ X]7@]
K148=B?]8\V_Z")'O/_#97C7_H%Z#_ ._P#\>H_X;*\:_P#0 M+T'_,!Y_P#X]7@U%6J,.PO]9,V_Z")'O/\ PV5XU_Z!>@_^ __,>H_P"& MRO&O_0+T'_P'G_\ CU>#45HJ%/L3_K)F_P#T$2/>?^&R_&O_
$"]!_\ >?_ M ./4W_ALSQK_ -O0?\ P'G_/CU>#4E:+#TOY1?ZR9O_P!!$CWK_ALSQK_T M"]!_\!Y__CU'_#9GC7_H%Z#_ ._P#\>KP6BM%AJ7\I/^LN;_\ 01(]Z_X; M,\:_] O0?_ >?
_X]1_PV9XU_Z!>@_P#@//_'J\%HJUA:7\HO\ 67-_^@F1 M[U_PV9XU_P"@7H/_(#S_P#QZC_ALSQK_P! O0?_'G_P#CU>"T5:PM'^4G M_67./^@F1[U_PV9XU_Z!>@_^ __,>I#^V=XU_Z!>@_^
__P >KP4F@#N: MU6#H?RB_UFSC_H)D>]_\-F>->^EZ!_X#S_\ QZD_X;.\:_\ 0+T#_P !Y_\ MX]7@A-%6L'0_D1/^LV@?^ __,>KP2E^[]:M8+#_,B%_K-G'_03(]Z_X;.\:_\ 0+T#_P !Y_\
MX]1_PV=XV_Z!>@?^ __,>KP2BM%@-O^@7H M'_@//_\ 'J/^&SO&W_0+T#_P'G_^/5X)15K X;^1$_ZSYS_T$R/>_P#AL[QM M_P! O0/__'G_P#CU'_#9WC;_H%Z!_X#S_\ QZO!**T67X;^1"_UHSG_
*"9 M'O?_V=XV_Z!>@?^ __P >H_X;.\;?] O0/_ >?_X]7@E%:++\+_S[0O\ M6C.?^@F1[W_PV=XV_P"@7H'_(#S_P#QZC_AL[QM_P! O0/__'G_P#CU>"4 ME6LNPO\ S[1/^M&<_P#03(]
[_P"&SO&W_0+T#_P'G_\ CU'__V=XV_Z!>@? M^ __P >KP2D)K19;A/^?:)_UHSK_H)D>]_\-H>-O^@7H'_@//_'J/^&T/ M&W_0+T#__,!Y_P#X]7@=%6LLPG_/M$_ZTYU_T$R/?/\ AM#QM_T"]_\!Y__
M (]1_P -H>-O^@7H'_@//_\ 'J\#HK197@_^?:%_K3G7_05(]_X;0\;?] O M0/\ P'G_/CU(?VT/&W__$"]_\ >?_./5X&33:U65X/\ Y](G_6K.O^@J M1[[_,-I>-O^@7H'_@//_P#'J/\ AM+QM_T"]_\!Y__
(]7@5%6LJP7_/I" M_P!:L[_Z"I'OO_#:7C;__*!>@?\ @//__/'J/^&TO&W__$"]_\ >?__./5 MX%16BRG!?\^D1_K5G?\ T%2/??\ AM+QM_T"]_\!Y__(]1_P-I>-O^@7H M'_@//_\ 'J\"HJUE&!_Y]
(7^M>=_]!4CWW_AM+QM_P! O0/__'G_P#CU)_P MVGXW_P"@7H'_(#S_P#QZO B:2K63X'_)](7^M>=_\ 05(]^_X;3\;_/0+ M\/_@//_P#'J/\ AM/QO_T"_#__(#S_P#QZO :*T63X#_GRA?ZV9W_-!4
MCW[_(;3\;_] OP__P" _\ \>H_X;3\;_\ 0+\/_P#@//_'J\!HK19-E__M_/E$_P"MF>?]!4CW[_AM/QO__- OP_\ ^ __P >H_X;3\;__/0+\/__@// M_P#'J\!HJO[%R_\ Y\HG_6S//^@J1[]_PVGXW_Z!?A__
,!Y_P#X]1_PVGXW M_P"@7X?_/ >?_X]7@-%6LER_P#Y\H7^MF>?]!4CW[_AM/QO_P! OP__ .\ M_P#\>I#^VIXW_P"@7X?_/ >?_X]7@)-(!6BR/+O^?*%_K9GG_05+^OD>_C] MM3QO_P! KP__ .
_P#\>H/[:GC?_H%^'_\ P'G_/CU> DTVK_L/+O^?*%_MK;GG_05+^OD>_P#_VIXW_Z!7A__P !Y_\ X]2_\-J>-_\ H%^'_P#P'G_^ M/5X!T^M)5?V'EO\ SY1/^MN>_P#05+^OD>__/#:GC?_*!7A_\
\!Y__CU' M_#:GC?\ Z!7A_P#\!Y__(]7@%%/^P\M_P"?"%_K=GO_$%R_KY'O_\ PVIX MW_Z!7A__,!Y_P#X]1_PVIXW_P"@5X?_/ >?_X]7@%%']AY;_SX0?ZW9[_T M%R_KY'O_/PVIXW_ .@5X?_ >?
_P"/4?\ #:GC?_H%>'___'G_P#CU> 4 M4?V'EO\ SX0?ZW9[_P!!-_^@5X?_P# >?\ ^/4?\-J>-_\ MH%>'_P#P'G_^/5X!11_8>6_\^$'^MV>_]!-_P#H%>'__/P' MG_\ CU'__VIXW_Z!7A__P !Y_\
X]7@%%']AY;__,^$'^MV>_\ 07+^OD>__M_P##:GC?_H%>'_\ P'G_/CU'_#:GC?_*!7A_\ \!Y__CU> 44?V'EO_/A! M_K=GO_07+^OD>__#:GC?\ Z!7A_P#\!Y__(]1_P-J>-_^@5X?_\ >?_ M
./5X!11_8>6_P#/A!_K=GO_$%R_KY'O_\ PVIXW_Z!7A__,!Y_P#X]1_P MVIXW_P"@5X?_/ >?_X]7@%%']AY;_SX0?ZW9[_T%R_KY'O_/PVIXW_ .@5 MX?__ >?_P"/4?\ #:GC?_H%>'___'G_P#CU> 44?
V'EO\ SX0?ZW9[_P!! M-_^@5X?_P# >?\ ^/4?\-J>-_\ H%>'_P#P'G_^/5X!11_8 M>6_\^$'^MV>_]!-_P#H%>'__/P'G_\ CU'__VIXW_Z!7A_M_P !Y_\ X]7@%%']AY;__,^$'^MV>_\ 07+^OD>__P##:GC?
_H%>'_\ P'G_M /CU'_#:GC?_*!7A_\ \!Y__CU> 44?V'EO_/A!_K=GO_07+^OD>__#:G MC?\ Z!7A_P#\!Y__(]1_P-J>-_^@5X?_\ >?_./5X!11_8>6_P#/A!_K M=GO_$%R_KY'O_\ PVIXW_Z!7A__
,!Y_P#X]1_PVIXW_P"@5X?_/ >?_X] M7@%%']AY;_SX0?ZW9[_T%R_KY'2T44$U_B1^F 33:**U2$%%%%:)""BBBM$ MB6PHHII/85JD0!/84O2CI2$YK1(0$YH^[]:/N_6CK6B1(=:">PH)["DK9(04
M445HD2%%%%:)$MA1125JD0%(30325HD(****T2);"BBBM4B HHHK1(D****T M2)"D)H)I*U2)"BBBM$A!1116J1(4445HD0%-)H)I*U2$%%%%:)$A1116J1(4 M44GN:T2$'N:":":0#-
:)$@!F@GL*">PI>E:)$ATI**2M4B0HHHK1(D****T2 M$%%%%:)$!2=:.M!-:)$@32445JD2%%%%:I$A1125HD0%'2CI16B0@HHIM:I$
MA1116B0@HHHK1(@*;125LD2%%%%:)$A1115I""BBBM4B0I":": .YK5(D .Y MI":":*T2)"BBE^[]:U2)#[OUI***M(EL****T2)"BBBM4B0HHHK5(0444E:) M$MA112$UHD0!-)116J1(4445JD2%
(3033:U2)"BBBM$A!1116J1 4445HD2% M(30325HD2%%%%:I""BBBM4B0HHHJTB0HHHJTA!2TT@%:I$@!2DT$TVK$%+ MT^M'3ZTE62%%%%,D**** "BBB@ HHHH **** "BBB@ HHHH ****
"BBB@ H 9HHH **** "BBB@ HHHH **** "BBB@#_V0$! end
EX-101.SCH 8 psn-20240930.xsd XBRL TAXONOMY EXTENSION SCHEMA WITH EMBEDDED LINKBASES DOCUMENT 100000 - Document - Document and Entity Information link:presentationLink link:calculationLink link:definitionLink 100010 - Statement - Consolidated Balance Sheets (Unaudited) link:presentationLink link:calculationLink link:definitionLink 100020 - Statement - Consolidated Balance Sheets (Parenthetical) (Unaudited) link:presentationLink link:calculationLink link:definitionLink 100030 - Disclosure - Earnings Per Share - Schedule of Denominator and Numerator used to Compute Basic and Diluted EPS (Details) 3 link:presentationLink link:calculationLink link:definitionLink 100040 - Statement - Consolidated Statements of Income (Loss) (Unaudited) link:presentationLink link:calculationLink link:definitionLink 100050 - Disclosure - Earnings Per Share - Schedule of Denominator and Numerator used to Compute Basic and Diluted EPS (Details) 4 link:presentationLink link:calculationLink link:definitionLink 100060 - 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link:presentationLink link:calculationLink link:definitionLink 996185 - Disclosure - Earnings Per Share - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 996195 - Disclosure - Earnings Per Share - Schedule of Denominator and Numerator used to Compute Basic and Diluted EPS (Details) link:presentationLink link:calculationLink link:definitionLink 996205 - Disclosure - Earnings Per Share - Schedule of Repurchase Program (Details) link:presentationLink link:calculationLink link:definitionLink 996215 - Disclosure - Segment Information - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 996225 - Disclosure - Segment Information - Summary of Business Segment Information (Details) link:presentationLink link:calculationLink link:definitionLink 996235 - Disclosure - Segment Information - Summary of Adjusted EBITDA Business Segment Information (Details) link:presentationLink link:calculationLink link:definitionLink 996245 - Disclosure - Segment Information - Summary of Revenues and Property and Equipment, Net by Geographic Area (Details) link:presentationLink link:calculationLink link:definitionLink 996255 - Disclosure - Segment Information - Summary of Revenues by Business Lines (Details) link:presentationLink link:calculationLink link:definitionLink 996265 - Disclosure - Subsequent Events - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink Statement [Line Items]Statement [Line Items]Debt Instrument [Axis]Increase (Decrease) in Accounts ReceivableAccounts receivablePlan Name [Domain]Plan NameImpact of changes in estimated claims or incentives on revenueContract With Customer Adjustment To Revenue Impact Of Changes In Estimated Claims Or Incentives Over ThresholdContract with customer adjustment to revenue impact of changes in estimated claims or incentives over threshold.Percentage of bond hedge and warrant transactions increased conversion price.Percentage Of Bond Hedge And Warrant Transactions Increased Conversion PricePercentage of bond hedge and warrant transactions increased conversion priceLoss recognized related to claims recoveriesContracts Receivable Loss Recognized of Claims And Uncertain AmountsContracts receivable loss recognized of claims and uncertain amounts.Alstom Signaling Operations LLC.Alstom Signaling Operations LLC [Member]Alstom Signaling Operations LLCEntity Address, Postal Zip CodeEntity Address, Postal Zip CodeDefense and intelligence.Defense And Intelligence [Member]Defense And IntelligenceValue antidilutive securities excluded from computation of earnings per share amountValue Antidilutive Securities Excluded from Computation of Earnings Per Share AmountValue antidilutive securities excluded from computation of earnings per share amount.Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Noncurrent Liabilities, OtherOther long-term liabilitiesRevenue, Remaining Performance Obligation, AmountRemaining unsatisfied performance obligationsBusiness combination recognized identifiable assets acquired and liabilities assumed operating leases long-term lease liabilities.Business Combination Recognized Identifiable Assets Acquired And Liabilities Assumed Operating Leases Long Term Lease LiabilitiesLong-term lease liabilities, operating leasesSchedule of cash flow information related to leases.Schedule Of Cash Flow Information Related To Leases Table [Text Block]Schedule of Supplemental Cash Flow Information Related to LeasesEntity Incorporation, State or Country CodeEntity Incorporation, State or Country CodeBusiness Combination, Acquisition Related CostsAcquisition related expensesFinance Lease, Liability, to be PaidTotal lease paymentsDebt instrument convertible consecutive business day period.Debt Instrument Convertible Consecutive Business Day PeriodConsecutive trading day periodCommon stock shares outstanding including employee stock ownership plan shares.Common Stock Shares Outstanding Including Employee Stock Ownership Plan SharesCommon stock shares outstanding including ESOPIncrease (Decrease) in Income TaxesIncome taxesSenior Notes [Member]Senior NotesBusiness Combination Disclosure [Text Block]Acquisitions2028Finite-Lived Intangible Asset, Expected Amortization, Year FourFair Value Hierarchy and NAV [Axis]Fair Value Hierarchy and NAVAlleged Violation Of False Claims Act.Alleged Violation Of False Claims Act [Member]Alleged Violation of False Claims, ActEngineered systems.Engineered Systems [Member]Engineered SystemsSchedule of Recognized Identified Assets Acquired and Liabilities Assumed [Table Text Block]Summary of Estimated Fair Values of Assets Acquired and Liabilities Assumed on Purchase Price AllocationBusiness Acquisition, Percentage of Voting Interests AcquiredPercentage of ownership interest acquiredPercentage of ownership interest acquireInvestments in and Advance to Affiliates, Subsidiaries, Associates, and Joint VenturesInvestments in and advances to unconsolidated joint venturesInvestments in and Advance to Affiliates, Subsidiaries, Associates, and Joint Ventures, TotalFair Value, Inputs, Level 2 [Member]Level 2Fair Value Measurement [Domain]Employee Stock Ownership Plan (ESOP), Shares in ESOPCompany's stock held by ESOPEmployee Stock Ownership Plan (ESOP), Shares in ESOP, TotalNoncompete Agreements [Member]Noncompete AgreementsLong-Term Debt, Type [Domain]Long-term Debt, TypeConnected Communities.Connected Communities [Member]Connected CommunitiesTotal purchase priceBusiness Combination, Consideration TransferredLessee lease option to terminate.Lessee Lease Option To TerminateLease option to terminateShort-term debtLong-Term Debt, Current MaturitiesLong-Term Debt, Current Maturities, TotalAmount paid per month to contractor defendant by relator on false claims.Amount Paid Per Month To Contractor Defendant By Relator On False ClaimsAmount paid per month to contractor defendant by relator on false claims2024 (remaining)Lessee, Operating Lease, Liability, to be Paid, Remainder of Fiscal YearLessee, Operating Leases [Text Block]LeasesCommitments and Contingencies Disclosure [Text Block]ContingenciesEquity-based compensation income (expense).Equity Based Compensation Income ExpenseEquity-based compensation expenseContract with Customer, Basis of Pricing [Axis]Contract with Customer, Basis of PricingDeferred Income Tax Liabilities, NetDeferred tax liabilitiesInvestees Other.Investees Other [Member]Unconsolidated Joint VenturesFinite-Lived Intangible Assets by Major Class [Axis]Finite-Lived Intangible Assets by Major ClassInvestment, Name [Domain]Investment, NameEffective tax rate and tax benefitEffective Income Tax Rate Reconciliation, Tax Credit, AmountEffective Income Tax Rate Reconciliation, Tax Credit, Amount, TotalCapitalized Contract Cost [Axis]Base Rate [Member]Base RateCapitalized Contract Cost [Domain]share repurchasesStock Repurchased During Period, SharesTotal shares repurchasedGoodwill [Table]Schedule Of Goodwill [Table]Payments to Acquire Productive AssetsCapital expendituresPayments to Acquire Productive Assets, TotalRelated Party Transaction [Line Items]Related Party Transaction [Line Items]Billed receivables current.Billed Receivables CurrentBilledDilutive effect of convertible senior notes due 2025Incremental Common Shares Attributable to Dilutive Effect of Conversion of Debt SecuritiesDebt instrument exercise of option by initial purchasers aggregate principal amount.Debt Instrument Exercise Of Option By Initial Purchasers Aggregate Principal AmountExercise of option by initial purchasers aggregate principal amountRevenue from Contract with Customer [Text Block]Contracts with CustomersCash and Cash Equivalents [Domain]Long-Term Debt, GrossLong-term debtDebt instrument, outstanding amountOther Comprehensive Income (Loss), Foreign Currency Transaction and Translation Gain (Loss) Arising During Period, Net of TaxForeign currency translation gain (loss), netDebt Instrument, Issuance DateDebt issuance dateEntity Central Index KeyEntity Central Index KeyCapped call transactionsCapped call transactionsCapped call transactionsSchedule of maturities of operating and finance lease liabilities.Schedule Of Maturities Of Operating And Finance Lease Liabilities Table [Text Block]Schedule of Maturity Analysis of Future Undiscounted Cash FlowsCapped call transactionsPayments For Capped Call OptionPayments for capped call option.Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Excluding Exchange Rate Effect [Abstract]Cash, cash equivalents and restricted cash:Changes in assets and liabilities, net of acquisitions and consolidated joint ventures:Increase (Decrease) in Operating Capital [Abstract]Business combination recognized identifiable assets acquired and liabilities assumed operating leases right of use assets.Business Combination Recognized Identifiable Assets Acquired And Liabilities Assumed Operating Leases Right Of Use AssetsRight of use assets, operating leasesCommon Stock, Shares, IssuedCommon stock, shares, issuedOtherOther Intangible Assets [Member]Other IntangiblesIncrease (Decrease) in Prepaid Expense and Other AssetsPrepaid expenses and other assetsIncome Statement [Abstract]Entity Address, State or ProvinceEntity Address, State or ProvinceUnconsolidated joint ventures.Unconsolidated Joint Ventures [Member]Unconsolidated Joint VenturesBusiness combination recognized identifiable assets acquired and liabilities assumed operating leases short-term lease liabilities.Business Combination Recognized Identifiable Assets Acquired And Liabilities Assumed Operating Leases Short Term Lease LiabilitiesShort-term lease liabilities, operating leasesMobility solutions.Mobility Solutions [Member]Mobility Solutions2025Finance Lease, Liability, to be Paid, Year OneSummary of Financial Statement Impact From Changes in Estimates which Resulted in Write-down Design Build Joint VenturesSummary of Financial Statement Impact From Changes In Estimates on an Unconsolidated Joint Venture [Table Text Block]Summary of financial statement impact from changes in estimates on an unconsolidated joint venture.Income before income tax expenseIncome (Loss) from Continuing Operations before Income Taxes, Noncontrolling InterestParent [Member]Total Parsons EquityRevision of Prior Period [Axis]Revision of Prior PeriodComprehensive Income (Loss), Net of Tax, Including Portion Attributable to Noncontrolling Interest [Abstract]Comprehensive incomeDebt Instrument, Convertible, Threshold Percentage of Stock Price TriggerConversion percentage of stock price triggerPortion at Fair Value Measurement [Member] [Default]Portion at Fair Value Measurement [Member]Short-term debtShort-Term DebtShort-Term Debt, TotalContingent ConsiderationFair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items]Equity method investment loss adjustment amount.Equity Method Investment Loss Adjustment AmountAdjustment on unconsolidated joint ventureContract with Customer, Liability, Revenue RecognizedRevenue recognized included contract liabilityEquity Method Investments and Joint Ventures Disclosure [Text Block]Investments in and Advances to Joint Ventures2027Finite-Lived Intangible Asset, Expected Amortization, Year ThreeProceeds from Sale of Equity Method InvestmentsProceeds from sales of investments in unconsolidated joint venturesEquity Method Investment, Nonconsolidated Investee [Domain]Payments for debt issuance costsPayments of Debt Issuance CostsPayments for debt costs and credit agreementPayments of Debt Issuance Costs, TotalAcceleration of amortization of debt issuance costsAmortization of Debt Issuance CostsAmortization of debt issue costsTreasury stock, sharesTreasury Stock, Common, SharesCover [Abstract]Subsequent Event [Line Items]Subsequent Event [Line Items]Fixed-Price Contract [Member]Fixed-Price Earnings Per Share, BasicBasic Earnings Per Share, Basic, TotalSchedule of aggregate amount debt repayable.Schedule Of Aggregate Amount Debt Repayable Table [Text Block]Schedule of Aggregate Amount of DebtContract with Customer, Asset, after Allowance for Credit LossContract assetsContract with Customer, Asset, after Allowance for Credit Loss, TotalBlackSignal Technologies, LLC.Blacksignal technologies, Llc.Blacksignal Technologies, Llc [Member]Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Other Noncurrent AssetsOther noncurrent assetsConvertible Notes PayableConvertible senior notesConvertible Notes Payable, TotalFinance Lease, Principal PaymentsFinancing cash flows from finance leasesDirect costs of contracts and selling, general and administrative expense.Direct Costs Of Contracts And Selling General And Administrative Expense [Member]Direct Costs of Contracts and Selling, General and Administrative ExpenseContract liabilities (including $64,899 and $61,234 Contract liabilities of consolidated joint ventures)Contract with Customer, Liability, CurrentContract liabilitiesContract liabilitiesSchedule of Acquisition Date Fair Value of the Purchase Consideration TransferredSchedule of Business Acquisitions, by Acquisition [Table Text Block]Finance Lease, Weighted Average Discount Rate, PercentFinance leasesTotal Long-Term DebtTotal Long-Term DebtLong-Term DebtContract assetsBusiness Combination Recognized Identifiable Assets Acquired and Liabilities Assumed Contract AssetsBusiness combination recognized identifiable assets acquired and liabilities assumed contract assets.Retained Earnings (Accumulated Deficit)Retained Earnings (Accumulated Deficit), TotalRetained earningsPlan Name [Axis]Plan NameEmployee Stock Ownership Plan (ESOP) Disclosures [Line Items]Employee Stock Ownership Plan (ESOP) Disclosures [Line Items]Segment Reporting [Abstract]Parsons Transportation Group, Inc. and against Alstom Signaling Operations LLCParsons Transportation Group, Inc. And Against Alstom Signaling Operations L L C [Member]Parsons Transportation Group, Inc. and against Alstom Signaling Operations LLC.Assets, Current [Abstract]Current assets:Ipkeys Power Partners.Ipkeys Power Partners [Member]IPKeys Power PartnersUNITED STATESUnited StatesAccounting Standards Update and Change in Accounting Principle [Abstract]Line of Credit Facility, Expiration PeriodCredit agreement maturity periodInvestment Type [Axis]Net Cash Provided by (Used in) Operating ActivitiesNet cash provided by operating activitiesAccumulated Other Comprehensive Income (Loss), Net of TaxAccumulated other comprehensive lossAccumulated Other Comprehensive Income (Loss), Net of Tax, TotalDebt Instrument [Line Items]Debt Instrument [Line Items]Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Property, Plant, and EquipmentProperty and equipmentBusiness Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Property, Plant, and Equipment, TotalDebt Instrument, TermDebt instrument, maturity periodShare-Based Compensation Arrangement by Share-Based Payment Award, DescriptionShares fully vested, DescriptionProperty and equipment, net (including $3,235 and $3,274 Property and equipment of consolidated joint ventures, net)Property, Plant and Equipment, NetProperty and equipment, netProperty and equipment, net2028Lessee, Operating Lease, Liability, to be Paid, Year FourNet Cash Provided by (Used in) Operating Activities [Abstract]Cash flows from operating activities:Fair Value, Recurring Fair Value, Recurring [Member]Summay of Financial Assets and Liabilities Measured at Fair Value on a Recurrig BasisSchedule of Fair Value, Assets and Liabilities Measured on Recurring Basis [Table Text Block]Convertible DebtNet carrying value of notesConvertible Debt, TotalCommon Stock, Par or Stated Value Per ShareCommon stock, par valuePremium of reported sale price percentageDebt Instrument Convertible Premium Period PercentageDebt instrument convertible premium period percentage.Bond Hedge TerminationBond hedge termination.Proceeds from partial termination of note hedge and

warrantsProceeds from Partial Termination of Note Hedge and WarrantsProceeds from partial termination of note hedge and warrants.Contract receivable retainage assets (Liabilities) net.Contract Receivable Retainage Assets Liabilities NetContract retentionsIntangible Assets Disclosure [Text Block]Intangible AssetsContract with Customer, LiabilityContract liabilitiesContract with Customer, Liability, TotalBusiness Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Intangible Assets, Other than GoodwillIntangible assetsBusiness Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Intangible Assets, Other than Goodwill, TotalPayment for settlement of repurchasesPayment for Settlement of RepurchasesPayment for settlement of repurchasesTax effect of unwind existing bond hedgeTaxes Payable, CurrentIncome taxes payableTaxes Payable, Current, TotalStatement of Cash Flows [Abstract]Convertible Senior Notes due 2025Convertible Debt Securities [Member]Antidilutive Securities, Name [Domain]Antidilutive Securities, NameEnvironment and Infrastructure SegmentEnvironment And Infrastructure Segment [Member]Environment and infrastructure segment.Credit Derivatives Contract Type [Domain]Long-Term Debt, Fair ValueIncrease (Decrease) in Other Noncurrent LiabilitiesOther long-term liabilitiesSelling, General and Administrative Expenses [Member]Selling, General and Administrative ExpenseEntity [Domain]Acquired Finite-Lived Intangible Assets [Line Items]Acquired Finite Lived Intangible Assets [Line Items]Equity Components [Axis]Total Parsons EquityEntity Address, Address Line OneEntity Address, Address Line OneRelated Party Transaction [Table]Schedule Of Related Party Transactions By Related Party [Table]Intangible Asset, Finite-Lived [Table]Computer Equipment [Member]Computer Systems and EquipmentDecrease in operating income.Decrease In Operating IncomeDecrease in operating incomeProperty, Plant and Equipment [Line Items]Property Plant And Equipment [Line Items]Convertible note converted each amount.Convertible Note Converted Each AmountConvertible note converted each amountSubsequent Event Type [Axis]Subsequent Event TypeLine of Credit Facility, Maximum Borrowing CapacityRevolving credit facilityNon-US [Member]Rest of WorldAccounting Standards Update and Change in Accounting Principle [Text Block]New Accounting PronouncementsDilutive effect of warrantsIncremental Common Shares Attributable to Dilutive Effect of Call Options and Warrants2026Finite-Lived Intangible Asset, Expected Amortization, Year TwoAmendment FlagAmendment FlagProceeds from Noncontrolling InterestsContributions by noncontrolling interestsNet Income (Loss) Attributable to Noncontrolling InterestNet income attributable to noncontrolling interestsNet income attributable to noncontrolling interestsNet income attributable to noncontrolling interestsNet Income (Loss) Attributable to Noncontrolling Interest, TotalConvertible note hedge and warrant transaction.Convertible Note Hedge And Warrant Transaction [Member]Convertible Note Hedge And Warrant TransactionLong-term lease liabilities, operating leases (including $2,916 and $5,132 Long-term lease liabilities, operating leases of consolidated joint ventures)Long-termLong-term lease liabilities, operating leasesDebt Instrument, Name [Domain]Additional Paid in Capital, Common StockAdditional paid-in capitalReconciliation of Operating Profit (Loss) from Segments to Consolidated [Table Text Block]Summary of Adjusted EBITDA Business Segment InformationSecured Overnight Financing Rate (SOFR) Overnight Index Swap Rate [Member]SOFR Benchmark RateNet (loss) income attributable to Parsons CorporationNet income (loss) attributable to Parsons CorporationLessee, Lease, Description [Table]Lessee Lease Description [Table]Employee Stock Ownership Plan (ESOP), Compensation ExpenseESOP contribution expenseVariable Rate [Domain]Variable RateBusiness Acquisition, Pro Forma RevenuePro forma RevenueInterest Expense [Member]Interest ExpenseSchedule of Debt [Table Text Block]Schedule of DebtEquity Component [Domain]Equity ComponentStatistical Measurement [Domain]Statistical MeasurementDecrease in earnings per share diluted.Decrease in earnings per share dilutedLegal Proceedings.Legal Proceedings [Table]Proceeds from Sale of Property, Plant, and EquipmentProceeds from sale of property and equipmentProceeds from Sale of Property, Plant, and Equipment, TotalInterest Expense, DebtInterest expenseInterest Expense, Debt, TotalOther Nonoperating Income (Expense)Other income (expense), netOther Nonoperating Income (Expense), TotalPartial unwind of the existing bond hedgepartial unwind of the existing bond hedgepartial unwind of the existing bond hedgeFurniture and Fixtures [Member]Furniture and EquipmentTreasury StockTreasury Stock, Common [Member]Disaggregation of Revenue [Table]Disaggregation Of Revenue [Table]Long-term employee incentives.Long Term Employee IncentivesLong-term employee incentivesProceeds from borrowings under credit agreementProceeds from Lines of Credit, TotalProceeds from Lines of CreditNet (loss) income including noncontrolling interestsNet income including noncontrolling interestsNet Income (Loss), Including Portion Attributable to Noncontrolling InterestNet income Receivables from contracts rateReceivables From Contract With Customer PercentageReceivables from contract with customer percentage.Operating Lease, PaymentsOperating cash flows for operating leasesU.S. Federal Government and AgenciesUS Government Corporations and Agencies Securities [Member]Accounts Receivable, Credit Loss Expense (Reversal)Provision for doubtful accountsLessee lease existence of option to terminate.Lessee Lease Existence Of Option To TerminateLease existence of option to terminateRevenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Table]Revenue Remaining Performance Obligation Expected Timing Of Satisfaction [Table]Finite-Lived Intangible Assets AcquiredGross Carrying AmountContract with customer asset liability cumulative catchup adjustment to revenue change in measure of progress percent.Contract With Customer Asset Liability Cumulative Catchup Adjustment To Revenue Change In Measure Of Progress PercentPercentage change in contract assets and liabilitiesBusiness combination recognized identifiable assets acquired and liabilities assumed current liabilities accrued expenses and other liabilities.Business Combination Recognized Identifiable Assets Acquired And Liabilities Assumed Current Liabilities Accrued Expenses And Other LiabilitiesAccrued expenses and other current liabilitiesBond hedge terminationAdjustments To Additional Paid In Capital Bond Hedge TerminationAdjustments to additional paid in capital bond hedge termination.Prepaid expenses and other current assets (including $15,284 and $11,929 Prepaid expenses and other current assets of consolidated joint ventures)Prepaid Expense and Other Assets, CurrentPrepaid expenses and other current assetsComprehensive income attributable to Parsons Corporation, net of taxComprehensive Income (Loss), Net of Tax, Attributable to ParentCommon Stock, Shares, OutstandingCommon stock, shares, outstandingCommon Stock, Shares, Outstanding, Beginning BalanceCommon Stock, Shares, Outstanding, Ending BalanceFinite-Lived Intangible Assets, Major Class Name [Domain]Finite-Lived Intangible Assets, Major Class NameInterest Income (Expense), OperatingInterest expense, netInterest Income (Expense), Net, TotalLine of Credit Facility, Current Borrowing CapacityRevolving credit facilityAcquired Finite-Lived Intangible Assets, Weighted Average Useful LifeAmortization Period (in years)Weighted Average Amortization Period (in years)Repayments of borrowings under credit agreementRepayments of Lines of CreditRepayments of borrowings under credit agreementEurodollar [Member]Euro Currency RateAntidilutive Securities [Axis]Antidilutive SecuritiesAward of damages in the total amountLoss Contingency, Damages Awarded, ValueAdjustment to deferred tax asset through retained earnings.Adjustment To Deferred Tax Asset Through Retained EarningsAdjustment to deferred tax asset through retained earningsUnused term loan commitments rate.Unused Term Loan Commitments RateUnused term loan commitments rateConvertible Senior NotesConvertible Senior Notes [Member]Convertible Senior Notes.Liabilities, NoncurrentNoncurrent liabilitiesLiabilities, Noncurrent, TotalDeferred tax assetsBusiness Combination Recognized Identifiable Assets Acquired and Liabilities Assumed, Deferred Tax AssetsEarn out payment due and payable to the selling shareholders, MultiplierRatio of Selling Shareholders MultiplierRatio of selling shareholders multiplier.Finite-Lived Intangible Assets [Line Items]Entity Interactive Data CurrentEntity Interactive Data CurrentRevenuesOther Operating IncomeAccounting Standards Update [Domain]Accounting Standards UpdateDocument Quarterly ReportDocument Quarterly ReportGoodwill [Line Items]Goodwill [Line Items]Related Party Transactions Disclosure [Text Block]Related Party TransactionsFinance Lease, Liability, Undiscounted Excess AmountLess: imputed interestStatistical Measurement [Axis]Statistical MeasurementMinimumEquity Method Investment [Table]Schedule Of Equity Method Investments [Table]Adjusted EBITDA attributable to noncontrolling interests.Adjusted E B I T D A Attributable To Noncontrolling InterestsAdjusted EBITDA attributable to noncontrolling interestsCost of Goods and Services SoldDirect cost of contractsCostsCost of Goods and Services Sold, TotalOperating Lease, CostOperating lease costDebt Instrument, Payment TermsDebt instrument, payment termsConvertible Senior Notes due 2025Convertible Debt [Member]Related and Nonrelated Parties [Domain]Related PartyLease, CostTotal lease costDebt instrument convertible business period.Debt Instrument Convertible Business PeriodNumber of business day periodDisaggregation of Revenue [Table Text Block]Summary of Disaggregation of RevenueFinance Lease, Interest Payment on LiabilityOperating cash flows for finance leasesFinite-Lived Intangible Assets Acquired as Part of Business Combination [Table]Finite-Lived Intangible Assets Acquired As Part Of Business Combination [Table]Change in contract with customer assets.Change In Contract With Customer Assets1Change in contract assetsInfrastructure-North AmericaUS North Region [Member]Finite-Lived Intangible Assets, GrossGross Carrying AmountFinite-Lived Intangible Assets, Gross, TotalPayments to Acquire Businesses, Net of Cash Acquired, TotalPayments to Acquire Businesses, Net of Cash AcquiredPayments for acquisitions, net of cash acquiredConvertible Senior Notes due 2029Convertible Senior Notes Due Two Thousand Twenty Nine [Member]Convertible Senior Notes Due Two Thousand Twenty Nine.Decrease in Unrecognized Tax Benefits is Reasonably PossibleDecrease in uncertain tax positions during the next twelve monthsProceeds from partial termination of hedgeProceeds from Partial Termination of HedgeProceeds from partial termination of hedge.Loss Contingency, Nature [Domain]Contract with Customer, Liability, Cumulative Catch-up Adjustment to Revenue, Change in Estimate of Transaction PriceChanges in estimates related to direct costs of contractsEffect of Exchange Rate on Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Disposal Group, Including Discontinued OperationsEffect of exchange rate changesMeasurement Basis [Axis]Debt Instrument, Convertible, Threshold Consecutive Trading DaysThreshold consecutive trading daysStatement of Income Location, Balance [Axis]Income Statement LocationCash and Cash Equivalents [Axis]AssetsTotal assetsContract with Customer, Basis of Pricing [Domain]Contract with Customer, Basis of PricingSchedule of Long-Term Debt Instruments [Table]Debt Instrument [Table]Business Acquisition [Line Items]Business Acquisition [Line Items]Distributions from (contributions to) equity method investment.Distributions From Contributions To Equity Method InvestmentNet distributions from (contributions to) unconsolidated joint venturesNew Accounting Pronouncements, Policy [Policy Text Block]New Accounting PronouncementsEntity Address, City or TownEntity Address, City or TownAOCI Attributable to Parent [Member]Accumulated Other Comprehensive Income (Loss)Equity in losses (earnings) of unconsolidated joint venturesTotal equity in (losses) earnings of unconsolidated joint venturesEquity in (losses) earnings of unconsolidated joint venturesEquity in losses of unconsolidated joint venturesSegments [Axis]Segments2026Finance Lease, Liability, to be Paid, Year TwoCredit Derivatives Contract Type [Axis]Debt Instrument, Face AmountDebt AmountDebt amountOther Comprehensive (Income) Loss, Defined Benefit Plan, after Reclassification Adjustment, after TaxPension adjustments, net of taxPension adjustments, netOther Comprehensive (Income) Loss, Defined Benefit Plan, after Reclassification Adjustment, after Tax, TotalAccounting Standards Update 2020-06 [Member]ASC 2020-06DepreciationDepreciation expenseDepreciation, TotalSummary of Changes in RevenueSummary Of Changes In Revenues [Table Text Block]Summary of changes in revenues.Revision of Prior Period [Domain]Revision of Prior PeriodSchedule of Segment Reporting Information, by Segment [Table]Schedule Of Segment Reporting Information By Segment [Table]Construction in Progress [Member]Construction in ProgressOperating Lease, Weighted Average Discount Rate, PercentOperating leasesDebt Instrument, Increase (Decrease), Net, TotalDebt Instrument, Increase (Decrease), NetIncrease in term loanFair Value Disclosures [Abstract]Finance Lease, Liability, to be Paid, Fiscal Year Maturity [Abstract]Finance LeasesBusiness Acquisition, Pro Forma Information [Table Text Block]Schedule of Supplemental Pro Forma InformationPercentage of minimum level of taxPercentage of Minimum Level of TaxPercentage of minimum level of tax.Stock Issued During Period, Value, New IssuesIssuance of equity securities, net of retirementsAmount paid to acquire vehicles for contractor defendant to perform security services.Amount Paid To Acquire Vehicles For Contractor Defendant To Perform Security ServicesAmount paid by relator to acquire vehicles for contractor defendant to perform security servicesASU 2023-09Accounting Standards Update 2023-09 [Member]Lessee, Lease, Description [Line Items]Lessee Lease Description [Line Items]Liabilities, Current [Abstract]Current liabilities:Payments to Noncontrolling InterestsDistributions to noncontrolling interestsDocument TypeDocument TypeAccounting Standards Update [Axis]Accounting Standards UpdateWeighted average remaining lease term.Weighted Average Remaining Lease Term [Abstract]Weighted Average Remaining Lease Term:Stock repurchase average price paid per share.Stock Repurchase Average Price Paid Per ShareAverage price paid per shareStock Repurchased and Retired During Period, SharesTotal shares retiredTitle of 12(b) SecurityTitle of 12(b) SecurityCash and cash equivalents (including $132,662 and $128,761 Cash of consolidated joint ventures)Cash and Cash Equivalents, at Carrying ValueCash and cash equivalentsCash and Cash Equivalents, at Carrying Value, TotalLease, Cost [Table Text Block]Summary of Lease CostsStatement of Stockholders' Equity [Abstract]Document Fiscal Period FocusDocument Fiscal Period FocusLong-Term Debt, Excluding Current MaturitiesLong-term debtLong-Term Debt, Excluding Current Maturities, TotalTransaction related costs.Transaction Related CostsTransaction-related costsSchedule of Goodwill [Table Text Block]Summary of Changes in Carrying Value of Goodwill by Reporting SegmentCapitalized Contract Cost, Impairment LossImpairment of contract assetsBuilding and Building Improvements [Member]Buildings and Leasehold ImprovementsProperty, Plant and Equipment, GrossProperty and equipment, grossProperty, Plant and Equipment, Gross, TotalProperty, Plant and Equipment, Gross, Beginning BalanceProperty, Plant and Equipment, Gross, Ending BalanceSubsequent Event Type [Domain]Subsequent Event TypeContract with customer liability cumulative catchup adjustment to revenue change in measure of progress percent.Contract With Customer Liability Cumulative Catchup Adjustment To Revenue Change In Measure Of Progress PercentPercentage change in contract liabilitiesLease liabilities.Lease Liabilities [Abstract]Lease liabilities:Lessee, Leases [Policy Text Block]LeasesEstimate of Fair Value Measurement [Member]Summary of changes in contract assets and contract liabilities.Summary Of Changes In Contract Assets And Contract Liabilities Table [Text Block]Summary of Changes in Contract Assets and Contract LiabilitiesOther assetsBusiness Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Other AssetsBusiness combination, recognized identifiable assets acquired and liabilities assumed, other assets.Lease Agreements [Member]LeasesClass of Treasury Stock [Table Text Block]Schedule of Repurchase ProgramClass of Warrant or Right, Exercise Price of Warrants or RightsExercise price of warrantsTime-and-Materials Contract [Member]Time-and-MaterialsRevenue, Remaining Performance Obligation, Expected Timing of Satisfaction, PeriodRevenue, remaining performance obligation, expected timing of satisfaction, periodNet Cash Provided by (Used in) Investing Activities [Abstract]Cash flows from investing activities:Investments [Domain]Payments for Repurchase of Common StockRepurchases of common stockStock repurchase program commencement date.Stock Repurchase Program Commencement DateStock repurchase program commencement dateRevenueRevenuesTotal revenueStatement of Comprehensive Income [Abstract]Income Tax Disclosure [Text Block]Income TaxesRevenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Table Text Block]Summary of Remaining Unsatisfied Performance Obligations Expect to SatisfyFinance lease liability payments due after year four.Finance Lease Liability Payments Due After Year FourThereafterSelling, General and Administrative ExpenseSelling, general and administrative expensesSelling, General and Administrative Expense, TotalCredit Facility [Domain]Credit FacilityASU 2023-07Accounting Standards Update 2023-07 [Member]Lessee lease existence of option to extend.Lessee Lease Existence Of Option To ExtendLease existence of option to extendFinite-Lived Intangible Assets, NetNet Carrying AmountFinite-Lived Intangible Assets, Net, Beginning BalanceFinite-Lived Intangible Assets, Net, Ending BalanceTrade Names [Member]Trade NamesTrade NameDepreciation, Depletion and Amortization, NonproductionDepreciation and amortizationDepreciation and amortizationDepreciation, Depletion and Amortization, Nonproduction, TotalDebt Instrument, Frequency of Periodic PaymentDebt instrument, frequency of periodic paymentSchedule of Finite-Lived Intangible Assets Acquired as Part of Business Combination [Table Text Block]Schedule of Intangible Assets Value on Purchase PriceIncrease (Decrease) in Accounts PayableAccounts payableIncrease (Decrease) in Accounts Payable, TotalEntity Address, Address Line TwoLessee lease option to extend.Lessee Lease Option To ExtendLease option to extendLiabilities and Equity [Abstract]Liabilities and Shareholders' EquityAcceleration charge of amortization of debt issuance costsDeferred Debt Issuance Cost, WriteoffStock repurchase valueStock Repurchased and Retired During Period, ValueDocument Period End DateDocument Period End DateNet cash provided by financing activitiesNet Cash Provided by (Used in) Financing ActivitiesEffective Income Tax Rate Reconciliation, PercentEffective income tax rateEffective Income Tax Rate Reconciliation, Percent, TotalDenominator for Basic and Diluted EPS:Denominator For Basics And Diluted EPS [Abstract]Denominator for basic and diluted EPS.Description of operations disclosure.Description Of Operations Disclosure [Abstract]Debt Instrument, Convertible, Threshold Trading DaysThreshold trading daysAntidilutive Securities Excluded from Computation of Earnings Per Share, AmountAntidilutive securities excluded from computation of earnings per shareReported Value Measurement [Member]Accounting Standards Update 2021-08 [Member]ASU 2021-08APIC, Share-Based Payment Arrangement, Increase for Cost RecognitionStock-based compensationAPIC, Share-Based Payment Arrangement, Increase for Cost Recognition, TotalGoodwill Disclosure [Text Block]GoodwillWeighted average discount rate.Weighted Average Discount Rate [Abstract]Weighted Average Discount Rate:Income tax benefit (expense)Income tax expenseIncome Tax Expense (Benefit)Income Tax Expense (Benefit), TotalLoss (gain) on disposal of property and equipmentGain (Loss) on Disposition of Property Plant EquipmentGain (Loss) on Disposition of Property Plant Equipment, TotalEarnout LiabilityEarnout Liability [Member]Earnout liability.Trading Symbol(s)Trading SymbolBusiness Combinations [Abstract]Variable Rate [Axis]Variable RateEquity, Attributable to ParentTotal Parsons Corporation shareholders' equityTotal joint venture equityStockholders' Equity Attributable to Parent, Beginning BalanceStockholders' Equity Attributable to Parent, Ending BalanceReimbursable cost incurred.Reimbursable Cost IncurredReimbursable cost incurredReconciliation from net income to adjusted EBITDA.Reconciliation From Net Income To Adjusted E B I T D A [Abstract]Adjusted EBITDA attributable to Parsons CorporationPercentage of convertible senior notes repurchased at cash.Percentage Of Convertible Senior Notes Repurchased At

CashPercentage of convertible senior notes repurchased at cashPayments to Acquire Interest in Joint VentureInvestments in unconsolidated joint venturesLong-Lived Tangible Asset [Axis]Long-Lived Tangible AssetInfrastructure – Europe, Middle East and AfricaEMEA [Member]Other Liabilities, NoncurrentOther long-term liabilitiesDebt Instrument, Convertible, Conversion PriceDebt Instrument, conversion priceCash paid at closingPayments to Acquire Businesses, GrossCash paid to acquireAcquired contract liabilitiesContract with Customer, Liability, Increase (Decrease) for Contract Acquired in Business CombinationRelated Party Transactions [Abstract]Property, Plant and Equipment [Table]Schedule Of Property Plant And Equipment [Table]Lessee lease term of contract.Lessee Lease Term Of ContractLease term of contractGoodwillEnding BalanceBeginning BalanceGoodwillGoodwill, TotalChange in Accounting Principle, Accounting Standards Update, Adopted [true false]Change in accounting principle, accounting standards update, adoptedLiability for Uncertainty in Income Taxes, CurrentLiability for income taxes associated with uncertain tax positionsSummary Of Finanial Statement Impact From Revisions In Estimates [Table Text Block]Summary of finanial statement impact from revisions in estimates.Summary of Finanial Statement Impact from Revisions in EstimatesNature of Operations [Text Block]Description of OperationsSchedule of Accounts, Notes, Loans and Financing Receivable [Table Text Block]Summary of Accounts Receivable, NetDeferred Income Tax Expense (Benefit)Deferred taxesDeferred Income Tax Expense (Benefit), TotalGeographical [Axis]Geographical2027Finance Lease, Liability, to be Paid, Year ThreeLeases [Abstract]Use of Estimates, Policy [Policy Text Block]Use of EstimatesSubsegments [Axis]SubsegmentsAssets, NoncurrentNoncurrent assetsAssets, Noncurrent, TotalLine of Credit Facility, Initiation DateCredit agreement dateSchedule of Business Acquisitions, by Acquisition [Table]Schedule Of Business Acquisitions By Acquisition [Table]Contract with Customer, Contract Asset, Contract Liability, and Receivable [Table Text Block]Summary of Contract Assets and Contract LiabilitiesFinance Lease, Liability, Current, Statement of Financial Position [Extensible Enumeration]Finance Lease, Liability, Current, Statement of Financial Position [Extensible Enumeration]Security Exchange NameSecurity Exchange NameBusiness acquisition, pro forma net income (loss), including portion attributable to noncontrolling interest.Business Acquisition Pro Forma Net Income Loss Including Portion Attributable To Noncontrolling InterestPro forma Net Income including noncontrolling interestsDirect Costs Write-DownsDirect Costs Write-Downs [Member]Direct costs write-downs.Contract with Customer, Liability, Cumulative Catch-up Adjustment to Revenue, Change in Measure of ProgressRevenue impact, netBusiness Acquisition, Acquiree [Domain]Business Acquisition, AcquireeUnbilled Receivables, CurrentUnbilledPayments for taxes paid on vested stock.Payments For Taxes Paid On Vested StockTaxes paid on vested stockLong-Lived Tangible Asset [Domain]Long-Lived Tangible AssetLoss Contingency Nature [Axis]Accumulated Depreciation, Depletion and Amortization, Property, Plant, and EquipmentAccumulated depreciationAccumulated Depreciation, Depletion and Amortization, Property, Plant, and Equipment, TotalAccumulated Depreciation, Depletion and Amortization, Property, Plant, and Equipment, Beginning BalanceAccumulated Depreciation, Depletion and Amortization, Property, Plant, and Equipment, Ending BalanceLegal Entity [Axis]Fair Value Disclosures [Text Block]Fair Value of Financial Instruments2027Lessee, Operating Lease, Liability, to be Paid, Year ThreeSubsequent Event [Member]Subsequent EventMaximum [Member]MaximumLiabilities and EquityTotal liabilities and shareholders' equitySchedule of balance sheet information related to leases.Schedule Of Balance Sheet Information Related To Leases Table [Text Block]Schedule of Supplemental Balance Sheet and Other Information Related to LeasesGain (Loss) on Extinguishment of Debt, TotalLoss on extinguishment of debtLoss on extinguishment of debtGain (Loss) on Extinguishment of DebtLoss in partially unwinding Convertible Senior NotesAcquired contract assetsContract with Customer, Asset, Increase (Decrease) for Contract Acquired in Business CombinationRight of use assets, operating leases (including $6,879 and $9,885 Right of use assets, operating leases of consolidated joint ventures)Right-of-use assetsRight of use assets, operating leasesTarget amount of earnout revenueTarget Amount of Earnout RevenueTarget amount of earnout revenue.Retirement Benefits [Abstract]Diluted earnings per shareDilutedEarnings Per Share, Diluted, TotalDiluted income (loss) per shareEarn out revenue target, amountPayment For Earn Out Revenue TargetPayment for earn out revenue target.BlackHorse Solutions, Inc.Black Horse Solutions Inc [Member]BlackHorse Solutions, Inc.LiabilitiesTotal liabilitiesNoncontrolling Interest, Decrease from Distributions to Noncontrolling Interest HoldersDistributionsFair Value Hierarchy and NAV [Domain]Fair Value Hierarchy and NAVAssets, CurrentCurrent assetsTotal current assetsNet Cash Provided by (Used in) Investing ActivitiesNet cash used in investing activitiesShare-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting PeriodShares fully vested after credited serviceAdditional deferred tax liability related to Capitalized debt issuance cost.Additional Deferred Tax Liability Related To Capitalized Debt Issuance CostAdditional deferred tax liability related to capitalized debt issuance costsEntity Filer CategoryEntity Filer CategoryProperty, Plant and Equipment [Abstract]Equity, Including Portion Attributable to Noncontrolling InterestEnding BalanceBeginning balanceTotal shareholders' equityOrganization, Consolidation and Presentation of Financial Statements Disclosure [Text Block]Basis of Presentation and Principles of ConsolidationFinite lived intangible assets amortizable amount.Finite Lived Intangible Assets Amortizable AmountTotalCurrent Fiscal Year End DateCurrent Fiscal Year End DateEquity, Including Portion Attributable to Noncontrolling Interest [Abstract]Shareholders' equity:Business Combination, Consideration Transferred, Liabilities IncurredBorrowed under credit agreement to partially fund the acquisitionNoncontrolling Interest [Member]Noncontrolling InterestLessee, Operating Lease, Liability, Undiscounted Excess AmountLess: imputed interestShare-Based Payment Arrangement, Noncash ExpenseStock-based compensationShare-Based Payment Arrangement, Noncash Expense, TotalIncrease (decrease) in accrued expenses and other current liabilities.Increase Decrease In Accrued Expenses And Other Current LiabilitiesAccrued expenses and other current liabilitiesRelated and Nonrelated Parties [Axis]Related PartyDebt Instrument, Fee AmountTransaction fees and other third-party offering expensesGoodwill, Foreign Currency Translation Gain (Loss)Foreign ExchangeDebt instrument convertible principal amount.Debt Instrument Convertible Principal AmountConvertible principal amountRevenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis]Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start DateEntity Registrant NameEntity Registrant NameFinance Lease, Weighted Average Remaining Lease TermFinance leasesCompensation and Employee Benefit Plans [Text Block]Retirement Benefit PlanMinority interest increase (decrease) from contributions to noncontrolling interest holders.Minority Interest Increase Decrease From Contributions To Noncontrolling Interest HoldersContributionsNumber of Reportable SegmentsNumber of reportable segmentsChange in Accounting Principle, Accounting Standards Update, Early Adoption [true false]Change in accounting principle, accounting standards update, early adoptionEarnings Per Share [Text Block]Earnings Per ShareSeries A senior note.Series A Senior Note [Member]Senior Note, Series ADebt Instrument, Maturity DateMaturity DateEntity Emerging Growth CompanyEntity Emerging Growth CompanyPercentage of principal amount to redeem convertible senior notes.Percentage Of Principal Amount To Redeem Convertible Senior NotesPercentage of principal amount to redeem convertible senior notesEquity Method Investments and Joint Ventures [Abstract]Weighted Average Number of Shares Outstanding, BasicBasic weighted average number of shares outstandingWeighted Average Number of Shares Outstanding, Basic, TotalFinance Lease, Liability, NoncurrentOther long-term liabilitiesLessee, Operating Lease, Liability, to be Paid, Fiscal Year Maturity [Abstract]Operating LeasesSchedule of Equity Method Investments [Line Items]Schedule Of Equity Method Investments [Line Items]Purchase of convertible senior notesRepayments of Convertible DebtFair value of contingent consideration to be achievedBusiness Combination, Contingent Consideration Arrangements, Change in Amount of Contingent Consideration, LiabilityCommon Stock, Shares AuthorizedCommon stock, shares authorizedProperty, Plant and Equipment, Useful LifeUseful life (years)Sublease IncomeSublease incomeProceeds from Issuance of Common StockProceeds from issuance of common stockNet cost of purchase of bond hedges and sale of warrants.Net Cost Of Purchase Of Bond Hedges And Sale Of WarrantsPurchase of bond hedges and sale of warrantsFinance Lease, Interest ExpenseInterest on lease liabilitiesEquity Method Investment, Nonconsolidated Investee [Axis]Level 1Fair Value, Inputs, Level 1 [Member]Cost plus.Cost Plus [Member]Cost-PlusDebt Disclosure [Abstract]Amortization of Intangible AssetsAmortization of intangible assetsAmortization expense of intangible assetsBusiness Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Assets, Prepaid Expense and Other AssetsPrepaid expenses and other current assetsContract receivable retainage asset (liabilities) net, due after one year.Contract Receivable Retainage Asset Liabilities Net Due After One YearContract retentions, not expected to be paid in next 12 monthsSubsegments [Domain]SubsegmentsProceeds from Issuance of WarrantsCash proceeds from sales of warrantsProceeds from issuance of warrantsGoodwill, Impairment LossImpairment of goodwillAccounting Policies [Abstract]2024 (remaining)Finance Lease, Liability, to be Paid, Remainder of Fiscal YearRestructuring income (expense).Restructuring Income ExpenseRestructuring expenseDebt instrument convertible measurement period percentage.Debt Instrument Convertible Measurement Period PercentageMeasurement period, percentageIncome Tax Disclosure [Abstract]Change in contract with customer liability.Change In Contract With Customer Liability1Change in contract liabilitiesNet Income (Loss) Attributable to Parent, DilutedDiluted net income (loss) attributable to Parsons CorporationConstruction equipment.Construction Equipment [Member]Construction EquipmentStatement [Table]Statement [Table]Property, Plant and Equipment [Table Text Block]Schedule of Property and Equipment, NetSchedule of Acquired Finite-Lived Intangible Assets by Major Class [Table Text Block]Schedule of Gross Amount and Accumulated Amortization of Intangible AssetsComprehensive Income (Loss), Net of Tax, Attributable to Noncontrolling InterestComprehensive income attributable to noncontrolling interests, net of taxComprehensive Income (Loss), Net of Tax, Attributable to Noncontrolling Interest, TotalSubsequent Event [Table]Subsequent Event [Table]Summary of revenues and property and equipment, net by geographic area.Summary Of Revenues And Property And Equipment Net By Geographic Area Table [Text Block]Summary of Revenues and Property and Equipment, Net by Geographic AreaEntity File NumberEntity File NumberSegment Reporting Disclosure [Text Block]Segment InformationNet increase (decrease) in cash, cash equivalents, and restricted cashCash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate EffectRevenue from Contract with Customer [Abstract]Earnings per share:Earnings Per Share [Abstract]Stock repurchase plan.Stock Repurchase Plan Policy [Text Block]Stock Repurchase PlanContract assets (including $6,260 and $11,096 Contract assets of consolidated joint ventures)Contract with Customer, Asset, after Allowance for Credit Loss, CurrentContract assetsContract with Customer, Asset, after Allowance for Credit Loss, Current, Totalpre-judgment interestInterest ReceivableDeferred income taxesBusiness Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Deferred Income TaxesBusiness combination, recognized identifiable assets acquired and liabilities assumed, deferred income taxes.Statement of Financial Position [Abstract]Equity Method Investments [Table Text Block]Summary of Financial Information for Unconsolidated Joint VenturesInterest Expense, Operating and NonoperatingInterest expenseInterest Expense, TotalOperating Income (Loss)Operating incomeOperating income (loss)Operating income (loss)Contract with customer asset and liabilities net.Contract With Customer Asset Liability NetNet contract assets (liabilities)Entity Shell CompanyEntity Shell CompanyEntity Tax Identification NumberEntity Tax Identification NumberAssets [Abstract]AssetsContract assets, net claims recovery estimatesContracts Receivable, Claims and Uncertain AmountsContract assets, unapproved change orders, claims, and requestsContracts Receivable, Claims and Uncertain Amounts, TotalEntity Current Reporting StatusEntity Current Reporting Status2028Finance Lease, Liability, to be Paid, Year FourProceeds from issuance of convertible notes due 2029Proceeds from Issuance of Convertible Preferred StockProperty, Plant and Equipment Disclosure [Text Block]Property and Equipment, NetLong-Term Debt, Type [Axis]Long-term Debt, TypeSubsequent Events [Abstract]Increase (Decrease) in Contract with Customer, LiabilityContract liabilitiesGeographical [Domain]GeographicalDocument Fiscal Year FocusDocument Fiscal Year FocusProceeds from Equity Method Investment, Distribution, Return of CapitalReturn of investments in unconsolidated joint venturesChange in Accounting Principle, Accounting Standards Update, Adoption DateChange in accounting principle, accounting standards update, adoption dateBond hedge term.Bond Hedge TermBond hedge termReversal of deferred tax liability.Reversal Of Deferred Tax LiabilityDeferred tax liability reversedAdjusted EBITDA attributable to parent.Adjusted E B I T D A Attributable To ParentAdjusted EBITDA attributable to Parsons CorporationLegal Proceedings.Legal Proceedings [Line Items]Finite-Lived Intangible Assets, Accumulated AmortizationAccumulated AmortizationLessee operating lease liability payments due after year four.Lessee Operating Lease Liability Payments Due After Year FourThereafterCash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Including Disposal Group and Discontinued OperationsEnd of periodBeginning of yearCash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations, TotalFederal Solution Segment.Federal Solution Segment [Member]Federal Solution SegmentFederal SolutionsLoss contingency, number of claims.Loss Contingency Number Of ClaimsNumber of claims outstandingBusiness Acquisition [Axis]Business AcquisitionSealing Technologies, Inc.Sealing Technologies Inc [Member]Sealing technologies inc.City Area CodeCity Area CodeTotal DebtDebt, Long-Term and Short-Term, Combined AmountLetters of Credit Outstanding, AmountLetters of credit outstanding amountLiabilities, CurrentCurrent liabilitiesTotal current liabilitiesIncome taxes receivableBusiness Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Income Taxes ReceivableBusiness combination, recognized identifiable assets acquired and liabilities assumed, income taxes receivable.Business Acquisition, Goodwill, Expected Tax Deductible AmountGoodwill deductible for tax purposesContract with customer asset cumulative catchup adjustment to revenue change in measure of progress percent.Contract With Customer Asset Cumulative Catchup Adjustment To Revenue Change In Measure Of Progress PercentPercentage change in contract assetsProceeds from Debt, Net of Issuance CostsProceeds from issuance and sale of debtEffective Income Tax Rate Reconciliation, at Federal Statutory Income Tax Rate, PercentU.S. corporate tax rateOperating lease not yet commenced expense.Operating Lease Not Yet Commenced ExpenseOperating lease not yet commenced expenseOrganization, Consolidation and Presentation of Financial Statements [Abstract]Local Phone NumberLocal Phone NumberRedemption of warrantsRedemption of WarrantsRedemption Of WarrantsRedemption Of WarrantsAntidilutive Securities Excluded from Computation of Earnings Per Share [Line Items]Antidilutive Securities Excluded From Computation Of Earnings Per Share [Line Items]Xator corporation member.Xator Corporation [Member]Xator CorporationChange in contract with customer assets and liabilities net.Change In Contract With Customer Assets And Liabilities NetChange in contract assets and liabilitiesChange in contract assets and liabilitiesEcho Ridge LLC.Echo Ridge L L C [Member]Echo Ridge LLCDebt instrument number of shares issuable upon conversion.Debt Instrument Number Of Shares Issuable Upon ConversionNumber of shares issuable upon conversionCommitments and Contingencies Disclosure [Abstract]Convertible Senior Notes Due 2025 Note Hedge And WarrantsConvertible Senior Notes Due 2025 Note Hedge And Warrants [Member]Convertible senior notes due 2025 note hedge and warrants.Stock repurchase valueTreasury stock, 40,501,385 shares at costTreasury Stock, ValueTreasury Stock, Value, TotalAccrued expenses and other current liabilities (including $173,190 and $145,040 Accrued expenses and other current liabilities of consolidated joint ventures)Accrued expenses and other current liabilities.Accrued Expenses And Other Current LiabilitiesAccrued expenses and other current liabilitiesFair Value, by Balance Sheet Grouping [Table]Debt Issuance Costs, NetDebt issuance costs incurredDebt Issuance Costs, Net, TotalGoodwill and intangible assets impairment chargeGoodwill and Intangible Asset ImpairmentShort-term lease liabilities, operating leases (including $3,962 and $4,753 Short-term lease liabilities, operating leases of consolidated joint ventures)CurrentShort-term lease liabilities, operating leasesDeveloped Technology Rights [Member]Developed TechnologyDeveloped TechnologiesRight-of-Use Asset Obtained in Exchange for Finance Lease LiabilityRight-of-use assets obtained in exchange for new finance lease liabilitiesCapped call transactionsCost of convertible note hedge transactions.Cost Of Convertible Note Hedge TransactionCost of convertible note hedge transactionIn Process Research and Development [Member]In Process Research and DevelopmentOther Comprehensive Income (Loss), Foreign Currency Transaction and Translation Adjustment, Net of TaxForeign currency translation adjustment, net of taxOther Comprehensive Income (Loss), Foreign Currency Transaction and Translation Adjustment, Net of Tax, TotalDebt Instrument, Interest Rate, Stated PercentageInterest rateRetained EarningsRetained Earnings [Member]Revenue from External Customers by Products and Services [Table Text Block]Summary of Revenues by Business LinesBusiness Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Assets, ReceivablesAccounts receivableDocument Transition ReportDocument Transition ReportLoss contingency sought value, civil penalty for each alleged violation of Act.Loss Contingency Sought Value Civil Penalty For Each Alleged Violation Of ActLoss contingency sought value, civil penalty for each alleged violation of ActConsolidated joint ventures.Consolidated Joint Ventures [Member]Consolidated Joint VenturesShare Repurchase Program, Authorized, AmountAuthorized shares of common stock value2026Lessee, Operating Lease, Liability, to be Paid, Year TwoDeferred tax liabilitiesBusiness Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Deferred Tax LiabilitiesAntidilutive Security, Excluded EPS Calculation [Table]Schedule Of Antidilutive Securities Excluded From Computation Of Earnings Per Share [Table]Convertible Senior Notes Due 2025Convertible Senior Notes Due Two Thousand Twenty Five [Member]Convertible Senior Notes Due Two Thousand Twenty Five.Reduction in quarterly cap value on stock repurchasedReduction in Quarterly Cap Value on Stock RepurchasedReduction in quarterly cap value on stock repurchased.Employee Stock Ownership Plan (ESOP) [Table]Schedule Of Employee Stock Ownership Plan E S O P Disclosures [Table]Deferred Income Tax Assets, NetDeferred tax assets2024Finite-Lived Intangible Asset, Expected Amortization, Remainder of Fiscal YearMinimum [Member]Minimum [Member]MinimumEarnings Per Share Reconciliation [Abstract]Earnings (loss) per share:Common Stock [Member]Common StockBusiness Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Cash and EquivalentsCash and cash equivalentsInvestment, Name [Axis]Investment, NameAdditional Paid-in Capital [Member]Additional Paid-in CapitalBusiness Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Liabilities, Accounts PayableAccounts payableAdjustments to reconcile net (loss) income to net cash used in operating activitiesAdjustments to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract]Other

Comprehensive Income (Loss), Net of Tax [Abstract]Other comprehensive income, net of taxStatement of Income Location, Balance [Domain]Income Statement Location2025Lessee, Operating Lease, Liability, to be Paid, Year OneAccounts Receivable, before Allowance for Credit Loss, CurrentTotal accounts receivable, grossOther Assets, NoncurrentOther noncurrent assetsCapped Call TransactionCapped Call Transaction [Member]Capped call transaction.Proceeds from Equity Method Investment, DistributionReturn on investments in unconsolidated joint venturesJoint ventures.Joint Ventures [Member]Joint VenturesSegments [Domain]SegmentsCritical Infrastructure Segment.Critical Infrastructure Segment [Member]Critical InfrastructureDelayed draw term loan2022 Delayed draw term loan.Two Thousand Twenty Two Delayed Draw Term Loan [Member]2022 Delayed Draw Term LoanMiddle East [Member]Middle EastShare Repurchase Program, Remaining Authorized, AmountStock repurchase program, remaining authorized repurchase amountDecrease in net income net of tax.Decrease in net income net of taxGoodwill and Intangible Assets Disclosure [Abstract]Entity Common Stock, Shares OutstandingEntity Common Stock, Shares OutstandingRevision of Prior Period, Accounting Standards Update, Adjustment [Member]Revision of Prior Period, Accounting Standards Update, AdjustmentFinite lived intangible assets amortization expense after year four.Finite Lived Intangible Assets Amortization Expense After Year FourThereafterDisaggregation of Revenue [Line Items]Disaggregation Of Revenue [Line Items]AcquisitionsGoodwill, Acquired During PeriodAcquisitionsOperating lease.Operating Leases [Abstract]Operating Leases:Equity, Attributable to Noncontrolling InterestNoncontrolling interestsStockholders' Equity Attributable to Noncontrolling Interest, TotalStockholders' Equity Attributable to Noncontrolling Interest, Beginning BalanceStockholders' Equity Attributable to Noncontrolling Interest, Ending BalanceBasis of Accounting, Policy [Policy Text Block]Basis of Presentation and Principles of Consolidation2025Finite-Lived Intangible Asset, Expected Amortization, Year OneBCC Engineering, LLCBCC Engineering, LLC [Member]BCC Engineering, LLC.Debt Issuance Costs, Noncurrent, NetLong-term debt issuance costsDebt Issuance Costs, Noncurrent, Net, TotalCustomer Relationships [Member]Customer RelationshipsFinance Lease, Liability, CurrentAccrued expenses and other current liabilitiesCommon Stock, Value, IssuedCommon stock, $1 par value; authorized 1,000,000,000 shares; 146,698,035 and 146,341,363 shares issued; 50,022,445 and 45,960,122 public shares outstanding; 56,161,683 and 59,879,857 ESOP shares outstandingInvestment Income, InterestInterest incomeFinance Lease, Right-of-Use Asset, AmortizationAmortization of right-of-use assetsSchedule of Finite-Lived Intangible Assets, Future Amortization Expense [Table Text Block]Schedule of Estimated Amortization ExpenseDilutive Securities, Effect on Basic Earnings Per Share, Dilutive Convertible SecuritiesConvertible senior notes if-converted method interest adjustmentOrder or Production Backlog [Member]BacklogNorth America [Member]North AmericaSchedule of consolidated balance sheet related to unconsolidated joint ventures.Schedule Of Consolidated Balance Sheet Related To Unconsolidated Joint Ventures Table [Text Block]Schedule of Consolidated Balance Sheet Related to Services Provided to Unconsolidated Joint VenturesOperating Lease, LiabilityTotal present value of lease liabilitiesTotal operating lease liabilitiesMeasurement Frequency [Axis]Contingencies (Note 12)Commitments and ContingenciesNew Accounting Pronouncements or Change in Accounting Principle [Line Items]New Accounting Pronouncements Or Change In Accounting Principle [Line Items]Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Line Items]Revenue Remaining Performance Obligation Expected Timing Of Satisfaction [Line Items]Number of common stock acquired by offsetting sale warrants.Number Of Common Stock Acquired By Offsetting Sale WarrantsNumber of common stock acquired by offsetting sale warrants.Adjustments to warrant repurchasedAdjustments To Warrant RepurchasedAdjustments to warrant repurchased.Schedule of Acquired Finite-Lived Intangible Asset by Major Class [Table]Schedule Of Acquired Finite Lived Intangible Asset By Major Class [Table]Convertible notes converted each into shares of common stock.Convertible Notes Converted Each Into Shares Of Common StockConvertible notes converted each into shares of common stockWeighted Average Number of Shares Outstanding, DilutedDiluted weighted average number of shares outstandingFinance leases.Finance Leases [Abstract]Finance Leases:Schedule of Segment Reporting Information, by Segment [Table Text Block]Summary of Business Segment InformationFinance Lease, Liability, Noncurrent, Statement of Financial Position [Extensible Enumeration]Finance Lease, Liability, Noncurrent, Statement of Financial Position [Extensible Enumeration]Accounts receivable, net (including $348,892 and $274,846 Accounts receivable of consolidated joint ventures, net)Accounts Receivable, after Allowance for Credit Loss, CurrentTotal accounts receivable, netAccounts receivable, netLessee, Operating Lease, Liability, to be PaidTotal lease paymentsOther income (expense).Other Income ExpenseTotal other income (expense)Additional amount agreed to pay the selling shareholders in the event an earn out revenue target is exceededAdditional Payment For Selling ShareholdersAdditional payment for selling shareholders.I.S. Engineers, LLCI.S. Engineers, L L C [Member]I.S. Engineers, LLC.Finance Lease, LiabilityTotal present value of lease liabilitiesFinance Lease, Liability, TotalComprehensive income including noncontrolling interests, net of taxComprehensive Income (Loss), Net of Tax, Including Portion Attributable to Noncontrolling InterestEntity Small BusinessEntity Small BusinessSegment Reporting Information [Line Items]Segment Reporting Information [Line Items]Debt Instrument, Basis Spread on Variable RateMargin interest rateLine of credit facility number of extensions.Line Of Credit Facility Number Of ExtensionsCredit agreement number of extensionsRepurchases of common stockAdjustments to additional paid in capital repurchases of common stock.Adjustments To Additional Paid In Capital Repurchases Of Common StockRepurchases of common stockDebt Disclosure [Text Block]Debt and Credit FacilitiesGain (Loss), Foreign Currency Transaction, before TaxForeign currency transaction gains and lossesForeign Currency Transaction Gain (Loss), before Tax, TotalIncrease (Decrease) in Contract with Customer, AssetContract assetsAccounting Standards Update and Change in Accounting Principle [Table]New Accounting Pronouncements Or Change In Accounting Principle [Table]Summary of Carrying Values and Estimated Fair Values Of Financial InstrumentsFair Value, by Balance Sheet Grouping [Table Text Block]Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, NetNet assets acquiredCredit Facility [Axis]Credit FacilityRevolving Credit Facility [Member]Revolving Credit FacilityConvertible Notes Converted Sale Price Of Common StockConvertible Notes Converted Sale Price Of Common StockConvertible notes converted sale price of common stockNet Cash Provided by (Used in) Financing Activities [Abstract]Cash flows from financing activities:Accounting Standards Update 2019-12 [Member]ASU 2019-12Repurchases of convertible notes due 2025Repurchases of convertible notes due 2025Repurchases of Convertible NotesRepurchases of convertible notes.Dilutive effect of stock-based awardsIncremental Common Shares Attributable to Dilutive Effect of Share-Based Payment ArrangementsIntangible Assets, Net (Excluding Goodwill)Intangible assets, netIntangible Assets, Net (Excluding Goodwill), TotalRight-of-Use Asset Obtained in Exchange for Operating Lease LiabilityRight-of-use assets obtained in exchange for new operating lease liabilitiesEmployee Stock Ownership Plan.Employee Stock Ownership Plan [Member]ESOPMeasurement Frequency [Domain]Deferred Tax Assets, Valuation AllowanceDeferred tax assets, valuation allowanceNumerator for Basic and Diluted EPS:Numerator For Basics And Diluted EPS [Abstract]Numerator for basics and diluted EPSLevel 3Fair Value, Inputs, Level 3 [Member]Operating Lease, Weighted Average Remaining Lease TermOperating leasesFinance leases other assets noncurrent.Finance Leases Other Assets NoncurrentOther noncurrent assetsSubsequent Events [Text Block]Subsequent EventsShare-Based Payment Arrangement [Member]Stock-based AwardsEquity-based AwardsSchedule of Denominator and Numerator used to Compute Basic and Diluted EPSSchedule of Numerator and Denominator Used to Compute Basic and Diluted Earnings Per Share Table Text BlockSchedule of Numerator and Denominator Used to Compute Basic and Diluted Earnings Per Share Table Text BlockAccounts payable (including $65,426 and $49,234 Accounts payable of consolidated joint ventures)Accounts Payable, CurrentAccounts payableAccounts Payable, Current, TotalOther Postretirement Benefits Expense (Reversal of Expense), NoncashContributions of treasury stockChange in Accounting Principle, Accounting Standards Update, Immaterial Effect [true false]Change in accounting principle, accounting standards update, immaterial effectLiabilities, fair value disclosureLiabilities, Fair Value DisclosureLiabilities, Fair Value Disclosure, TotalRepayment of principal amount of convertible senior notesRepayment of principal amount of convertible senior notes.Repayment of Principal Amount of Our Convertible Senior NotesSchedule of financial information of consolidated joint ventures.Schedule Of Financial Information Of Consolidated Joint Ventures Table [Text Block]Schedule of Financial Information of Consolidated Joint VenturesAccounts Receivable, Allowance for Credit Loss, CurrentAllowance for doubtful accountsOther reconciliation from net income to adjusted EBITDA.Other Reconciliation From Net Income To Adjusted E B I T D AOtherShort-Term Lease, CostShort-term lease cost XML 10 R1.htm IDEA: XBRL DOCUMENT

Document and Entity Information - shares	9 Months Ended Sep. 30, 2024	Oct. 21, 2024
Cover [Abstract]		
Document Type	10-Q	
Amendment Flag	false	
Document Period End Date	Sep. 30, 2024	
Document Fiscal Year Focus	2024	
Document Fiscal Period Focus	Q3	
Trading Symbol(s)	PSN	
Entity Registrant Name	Parsons Corporation	
Entity Central Index Key	0000275880	
Current Fiscal Year End Date	--12-31	
Entity Current Reporting Status	Yes	
Entity Shell Company	false	
Entity Filer Category	Large Accelerated Filer	
Entity Small Business	false	
Entity Emerging Growth Company	false	
Entity Common Stock, Shares Outstanding		106,189,949
Entity File Number	001-07782	
Entity Tax Identification Number	95-3232481	
Entity Address, Address Line One	14291 Park Meadow Drive	
Entity Address, Address Line Two	Suite 100	
Entity Address, City or Town	Chantilly	
Entity Address, State or Province	VA	
Entity Address, Postal Zip Code	20151	
City Area Code	703	
Local Phone Number	988-8500	
Title of 12(b) Security	Common Stock, $1 par value	
Security Exchange Name	NYSE	
Document Quarterly Report	true	
Document Transition Report	false	
Entity Incorporation, State or Country Code	DE	
Entity Interactive Data Current	Yes	

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Consolidated Balance Sheets (Unaudited) - USD ($) $ in Thousands	Sep. 30, 2024	Dec. 31, 2023
Current assets:		
Cash and cash equivalents (including $132,662 and $128,761 Cash of consolidated joint ventures)	$ 558,823	$ 272,943
Accounts receivable, net (including $348,892 and $274,846 Accounts receivable of consolidated joint ventures, net)	1,034,976	915,638
Contract assets (including $6,260 and $11,096 Contract assets of consolidated joint ventures)	790,001	757,515
Prepaid expenses and other current assets (including $15,284 and $11,929 Prepaid expenses and other current assets of consolidated joint ventures)	170,858	191,430
Total current assets	2,554,658	2,137,526
Property and equipment, net (including $3,235 and $3,274 Property and equipment of consolidated joint ventures, net)	101,193	98,957
Right of use assets, operating leases (including $6,879 and $9,885 Right of use assets, operating leases of consolidated joint ventures)	135,367	159,211
Goodwill	1,931,157	1,792,665
Investments in and advances to unconsolidated joint ventures	194,524	128,204
Intangible assets, net	307,952	275,566
Deferred tax assets	163,539	140,162
Other noncurrent assets	54,952	71,770

Total assets	5,443,342	4,804,061
Current liabilities:		
Accounts payable (including $65,426 and $49,234 Accounts payable of consolidated joint ventures)	300,217	242,821
Accrued expenses and other current liabilities (including $173,190 and $145,040 Accrued expenses and other current liabilities of consolidated joint ventures)	876,583	801,423
Contract liabilities (including $64,899 and $61,234 Contract liabilities of consolidated joint ventures)	300,799	301,107
Short-term lease liabilities, operating leases (including $3,962 and $4,753 Short-term lease liabilities, operating leases of consolidated joint ventures)	51,971	58,556
Income taxes payable	4,556	6,977
Short-term debt	115,428	0
Total current liabilities	1,649,554	1,410,884
Long-term employee incentives	27,553	22,924
Long-term debt	1,132,980	745,963
Long-term lease liabilities, operating leases (including $2,916 and $5,132 Long-term lease liabilities, operating leases of consolidated joint ventures)	97,838	117,505
Deferred tax liabilities	27,931	9,775
Other long-term liabilities	93,055	120,295
Total liabilities	3,028,911	2,427,346
Contingencies (Note 12)		
Shareholders' equity:		
Common stock, $1 par value; authorized 1,000,000,000 shares; 146,698,035 and 146,341,363 shares issued; 50,022,445 and 45,960,122 public shares outstanding; 56,161,683 and 59,879,857 ESOP shares outstanding	146,703	146,341
Treasury stock, 40,501,385 shares at cost	(827,311)	(827,311)
Additional paid-in capital	2,781,868	2,779,365
Retained earnings	227,334	203,724
Accumulated other comprehensive loss	(16,142)	(14,908)
Total Parsons Corporation shareholders' equity	2,312,452	2,287,211
Noncontrolling interests	101,979	89,504
Total shareholders' equity	2,414,431	2,376,715
Total liabilities and shareholders' equity	$ 5,443,342	$ 4,804,061

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Consolidated Balance Sheets (Parenthetical) (Unaudited) - USD ($) $ in Thousands	**Sep. 30, 2024**	**Dec. 31, 2023**
Cash and cash equivalents	$ 558,823	$ 272,943
Accounts receivable, net	1,034,976	915,638
Contract assets	790,001	757,515
Prepaid expenses and other current assets	170,858	191,430
Property and equipment, net	101,193	98,957
Right of use assets, operating leases	135,367	159,211
Accounts payable	300,217	242,821
Accrued expenses and other current liabilities	876,583	801,423
Short-term lease liabilities, operating leases	51,971	58,556
Long-term lease liabilities, operating leases	97,838	117,505
Contract liabilities	$ 300,799	$ 301,107
Common stock, par value	$ 1	$ 1
Common stock, shares authorized	1,000,000,000	1,000,000,000
Common stock, shares, issued	146,703,583	146,341,363
Common stock, shares, outstanding	51,357,743	45,960,122
Treasury stock, shares	40,501,385	40,501,385
ESOP		
Common stock, shares, outstanding	54,831,932	59,879,857
Consolidated Joint Ventures		
Cash and cash equivalents	$ 132,662	$ 128,761
Accounts receivable, net	348,892	274,846
Contract assets	6,260	11,096
Prepaid expenses and other current assets	15,284	11,929
Property and equipment, net	3,235	3,274
Right of use assets, operating leases	6,879	9,885
Accounts payable	65,426	49,234
Accrued expenses and other current liabilities	173,190	145,040
Short-term lease liabilities, operating leases	3,962	4,753
Long-term lease liabilities, operating leases	2,916	5,132
Contract liabilities	$ 64,899	$ 61,234

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Consolidated Statements of Income (Loss) (Unaudited) - USD ($) $ in Thousands	**3 Months Ended**		**9 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**
Income Statement [Abstract]				
Revenue	$ 1,810,116	$ 1,418,571	$ 5,016,259	$ 3,948,523
Direct cost of contracts	1,449,831	1,124,305	3,979,589	3,109,713
Equity in (losses) earnings of unconsolidated joint ventures	872	10,262	(18,025)	4,497
Selling, general and administrative expenses	246,169	221,188	690,391	632,393
Operating income	114,988	83,340	328,254	210,914
Interest income	4,232	492	9,209	1,591
Interest expense	(13,034)	(8,612)	(39,040)	(22,369)
Loss on extinguishment of debt	0	0	(211,018)	0
Other income (expense), net	1,921	(191)	(510)	1,666
Total other income (expense)	(6,881)	(8,311)	(241,359)	(19,112)
Income before income tax expense	108,107	75,029	86,895	191,802
Income tax expense	(22,518)	(15,218)	(12,699)	(41,944)
Net (loss) income including noncontrolling interests	85,589	59,811	74,196	149,858
Net income attributable to noncontrolling interests	(13,638)	(12,364)	(40,428)	(33,617)
Net (loss) income attributable to Parsons Corporation	$ 71,951	$ 47,447	$ 33,768	$ 116,241
Earnings per share:				
Basic	$ 0.68	$ 0.45	$ 0.32	$ 1.11
Diluted	$ 0.65	$ 0.42	$ 0.31	$ 1.03

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Consolidated Statements of Comprehensive Income (Loss) (Unaudited) - USD ($) $ in Thousands	**3 Months Ended**		**9 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**
Statement of Comprehensive Income [Abstract]				
Net income including noncontrolling interests	$ 85,589	$ 59,811	$ 74,196	$ 149,858
Other comprehensive income, net of tax				
Foreign currency translation adjustment, net of tax	2,977	(1,929)	(1,195)	1,046
Pension adjustments, net of tax	23	(11)	(24)	6

Comprehensive income including noncontrolling interests, net of tax	88,589	57,871	72,977	150,910
Comprehensive income attributable to noncontrolling interests, net of tax	(13,641)	(12,361)	(40,443)	(33,617)
Comprehensive income attributable to Parsons Corporation, net of tax	$ 74,948	$ 45,510	$ 32,534	$ 117,293

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Consolidated Statements of Cash Flows (Unaudited) - USD ($) $ in Thousands	9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023
Cash flows from operating activities:		
Net income including noncontrolling interests	$ 74,196	$ 149,858
Adjustments to reconcile net (loss) income to net cash used in operating activities		
Depreciation and amortization	73,513	87,202
Amortization of debt issue costs	6,563	2,124
Loss (gain) on disposal of property and equipment	573	(27)
Loss on extinguishment of debt	211,018	0
Provision for doubtful accounts	0	91
Deferred taxes	(1,015)	(8,205)
Foreign currency transaction gains and losses	898	1,479
Equity in losses (earnings) of unconsolidated joint ventures	18,025	(4,497)
Return on investments in unconsolidated joint ventures	31,770	30,328
Stock-based compensation	39,960	23,872
Contributions of treasury stock	43,372	44,072
Changes in assets and liabilities, net of acquisitions and consolidated joint ventures:		
Accounts receivable	(116,468)	(168,964)
Contract assets	(29,597)	(120,414)
Prepaid expenses and other assets	32,884	(40,470)
Accounts payable	56,665	48,294
Accrued expenses and other current liabilities	25,654	93,263
Contract liabilities	343	61,503
Income taxes	(48,912)	17,395
Other long-term liabilities	(22,602)	662
Net cash provided by operating activities	396,840	217,566
Cash flows from investing activities:		
Capital expenditures	(30,446)	(30,877)
Proceeds from sale of property and equipment	128	274
Payments for acquisitions, net of cash acquired	(198,875)	(215,497)
Investments in unconsolidated joint ventures	(115,446)	(81,598)
Return of investments in unconsolidated joint ventures	25	72
Proceeds from sales of investments in unconsolidated joint ventures	0	381
Net cash used in investing activities	(344,614)	(327,245)
Cash flows from financing activities:		
Proceeds from borrowings under credit agreement	153,200	511,500
Repayments of borrowings under credit agreement	(153,200)	(436,500)
Proceeds from issuance of convertible notes due 2029	800,000	0
Repurchases of convertible notes due 2025	(495,590)	0
Payments for debt issuance costs	(19,185)	0
Contributions by noncontrolling interests	1,038	1,537
Distributions to noncontrolling interests	(29,006)	(12,156)
Repurchases of common stock	(10,000)	(8,000)
Taxes paid on vested stock	(19,228)	(6,941)
Capped call transactions	(88,400)	0
Bond Hedge Termination	195,549	0
Redemption of warrants	(104,952)	0
Proceeds from issuance of common stock	3,740	2,940
Net cash provided by financing activities	233,966	52,380
Effect of exchange rate changes	(312)	166
Net increase (decrease) in cash, cash equivalents, and restricted cash	285,880	(57,133)
Cash, cash equivalents and restricted cash:		
Beginning of year	272,943	262,539
End of period	$ 558,823	$ 205,406

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Consolidated Statements of Shareholders' Equity (Unaudited) - USD ($) $ in Thousands	Total	Common Stock	Treasury Stock	Additional Paid-in Capital	Retained Earnings	Accumulated Other Comprehensive Income (Loss)	Total Parsons Equity	Noncontrolling Interest
Beginning balance at Dec. 31, 2022	$ 2,095,935	$ 146,132	$ (844,936)	$ 2,717,134	$ 43,089	$ (17,849)	$ 2,043,570	$ 52,365
Comprehensive income								
Net income	149,858				116,241		116,241	33,617
Foreign currency translation gain (loss), net	1,046					1,046	1,046	
Pension adjustments, net	6					6	6	
Contributions	1,538							1,538
Distributions	(12,156)							(12,156)
Issuance of equity securities, net of retirements	(3,999)	371		(3,985)	(385)		(3,999)	
Repurchases of common stock	(8,000)	(185)		(7,815)			(8,000)	
Stock-based compensation	23,872			23,872			23,872	
Ending Balance at Sep. 30, 2023	2,248,100	146,318	(844,936)	2,729,206	158,945	(16,797)	2,172,736	75,364
Beginning balance at Jun. 30, 2023	2,190,766	146,312	(844,936)	2,721,402	111,513	(14,860)	2,119,431	71,335
Comprehensive income								
Net income	59,811				47,447		47,447	12,364
Foreign currency translation gain (loss), net	(1,929)					(1,926)	(1,926)	(3)
Pension adjustments, net	(11)					(11)	(11)	
Distributions	(9,669)							(9,669)
Issuance of equity securities, net of retirements	(99)	6		(90)	(15)		(99)	
Stock-based compensation	7,894			7,894			7,894	
Ending Balance at Sep. 30, 2023	2,248,100	146,318	(844,936)	2,729,206	158,945	(16,797)	2,172,736	75,364
Beginning balance at Dec. 31, 2023	2,376,715	146,341	(827,311)	2,779,365	203,724	(14,908)	2,287,211	89,504
Comprehensive income								
Net income	74,196				33,768		33,768	40,428
Foreign currency translation gain (loss), net	(1,195)					(1,210)	(1,210)	15
Pension adjustments, net	(24)					(24)	(24)	
Contributions	1,038							1,038
Distributions	(29,006)							(29,006)

Capped call transactions	(66,121)			(66,121)			(66,121)	
Adjustments to warrant repurchased	(104,952)			(104,952)			(104,952)	
Bond hedge termination	149,308			149,308			149,308	
Issuance of equity securities, net of retirements	(15,488)	493		(5,823)	(10,158)		(15,488)	
Repurchases of common stock	(10,000)	(131)		(9,869)			(10,000)	
Stock-based compensation	39,960			39,960			39,960	
Ending Balance at Sep. 30, 2024	2,414,431	146,703	(827,311)	2,781,868	227,334	(16,142)	2,312,452	101,979
Beginning balance at Jun. 30, 2024	2,319,644	146,697	(827,311)	2,762,728	155,535	(19,139)	2,218,510	101,134
Comprehensive income								
Net income	85,589				71,951		71,951	13,638
Foreign currency translation gain (loss), net	2,977					2,974	2,974	3
Pension adjustments, net	23					23	23	
Contributions	961							961
Distributions	(13,757)							(13,757)
Issuance of equity securities, net of retirements	(291)	6		(145)	(152)		(291)	
Stock-based compensation	19,285			19,285			19,285	
Ending Balance at Sep. 30, 2024	$ 2,414,431	$ 146,703	$ (827,311)	$ 2,781,868	$ 227,334	$ (16,142)	$ 2,312,452	$ 101,979

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Pay vs Performance Disclosure - USD ($) $ in Thousands	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Pay vs Performance Disclosure				
Net Income (Loss)	$ 71,951	$ 47,447	$ 33,768	$ 116,241

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Insider Trading Arrangements	3 Months Ended
	Sep. 30, 2024
Trading Arrangements, by Individual	
Rule 10b5-1 Arrangement Adopted	false
Non-Rule 10b5-1 Arrangement Adopted	false
Rule 10b5-1 Arrangement Terminated	false
Non-Rule 10b5-1 Arrangement Terminated	false

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Insider Trading Policies and Procedures	9 Months Ended
	Sep. 30, 2024
Insider Trading Policies and Procedures [Line Items]	
Insider Trading Policies and Procedures Adopted	true

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Description of Operations	9 Months Ended
	Sep. 30, 2024
Description Of Operations Disclosure [Abstract]	
Description of Operations	

1. Description of Operations

Organization

Parsons Corporation, a Delaware corporation, and its subsidiaries (collectively, the “Company”) provide sophisticated design, engineering and technical services, and smart and agile software to the United States federal government and Critical Infrastructure customers worldwide. The Company performs work in various foreign countries through local subsidiaries, joint ventures and foreign offices maintained to carry out specific projects.

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Basis of Presentation and Principles of Consolidation	9 Months Ended
	Sep. 30, 2024
Organization, Consolidation and Presentation of Financial Statements [Abstract]	
Basis of Presentation and Principles of Consolidation	

2. Basis of Presentation and Principles of Consolidation

The accompanying unaudited consolidated financial statements and related notes of the Company have been prepared in accordance with generally accepted accounting principles in the United States of America ("GAAP") and pursuant to the interim period reporting requirements of Form 10-Q. They do not include all of the information and footnotes required by GAAP for complete financial statements and, therefore, should be read in conjunction with our consolidated financial statements and the notes thereto included in the Company’s Annual Report on Form 10-K for the year ended December 31, 2023.

In the opinion of management, the consolidated financial statements reflect all normal recurring adjustments necessary for a fair statement of the financial position, results of operations and cash flows for the interim periods presented. The results of operations and cash flows for any interim period are not necessarily indicative of results for the full year or for future years.

This Quarterly Report on Form 10-Q includes the accounts of Parsons Corporation and its subsidiaries and affiliates which it controls. Interests in joint ventures that are controlled by the Company, or for which the Company is otherwise deemed to be the primary beneficiary, are consolidated. For joint ventures in which the Company does not have a controlling interest, but exerts a significant influence, the Company applies the equity method of accounting (see “Note 14 – Investments in and Advances to Joint Ventures" for further discussion). Intercompany accounts and transactions are eliminated in consolidation. Certain amounts may not foot due to rounding.

Use of Estimates

The preparation of the consolidated financial statements in accordance with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual amounts could differ from those estimates. The Company’s most significant estimates and judgments involve revenue recognition with respect to the determination of the costs to complete contracts and transaction price; determination of self-insurance reserves; useful lives of property and equipment and intangible assets; valuation of deferred income tax assets and uncertain tax positions, among others. See “Management’s Discussion and Analysis of Financial Condition and Results of Operations—Critical Accounting Policies and Estimates” and “Note 2—Summary of Significant Accounting Policies” in the notes to our consolidated financial statements included in the Company’s Form 10-K for the year ended December 31, 2023, for a discussion of the significant estimates and assumptions affecting our consolidated financial statements. Estimates of costs to complete contracts are continually evaluated as work progresses and are revised when necessary. When a change in estimate is determined to have an impact on contract profit, the Company records a positive or negative adjustment to the consolidated statement of income.

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New Accounting Pronouncements	9 Months Ended
	Sep. 30, 2024
Accounting Policies [Abstract]	
New Accounting Pronouncements	

3. New Accounting Pronouncements

In the fourth quarter of 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update (“ASU”) 2023-09, "Income Taxes (Topic 740)" ("ASU 2023-09"). ASU 2023-09 enhances the transparency and decision usefulness of income tax disclosures. The amendments in ASU 2023-09 address investor requests for more transparency about income tax information through improvements to income tax disclosures primarily related to the rate reconciliation and income taxes paid information. ASU 2023-09 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, 2024.

Early adoption is permitted. The adoption of this ASU will not have a material impact on the Company's consolidated financial statements.

In the fourth quarter of 2023, the FASB Issued ASU 2023-07, "Segment Reporting (Topic 280)". ASU 2023-07 introduces enhanced disclosures about significant segment expenses along with other enhanced segment disclosures. ASU 2023-07 is effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024. Early adoption is permitted. The adoption of this ASU will not have a material impact on the Company's consolidated financial statements.

During July 2023, the FASB Issued ASU 2023-03. ASU 2023-03 incorporates, into certain accounting standards, amendments to SEC paragraphs pursuant to SEC Staff Accounting Bulletin No. 120, SEC Staff Announcement at the March 24, 2022 EITF meeting, and Staff Accounting Bulletin Topic 6.B, Accounting Series Release 280—General Revisions of Regulation S-X: Income or Loss Applicable to Common Stock. These rules are effective immediately. The adoption of this ASU did not have a material impact on the Company's consolidated financial statements.

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Acquisitions	9 Months Ended

Business Combinations [Abstract]
Acquisitions

4. Acquisitions

BlackSignal Technologies, LLC.

On August 16, 2024, the Company acquired a 100% ownership interest in BlackSignal Technologies, LLC, ("BlackSignal") a privately-owned company, for $203.8 million from cash on hand. Headquartered in Chantilly, Virginia, BlackSignal is a next-generation digital signal processing, electronic warfare, and cyber security provider built to counter near peer threats. Parsons believes that the acquisition will expand Parsons' customer base across the Department of Defense and Intelligence Community and significantly strengthen Parsons' positioning within cyber warfare, while adding new capabilities in the counterspace radio frequency domain. In connection with this acquisition, the Company recognized $2.5 million and $2.8 million of acquisition-related expenses in "Selling, general and administrative expense" in the consolidated statements of income for the three and nine months ended September 30, 2024, respectively, including legal fees, consulting fees, and other miscellaneous direct expenses associated with the acquisition.

The following table summarizes the estimated fair values of the assets acquired and liabilities assumed based on the purchase price allocation as of the date of acquisition (in thousands):

	Amount
Cash and cash equivalents	$ 4,917
Accounts receivable	5,171
Contract assets	3,209
Income taxes receivable	234
Prepaid expenses and other current assets	433
Right of use assets, operating leases	3,032
Property and Equipment	997
Goodwill	139,394
Intangible assets	73,200
Other assets	145
Accounts payable	(951)
Accrued expenses and other current liabilities	(4,793)
Short-term lease liabilities, operating leases	(593)
Deferred income taxes	(17,978)
Long-term lease liabilities, operating leases	(2,651)
Net assets acquired	$ 203,766

Of the total purchase price, the following values were preliminarily assigned to intangible assets (in thousands, except for years):

	Gross Carrying Amount	Amortization Period (in years)
Customer relationships	$ 33,000	14
Backlog	30,400	3
Developed technologies	4,900	5
Non-compete agreements	3,900	3
Other	$ 1,000	1

Amortization expense of $2.1 million, related to these intangible assets, was recorded for the three and nine months ended September 30, 2024. The entire value of goodwill was assigned to the Federal Solutions segment and represents synergies expected to be realized from this business combination. $14.3 million of goodwill is deductible for tax purposes.

The amount of revenue generated by BlackSignal and included within consolidated revenue is $6.7 million for the three and nine months ended September 30, 2024. The Company has determined that the presentation of net income from the date of acquisition is impracticable due to the integration of general corporate functions upon acquisition.

Supplemental Pro Forma Information

Supplemental information of unaudited pro forma operating results assuming the BlackSignal acquisition had been consummated as of the beginning of fiscal year 2023 (in thousands) is as follows:

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Pro forma Revenue	$ 1,816,364	$ 1,427,661	$ 5,048,235	$ 3,975,624
Pro forma Net Income including noncontrolling interests	85,937	53,798	65,618	130,233

The unaudited pro forma supplemental information is based on estimates and assumptions which the Company believes are reasonable and reflects the pro forma impact of additional amortization related to the fair value of acquired intangible assets, employee retention, and the pro forma impact of reflecting acquisition costs, which consisted of legal, advisory and due diligence fees and expenses as of the assumed acquisition date. This supplemental pro forma information has been prepared for informational purposes and does not purport to be indicative of what would have occurred had the acquisition been consummated during the periods for which pro forma information is presented.

I.S. Engineers, LLC

On October 31, 2023, the Company entered into a Membership Interest Purchase Agreement to acquire a 100% ownership interest in I.S. Engineers, LLC ("I.S. Engineers"), a privately-owned company, for $12.2 million in cash. Headquartered in Texas, I.S. Engineers provides full service consulting specializing in transportation engineering, including roads and highways, and program management. The acquisition was entirely funded by cash on-hand. In connection with this acquisition, the Company recognized $0.3 million of acquisition related "Selling, general and administrative expense" in the consolidated statements of income for the year ended December 31, 2023, including legal fees, consulting fees, and other miscellaneous direct expenses associated with the acquisition. The Company allocated the purchase price to the appropriate classes of tangible assets and liabilities and assigned the excess of $11.9 million entirely to goodwill. The entire value of goodwill was assigned to the Critical Infrastructure segment and represents synergies expected to be realized from this business combination. No goodwill is deductible for income tax purposes.

Sealing Technologies, Inc.

On August 23, 2023, the Company acquired a 100% ownership interest in Sealing Technologies, Inc ("SealingTech"), a privately-owned company, for $176.0 million in cash and up to an additional $25 million in the event an earn out revenue target is exceeded. The Company borrowed $175 million under the Credit Agreement to fund the acquisition. Headquartered in Maryland, SealingTech expands Parsons' customer base across the Department of Defense and Intelligence Community, and further enhances the Company's capabilities in defensive cyber operations; integrated mission-solutions powered by artificial intelligence (AI) and machine learning (ML); edge computing and edge access modernization; critical infrastructure protection; and secure data management. In connection with this acquisition, the Company recognized $3.3 million of acquisition-related expenses in "Selling, general and administrative expense" in the consolidated statements of income for the three and nine months ended September 30, 2023, including legal fees, consulting fees, and other miscellaneous direct expenses associated with the acquisition.

The Company has agreed to pay the selling shareholders up to an additional $25 million in the event an earn out revenue target of $110 million is exceeded during the fiscal year ended December 31, 2024. The earn out payment due and payable by the Company to the selling shareholders shall be equal to (i) five-tenths (0.5), multiplied by (ii) the difference of (A) the actual earn out revenue minus (B) the earn out revenue target; provided, however, that in no event shall the earn out payment exceed $25 million. In the event that the earn out revenue is less than or equal to the earn out revenue target, the earn out payment shall be zero. The earn out payment, if any, shall be paid by the Company to the selling shareholders within 15 days following the date the earn out statement becomes final and binding on both parties. The fair value of the earn out (contingent consideration in the table below) was calculated using a Black-Scholes model. See "Note 16—Fair Value of Financial Instruments" for further information on how the fair value of contingent consideration is determined.

The following table summarizes the acquisition date fair value of the purchase consideration transferred (in thousands):

	Amount
Cash paid at closing	$ 176,028
Fair value of contingent consideration to be achieved	3,231
Total purchase price	$ 179,259

The estimated fair value of the SealingTech contingent consideration as of September 30, 2024 was $4.1 million, a $1.8 million increase from the estimated fair value as of December 31, 2023. Changes in the estimated fair value are recorded to "other income (expense), net" in the consolidated financial statements.

The following table summarizes the estimated fair values of the assets acquired and liabilities assumed based on the purchase price allocation as of the date of acquisition (in thousands):

	Amount
Cash and cash equivalents	$ 8,133
Accounts receivable	17,889
Contract assets	2,946
Prepaid expenses and other current assets	1,379
Property and equipment	2,025
Right of use assets, operating leases	1,836
Deferred tax assets	357
Goodwill	90,593
Intangible assets	75,000
Accounts payable	(15,987)
Accrued expenses and other current liabilities	(2,408)
Contract liabilities	(668)
Short-term lease liabilities, operating leases	(418)
Long-term lease liabilities, operating leases	(1,418)
Net assets acquired	$ 179,259

Of the total purchase price, the following values were assigned to intangible assets (in thousands, except for years):

	Gross Carrying Amount	Amortization Period (in years)
Customer relationships	$ 40,000	14

Backlog		26,000	3
Developed technologies		8,000	3
Other	$	1,000	1

Amortization expense of $3.2 million and $9.8 million related to these intangible assets was recorded for the three and nine months ended September 30, 2024, respectively and $1.5 million for the three and nine months ended September 30, 2023. The entire value of goodwill was assigned to the Federal Solutions segment and represents synergies expected to be realized from this business combination. The entire value of goodwill is deductible for tax purposes.

The amount of revenue generated by SealingTech and included within consolidated revenue is $40.1 million and $74.0 million for the three and nine months ended September 30, 2024, respectively and $18.4 million for the three and nine months ended September 30, 2023. The Company has determined that the presentation of net income from the date of acquisition is impracticable due to the integration of general corporate functions upon acquisition.

Supplemental Pro Forma Information

Supplemental information of unaudited pro forma operating results assuming the SealingTech acquisition had been consummated as of the beginning of fiscal year 2022 (in thousands) is as follows:

	Three Months Ended September 30, 2023	Nine Months Ended September 30, 2023
Pro forma Revenue	$ 1,450,376	$ 4,030,873
Pro forma Net Income including noncontrolling interests	65,350	158,775

The unaudited pro forma supplemental information is based on estimates and assumptions which the Company believes are reasonable and reflects the pro forma impact of additional amortization related to the fair value of acquired intangible assets, employee retention, the pro forma impact of reflecting acquisition costs, which consisted of legal, advisory and due diligence fees and expenses, employee retention, and the additional pro forma interest expense related to the borrowings under the credit agreement as of the assumed acquisition date. This supplemental pro forma information has been prepared for informational purposes and does not purport to be indicative of what would have occurred had the acquisition been consummated during the periods for which pro forma information is presented.

IPKeys Power Partners

On April 13, 2023, the Company entered into a merger agreement to acquire a 100% ownership interest in IPKeys Power Partners (“IPKeys”), a privately-owned company, for $43.0 million in cash. The merger brings IPKeys' established customer base, expanding Parsons' presence in two rapidly growing end markets: grid modernization and cyber resiliency for critical infrastructure. Headquartered in Tinton Falls, New Jersey, IPKeys is a trusted provider of enterprise software platform solutions that is actively delivering cyber and operational security to hundreds of electric, water, and gas utilities across North America. The acquisition was entirely funded by cash on-hand. In connection with this acquisition, the Company recognized $0.1 million and $0.6 million of acquisition-related expenses in “Selling, general and administrative expense” in the consolidated statements of income for the three and nine months ended September 30, 2023,

respectively, including legal fees, consulting fees, and other miscellaneous direct expenses associated with the acquisition.

The following table summarizes the estimated fair values of the assets acquired and liabilities assumed based on the purchase price allocation as of the date of acquisition (in thousands):

	Amount
Cash and cash equivalents	$ 126
Accounts receivable	3,937
Contract assets	834
Prepaid expenses and other current assets	455
Property and equipment	86
Right of use assets, operating leases	1,105
Other noncurrent assets	152
Goodwill	22,407
Intangible assets	23,000
Accounts payable	(541)
Accrued expenses and other current liabilities	(1,768)
Contract liabilities	(1,936)
Short-term lease liabilities, operating leases	(343)
Deferred tax liabilities	(3,713)
Long-term lease liabilities, operating leases	(762)
Net assets acquired	$ 43,039

Of the total purchase price, the following values were assigned to intangible assets (in thousands, except for years):

	Gross Carrying Amount	Amortization Period (in years)
Customer relationships (1)	$ 15,900	16
Developed technologies	7,000	11
Other	$ 100	1

(1) The acquired business is a SaaS commercial business. Backlog for this type of business is included as customer relationships.

Amortization expense of $0.4 million and $1.2 million related to these intangible assets was recorded for the three and nine months ended September 30, 2024, respectively and $0.5 million and $0.9 million for the three and nine months ended September 30, 2023, respectively. The entire value of goodwill was assigned to the Critical Infrastructure segment and represents synergies expected to be realized from this business combination. $0.9 million of goodwill is deductible for tax purposes.

The amount of revenue generated by IPKeys and included within consolidated revenue is $3.5 million and $6.1 million for the three and nine months ended September 30, 2023, respectively. The Company has determined that the presentation of net income from the date of acquisition is impracticable due to the integration of general corporate functions upon acquisition.

Supplemental Pro Forma Information

Supplemental information of unaudited pro forma operating results assuming the IPKeys acquisition had been consummated as of the beginning of fiscal year 2022 (in thousands) is as follows:

	Three Months Ended September 30, 2023	Nine Months Ended September 30, 2023
Pro forma Revenue	$ 1,418,571	$ 3,951,378
Pro forma Net Income including noncontrolling interests	60,455	152,258

The unaudited pro forma supplemental information is based on estimates and assumptions which the Company believes are reasonable and reflects the pro forma impact of additional amortization related to the fair value of acquired

intangible assets, the pro forma impact of reflecting acquisition costs, which consisted of legal, advisory and due diligence fees and expenses, and the additional pro forma interest expense related to the borrowings under the credit agreement as of the assumed acquisition date. This supplemental pro forma information has been prepared for informational purposes and does not purport to be indicative of what would have occurred had the acquisition been consummated during the periods for which pro forma information is presented.

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Contracts with Customers

Revenue from Contract with Customer [Abstract]

Contracts with Customers

9 Months Ended
Sep. 30, 2024

5. Contracts with Customers

Disaggregation of Revenue

The Company’s contracts contain both fixed-price and cost reimbursable components. Contract types are based on the component that represents the majority of the contract. The following table presents revenue disaggregated by contract type (in thousands):

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Fixed-price	$ 790,820	$ 452,606	$ 2,129,274	$ 1,233,712
Time-and-Materials	354,114	355,689	1,052,040	998,037
Cost-plus	665,182	610,276	1,834,945	1,716,774
Total	$ 1,810,116	$ 1,418,571	$ 5,016,259	$ 3,948,523

See “Note 18 – Segments Information” for the Company’s revenues by business lines.

Contract Assets and Contract Liabilities

Contract assets and contract liabilities balances at September 30, 2024 and December 31, 2023 were as follows (in thousands):

	September 30, 2024	December 31, 2023	$ change	% change
Contract assets	$ 790,001	$ 757,515	$ 32,486	4.3%
Contract liabilities	300,799	301,107	(308)	-0.1%
Net contract assets (liabilities) (1)	$ 489,202	$ 456,408	$ 32,794	7.2%

(1) Total contract retentions included in net contract assets (liabilities) were $82.5 million as of September 30, 2024, of which $33.5 million are not expected to be paid in the next 12 months. Total contract retentions included in net contract assets (liabilities) were $73.8 million as of December 31, 2023. Contract assets at September 30, 2024 and December 31, 2023 include $69.2 million and $109.5 million, respectively, related to net claim recoveries. There was a $21.6 million loss recognized for the three and nine months ended September 30, 2024 and no material losses recognized for the three and nine months ended September 30, 2023, related to the collectability of claims.

During the three months ended September 30, 2024 and September 30, 2023, the Company recognized revenue of $10.7 million and $8.9 million, respectively, and $179.9 million and $116.6 million during the nine months ended September 30, 2024 and September 30, 2023, respectively that was included in the corresponding contract liability balances at December 31, 2023 and December 31,

2022, respectively. Certain changes in contract assets and contract liabilities consisted of the following (in thousands):

	September 30, 2024	December 31, 2023
Acquired contract assets	$ 3,209	$ 2,715
Acquired contract liabilities	-	3,155

There was no significant impairment of contract assets recognized during the three and nine months ended September 30, 2024 and September 30, 2023.

The following table presents revisions in estimates, such as changes in estimated claims or incentives, related to performance obligations partially satisfied in previous periods that individually had an impact of $5 million or more on revenue. In certain instances, revisions in estimates on a contract do not exceed the threshold in any particular quarter but exceed the threshold on a year-to-date basis (in thousands):

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Revenue impact, net	$ (21,626)	$ -	$ (35,129)	$ 4,748

Certain financial statement impacts from revisions in estimates were as follows (in thousands):

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Operating income (loss)	$ (23,520)	$ -	$ (37,023)	$ (3,079)
Net income (loss)	(17,569)	-	(27,656)	(2,291)
Diluted income (loss) per share	$ (0.16)	$ -	$ (0.26)	$ (0.02)

The amounts in the table above include changes in estimates related to direct costs of contracts of $1.9 million for both the three and nine months ended September 30, 2024 and $6.4 million for the nine months ended September 30, 2023, related to write-downs on a contract in the Critical Infrastructure segment.

Accounts Receivable, net

Accounts receivable, net consisted of the following as of September 30, 2024 and December 31, 2023 (in thousands):

	2024	2023
Billed	$ 617,761	$ 646,375
Unbilled	421,101	273,215
Total accounts receivable, gross	1,038,862	919,590
Allowance for doubtful accounts	(3,886)	(3,952)
Total accounts receivable, net	$ 1,034,976	$ 915,638

Billed accounts receivable represents amounts billed to clients that have not been collected. Unbilled accounts receivable represents amounts where the Company has a present contractual right to bill but an invoice has not been issued to the customer at the period-end date. Receivables from contracts with the U.S. federal government and its agencies were 16% and 18% as of September 30, 2024 and December 31, 2023, respectively.

The allowance for doubtful accounts was determined based on consideration of trends in actual and forecasted credit quality of clients, including delinquency and payment history, type of client, such as a government agency or commercial sector client, and general economic conditions and particular industry conditions that may affect a client's ability to pay.

Transaction Price Allocated to the Remaining Unsatisfied Performance Obligations

The Company's remaining unsatisfied performance obligations ("RUPO") as of September 30, 2024 represent a measure of the total dollar value of work to be performed on contracts awarded and in-progress. The Company had $6.7 billion in RUPO as of September 30, 2024.

RUPO will increase with awards of new contracts and decrease as the Company performs work and recognizes revenue on existing contracts. Projects are included within RUPO at such time the project is awarded and agreement on contract terms has been reached. The difference between RUPO and backlog relates to unexercised option years that are included within backlog and the value of Indefinite Delivery/Indefinite Quantity ("IDIQ") contracts included in backlog for which delivery orders have not been issued.

RUPO is comprised of: (a) original transaction price, (b) change orders for which written confirmations from our customers have been received, (c) pending change orders for which the Company expects to receive confirmations in the ordinary course of business, and (d) claim amounts that the Company has made against customers for which it has determined that it has a legal basis under existing contractual arrangements and a significant reversal of revenue is not probable, less revenue recognized to-date.

The Company expects to satisfy its RUPO as of September 30, 2024 over the following periods (in thousands):

Period RUPO Will Be Satisfied	Within One Year	Within One to Two Years	Thereafter
Federal Solutions	$ 1,870,032	$ 543,038	$ 207,797
Critical Infrastructure	1,983,920	1,085,300	969,038
Total	$ 3,853,951	$ 1,628,338	$ 1,176,834

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Leases

9 Months Ended
Sep. 30, 2024

Leases [Abstract]
Leases

6. Leases

The Company has operating and finance leases for corporate and project office spaces, vehicles, heavy machinery and office equipment. Our leases have remaining lease terms of one year to eight years, some of which may include options to extend the leases for up to five years, and some of which may include options to terminate the leases after the third year.

The components of lease costs for the three and nine months ended September 30, 2024 and September 30, 2023 are as follows (in thousands):

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Operating lease cost	$ 16,022	$ 16,885	$ 49,584	$ 50,639
Short-term lease cost	4,480	2,823	11,912	9,882
Amortization of right-of-use assets	923	718	2,535	1,904
Interest on lease liabilities	115	73	313	171
Sublease income	(1,008)	(1,186)	(3,246)	(3,549)
Total lease cost	$ 20,532	$ 19,313	$ 61,098	$ 59,047

Supplemental cash flow information related to leases for the nine months ended September 30, 2024 and September 30, 2023 is as follows (in thousands):

	Nine Months Ended	
	September 30, 2024	September 30, 2023
Operating cash flows for operating leases	$ 51,013	$ 53,040
Operating cash flows for finance leases	313	171
Financing cash flows from finance leases	2,419	1,865
Right-of-use assets obtained in exchange for new operating lease liabilities	15,633	48,430
Right-of-use assets obtained in exchange for new finance lease liabilities	$ 4,003	$ 4,470

Supplemental balance sheet and other information related to leases as of September 30, 2024 and December 31, 2023 are as follows (in thousands):

	September 30, 2024	December 31, 2023
Operating Leases:		
Right-of-use assets	$ 135,367	$ 159,211
Lease liabilities:		
Current	51,971	58,556
Long-term	97,838	117,505
Total operating lease liabilities	$ 149,809	$ 176,061
Finance Leases:		
Other noncurrent assets	$ 9,292	$ 7,779
Accrued expenses and other current liabilities	$ 3,442	$ 2,682
Other long-term liabilities	$ 6,042	$ 5,129
Weighted Average Remaining Lease Term:		
Operating leases	3.7 Years	3.9 years
Finance leases	3 Years	3.1 years
Weighted Average Discount Rate:		
Operating leases	4.4%	4.2%
Finance leases	4.9%	4.6%

As of September 30, 2024, the Company has no operating leases that have not yet commenced.

A maturity analysis of the future undiscounted cash flows associated with the Company's operating and finance lease liabilities as of September 30, 2024 is as follows (in thousands):

	Operating Leases	Finance Leases
2024 (remaining)	$ 15,966	$ 1,006

2025	53,485	3,642
2026	36,703	2,985
2027	23,116	1,803
2028	18,182	718
Thereafter	14,748	38
Total lease payments	162,200	10,192
Less: imputed interest	(12,391)	(708)
Total present value of lease liabilities	$ 149,809	$ 9,484

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Goodwill

9 Months Ended
Sep. 30, 2024

Goodwill and Intangible Assets Disclosure [Abstract]
Goodwill

7. Goodwill

The following table summarizes the changes in the carrying value of goodwill by reporting segment from December 31, 2023 to September 30, 2024 (in thousands):

	December 31, 2023	Acquisitions	Foreign Exchange	September 30, 2024
Federal Solutions	$ 1,686,901	$ 139,394	$ -	$ 1,826,295
Critical Infrastructure	105,764	-	(902)	104,862
Total	$ 1,792,665	$ 139,394	$ (902)	$ 1,931,157

The Company performed a triggering analysis and determined there was no triggering event indicating a potential impairment to the carrying value of its goodwill at September 30, 2024 and concluded there has not been an impairment.

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Intangible Assets

9 Months Ended
Sep. 30, 2024

Goodwill and Intangible Assets Disclosure [Abstract]
Intangible Assets

8. Intangible Assets

The gross amount and accumulated amortization of intangible assets with finite useful lives included in "Intangible assets, net" on the consolidated balance sheets are as follows (in thousands except for years):

	September 30, 2024			December 31, 2023			
	Gross Carrying Amount	Accumulated Amortization	Net Carrying Amount	Gross Carrying Amount	Accumulated Amortization	Net Carrying Amount	Weighted Average Amortization Period *(in years)*
Backlog	$ 139,968	$ (44,857)	$ 95,111	$ 130,000	$ (45,964)	$ 84,036	4.2
Customer relationships	322,962	(133,326)	189,636	297,120	(124,194)	172,926	11.7
Leases	-	-	-	120	(106)	14	-
Developed technology	22,900	(6,243)	16,657	31,600	(15,823)	15,777	4.6
Trade name	1,000	(125)	875	1,000	(417)	583	1.0
Non-compete agreements	4,400	(552)	3,848	1,500	(1,097)	403	3.0
In process research and development	1,800	-	1,800	1,800	-	1,800	n/a
Other intangibles	25	-	25	375	(348)	27	n/a
Total intangible assets	$ 493,055	$ (185,103)	$ 307,952	$ 463,515	$ (187,949)	$ 275,566	

The aggregate amortization expense of intangible assets for the three months ended September 30, 2024 and September 30, 2023 was $13.3 million and $18.8 million, respectively and $40.8 million and $54.9 million for the nine months ended September 30, 2024 and September 30, 2023, respectively.

Estimated amortization expense for the remainder of the current fiscal year and in each of the next four years and beyond is as follows (in thousands):

	September 30, 2024
2024	$ 15,189
2025	59,512
2026	52,462
2027	43,372
2028	27,478
Thereafter	108,114
Total	$ 306,127

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Property and Equipment, Net

9 Months Ended
Sep. 30, 2024

Property, Plant and Equipment [Abstract]
Property and Equipment, Net

9. Property and Equipment, Net

Property and equipment consisted of the following at September 30, 2024 and December 31, 2023 (in thousands):

	September 30, 2024	December 31, 2023	Useful life (years)
Buildings and leasehold improvements	$ 103,124	$ 102,372	1-15
Furniture and equipment	82,533	84,244	3-10
Computer systems and equipment	172,069	168,926	3-10
Construction equipment	6,242	6,173	5-7
Construction in progress	25,227	21,030	
	389,195	382,745	
Accumulated depreciation	(288,002)	(283,788)	
Property and equipment, net	$ 101,193	$ 98,957	

Depreciation expense for the three months ended September 30, 2024 and September 30, 2023 was $9.5 million and $10.2 million, respectively and $28.0 million and $29.1 million for the nine months ended September 30, 2024 and September 30, 2023, respectively.

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Debt and Credit Facilities

9 Months Ended
Sep. 30, 2024

Debt Disclosure [Abstract]
Debt and Credit Facilities

10. Debt and Credit Facilities

Debt consisted of the following (in thousands):

	September 30, 2024	December 31, 2023
Short-Term Debt:		
Convertible senior notes due 2025	$ 115,428	$ -
Long-Term Debt:		
Delayed draw term loan	350,000	350,000
Convertible senior notes due 2025	-	400,000
Convertible senior notes due 2029	800,000	-
Revolving credit facility	-	-
Debt issuance costs	(17,020)	(4,037)
Total Long-Term Debt	1,132,980	745,963
Total Debt	$ 1,248,408	$ 745,963

Delayed Draw Term Loan

In September 2022, the Company entered into a $350 million unsecured Delayed Draw Term Loan with an increase option of up to $150 million (the "2022 Delayed Draw Term Loan"). Proceeds of the 2022 Delayed Draw Term Loan Agreement may be used (a) to pay off in full, or partially payoff, the Company's existing Senior Notes, (b) to prepay revolving loans outstanding under the Revolving Credit Agreement (as defined below), or (c) for working capital, capital expenditures and other lawful corporate purposes. The Company drew $350.0 million from the 2022 Delayed Draw Term Loan in November 2022. The Company incurred $0.9 million of debt issuance costs in connection with the delayed draw term loan. These costs are presented as a direct deduction from long-term debt on the face of the balance sheet. Interest expense related to the Delayed Draw Term Loan for the three months ended September 30, 2024 and September 30, 2023 were $5.9 million and $5.9 million, respectively and $17.7 million and $16.6 million for the nine months ended September 30, 2024 and September 30, 2023, respectively. The amortization of debt issuance costs and interest expense is recorded in "Interest expense" on the consolidated statements of income. As of September 30, 2024 and December 31, 2023, there was $350.0 million outstanding under the Delayed Draw Term Loan.

The 2022 Delayed Draw Term Loan has a three-year maturity and permits the Company to borrow in U.S. dollars. The 2022 Delayed Draw Term Loan does not require any amortization payments by the Company. Depending on the Company's consolidated leverage ratio (or debt rating after such time as the Company has such rating), borrowings under the 2022 Delayed Draw Term Loan Agreement will bear interest at either an adjusted Term SOFR benchmark rate plus a margin between 0.875% and 1.500% or a base rate plus a margin of between 0% and 0.500% and will initially bear interest at the middle of this range. The Company will pay a ticking fee on unused term loan commitments at a rate of 0.175% commencing with the date that is ninety (90) days after the Closing Date. Amounts outstanding under the 2022 Delayed Draw Term Loan Agreement may be prepaid at the option of the Company without premium or penalty, subject to customary breakage fees in connection with the prepayment of benchmark rate loans. The interest rates on September 30, 2024 and December 31, 2023 were 6.1% and 6.6%, respectively.

Convertible Senior Notes due 2025

In August 2020, the Company issued an aggregate $400.0 million of 0.25% Convertible Senior Notes due 2025, including the exercise of a $50.0 million initial purchasers' option. The Company received proceeds from the issuance and sale of the Convertible Senior Notes of $389.7 million, net of $10.3 million of transaction fees and other third-party offering expenses. The Convertible Senior Notes accrue interest at a rate of 0.25% per annum, payable semi-annually on February 15 and August 15 of each year beginning on February 15, 2021, and will mature on August 15, 2025, unless earlier repurchased, redeemed or converted.

The Convertible Senior Notes are the Company's senior unsecured obligations and will rank senior in right of payment to any of the Company's indebtedness that is expressly subordinated in right of payment to the Notes; equal in right of payment to any of the Company's unsecured indebtedness that is not so subordinated; effectively junior in right of payment to any of the Company's secured indebtedness, to the extent of the value of the assets securing such indebtedness; and structurally junior to all indebtedness and other liabilities (including trade payables) of the Company's subsidiaries

Each $1,000 of principal of the Notes will initially be convertible into 22.2913 shares of our common stock, which is equivalent to an initial conversion price of $44.86 per share, subject to adjustment upon the occurrence of specified events. On or after March 15, 2025 until the close of business on the second scheduled trading day immediately preceding the maturity date of the Convertible Senior Notes, holders may convert all or a portion of their Convertible Senior Notes, regardless of the conditions below.

Prior to the close of business on the business day immediately preceding March 15, 2025, the Notes will be convertible at the option of the holders thereof only under the following circumstances:

- during any calendar quarter commencing after the calendar quarter ending on December 31, 2021, if the last reported sale price of the Company's common stock for at least 20 trading days, whether or not consecutive, during a period of 30 consecutive trading days ending on, and including the last trading day of the immediately preceding calendar quarter, is greater than or equal to 130% of the conversion price on each applicable trading day;
- during the five business day period after any five consecutive trading day period in which, for each trading day of that period, the trading price per $1,000 principal amount of Convertible Senior Notes for such trading day was less than 98% of the product of the last reported sale price of the Company's common stock and the conversion rate on each such trading day;
- if the Company calls such Convertible Senior Notes for redemption; or
- upon the occurrence of specified corporate events described in the Indenture.

The Company may redeem all or any portion of the Convertible Senior Notes for cash, at its option, on or after August 21, 2023 and before the 51st scheduled trading day immediately before the maturity date at a redemption price equal to 100% of the principal amount of the Notes to be redeemed, plus accrued and unpaid interest, but only if the last reported sale price per share of the Company's common stock exceeds 130% of the conversion price for a specified period of time. In addition, calling any Convertible Senior Note for redemption will constitute a Make-Whole Fundamental Change with respect to that Convertible Senior Note, in which case the conversion rate applicable to the conversion of that Convertible Senior Note will be increased in certain circumstances if it is converted after it is called for redemption.

Upon the occurrence of a fundamental change prior to the maturity date of the Convertible Senior Notes, holders of the Convertible Senior Notes may require the Company to repurchase all or a portion of the Convertible Senior Notes for cash at a price equal to 100% of the principal amount of the Convertible Senior Notes to be repurchased, plus any accrued and unpaid interest to, but excluding, the fundamental change repurchase date.

Upon conversion, the Company may settle the Convertible Senior Notes for cash, shares of the Company's common stock, or a combination thereof, at the Company's option. If the Company satisfies its conversion obligation solely in cash or through payment and delivery of a combination of cash and shares of the Company's common stock, the amount of cash and shares of common stock due upon conversion will be based on a daily conversion value calculated on a proportionate basis for each trading day in a 50-trading day observation period.

The Company recognized interest expense of $0.1 million and $0.7 million for the three months ended September 30, 2024 and September 30, 2023, respectively and $3.8 million and $2.3 million for the nine months ended September 30, 2024 and September 30, 2023, respectively. The net, carrying value of the Convertible Senior Notes were $115.4 million and $396.5 million as of September 30, 2024 and December 31, 2023, respectively.

See the discussion of the partial repurchase of Convertible Senior Notes due 2025 and the unwind of the related note hedge and warrants below.

Note Hedge and Warrant - Convertible Senior Notes due 2025

In connection with the sale of the Convertible Senior Notes, the Company purchased a bond hedge designed to mitigate the potential dilution from the conversion of the Convertible Senior Notes. Under the five-year term of the bond hedge, upon a conversion of the bonds, the Company will receive the number of shares of common stock equal to the remaining common stock deliverable upon conversion of the Convertible Senior Notes if the conversion value exceeds the principal amount of the Notes. The aggregate number of shares that the Company could be obligated to issue upon

conversion of the Convertible Senior Notes is approximately 8.9 million shares. The cost of the convertible note hedge transactions was $55.0 million.

The cost of the convertible note hedge was partially offset by the Company's sale of warrants to acquire approximately 8.9 million shares of the Company's common stock. The warrants were initially exercisable at a price of at least $66.46 per share and are subject to customary adjustments upon the occurrence of certain events, such as the payment of dividends. The Company received $13.8 million in cash proceeds from the sales of these warrants.

The bond hedge and warrant transactions effectively increased the conversion price associated with the Convertible Senior Notes during the term of these transactions from 35%, or $44.86, to 100%, or $66.46, at their issuance, thereby reducing the dilutive economic effect to shareholders upon actual conversion.

The bond hedges and warrants are indexed to, and potentially settled in, shares of the Company's common stock. The net cost of $41.2 million for the purchase of the bond hedges and sale of the warrants was recorded as a reduction to additional paid-in capital in the consolidated balance sheets.

At issuance, the Company recorded a deferred tax liability of $16.2 million related to the Convertible Senior Notes debt discount and the capitalized debt issuance costs. The Company also recorded a deferred tax asset of $16.5 million related to the convertible note hedge transactions and the tax basis of the capitalized debt issuance costs through additional paid-in capital. The deferred tax liability and deferred tax asset were included net in "Deferred tax assets" on the consolidated balance sheets. Upon adoption of ASU 2020-06, the Company reversed the deferred tax liability of $13.9 million that the Company had recorded at issuance related to the Convertible Senior Note debt discount and recorded an additional deferred tax liability of $0.4 million related to the capitalized debt issuance costs. In addition, the Company recorded a $0.9 million adjustment to the deferred tax asset through retained earnings related to the tax effect of book accretion recorded in 2020 and reversed upon adoption.

Convertible Senior Notes due 2029

In February 2024, the Company issued an aggregate $800.0 million of 2.625% Convertible Senior Notes due 2029 (the "2029 Convertible Notes"), including the exercise of a $100.0 million initial purchasers' option in full. The Company received proceeds from the issuance and sale of the 2029 Convertible Notes of $781.1 million, net of $18.9 million of transaction fees and other third-party offering expenses. The 2029 Convertible Notes accrue interest at a rate of 2.625% per annum, payable semi-annually on March 1 and September 1 of each year beginning on September 1, 2024, and will mature on March 1, 2029, unless earlier repurchased, redeemed or converted.

The 2029 Convertible Notes are the Company's senior unsecured obligations and will rank senior in right of payment to any of the Company's indebtedness that is expressly subordinated in right of payment to the 2029 Convertible Notes; equal in right of payment to any of the Company's unsecured indebtedness that is not so subordinated; effectively junior in right of payment to any of the Company's secured indebtedness, including borrowings under the Company's revolving credit facility and delayed draw term loan credit facility, to the extent of the value of the assets securing such indebtedness; and structurally junior to all indebtedness and other liabilities (including trade payables) of the Company's subsidiaries.

Each $1,000 of principal of the 2029 Convertible Notes will initially be convertible into 10.6256 shares of our common stock, which is equivalent to an initial conversion price of approximately $94.11 per share, subject to adjustment upon the occurrence of specified events. On or after October 1, 2028 until the close of business on the second scheduled trading day immediately preceding the maturity date of the 2029 Convertible Notes, holders may convert all or a portion of their 2029 Convertible Notes, regardless of the conditions below.

Prior to the close of business on the business day immediately preceding October 1, 2028, the 2029 Convertible Notes will be convertible at the option of the holders thereof only under the following circumstances:

- during any calendar quarter commencing after the calendar quarter ending on June 30, 2024, if the last reported sale price of the Company's common stock for at least 20 trading days, whether or not consecutive, during a period of 30 consecutive trading days ending on, and including the last trading day of the immediately preceding calendar quarter, is greater than or equal to 130% of the conversion price on each applicable trading day;
- during the five business day period after any ten consecutive trading day period in which, for each trading day of that period, the trading price per $1,000 principal amount of 2029 Convertible Notes for such trading day was less than 98% of the product of the last reported sale price of the Company's common stock and the conversion rate on each such trading day;
- if the Company calls such 2029 Convertible Notes for redemption; or
- upon the occurrence of specified corporate events described in the Indenture.

The Company may redeem all or any portion of the 2029 Convertible Notes for cash, at its option, on or after March 8, 2027 and before the 51st scheduled trading day immediately before the maturity date at a redemption price equal to 100% of the principal amount of the 2029 Convertible Notes to be redeemed, plus accrued and unpaid interest, but only if the last reported sale price per share of the Company's common stock exceeds 130% of the conversion price for a specified period of time. In addition, calling any 2029 Convertible Notes for redemption will constitute a Make-Whole Fundamental Change with respect to that 2029 Convertible Note, in which case the conversion rate applicable to the conversion of that 2029 Convertible Notes will be increased in certain circumstances if it is converted after it is called for redemption.

Upon the occurrence of a fundamental change prior to the maturity date of the 2029 Convertible Notes, holders of the 2029 Convertible Notes may require the Company to repurchase all or a portion of the 2029 Convertible Notes for cash at a price equal to 100% of the principal amount of the 2029 Convertible Notes to be repurchased, plus any accrued and unpaid interest to, but excluding, the fundamental change repurchase date.

Upon conversion, the Company will settle the principal amount of the 2029 Convertible Notes converted in cash and will settle the remainder of the consideration owed upon conversion in cash, shares of the Company's common stock, or a combination thereof, at the Company's option, with such amount of cash and, if applicable, shares of common stock due upon conversion based on a daily conversion value calculated on a proportionate basis for each trading day in a 50-trading day observation period.

The Company recognized interest expense with respect to the 2029 Convertible Notes of $6.3 million and $15.0 million for the three and nine months ended September 30, 2024, respectively. As of September 30, 2024, the net, carrying value of the 2029 Convertible Notes was $783.3 million.

Capped Call Transactions - Convertible Senior Notes due 2029

In February 2024, in connection with the offering of the 2029 Convertible Notes, the Company entered into capped call transactions (the "Capped Call Transactions") with certain financial institutions. The Capped Call Transactions are expected generally to reduce the potential dilution to the Company's common stock upon any conversion of the Convertible Senior Notes due 2029 and/or offset any cash payments the Company is required to make in excess of the principal amount of any converted Convertible Senior Notes due 2029, as the case may be. If, however, the market price per share of the Company's common stock, as measured under the terms of the Capped Call Transactions, exceeds the cap price of the Capped Call Transactions, there would nevertheless be dilution and/or there would not be an offset of such cash payments, in each case, to the extent that such market price exceeds the cap price of the Capped Call Transactions.

The cap price of the Capped Call Transactions is initially $131.7575 per share, which represents a premium of 75% over the last reported sale price of the Company's common stock of $75.29 per

share on the New York Stock Exchange on February 21, 2024, and is subject to certain adjustments under the terms of the Capped Call Transactions. The cost of $88.4 million for the Capped Call Transactions was recorded as a reduction to additional paid-in capital in the consolidated balance sheets.

At issuance, the Company recorded a deferred tax asset of $22.3 million related to the Capped Call Transactions costs through additional paid-in capital. The deferred tax asset was included in Deferred tax assets in the consolidated balance sheets.

Convertible Senior Notes due 2025 Partial Repurchase and Note Hedge and Warrants Partial Unwind

In connection with the issuance of the Convertible Senior Notes due 2029, during the first quarter of 2024, we used $391.8 million of the net proceeds to purchase approximately $228.1 million aggregate principal amount of

our Convertible Senior Notes due 2025 concurrently with the offering in separate and individually negotiated transactions. In addition, we used $103.8 million to settle the repurchase of approximately $56.5 million aggregate principal amount of our Convertible Senior Notes due 2025 in a separately negotiated transaction that settled in March 2024. We also received approximately $90.6 million in cash from the note hedge counterparties for the partial termination of the existing bond hedge relating to the Convertible Senior Notes due 2025 repurchased, net of our obligations to the counterparties in connection with the partial termination of the related warrant transactions. The tax effect of $46.2 million from the partial unwind of the existing bond hedge was recognized as a reduction in additional paid-in capital in the consolidated balance sheets. The income tax payable was included in Income taxes payable in the consolidated balance sheets.

The partial repurchase, during the nine months ended September 30, 2024, resulted in a $214.2 million loss on debt extinguishment which includes a $3.2 million charge to interest expense for the acceleration of the amortization of debt issuance costs associated with the 0.25% Convertible Senior Notes due 2025. The tax effect of the debt extinguishment, excluding the interest expense, was recognized as a discrete event to the quarter giving rise to an increase in the effective tax rate and tax benefit of $49.9 million recognized in the income statement.

Revolving Credit Facility

In June 2021, the Company entered into a $650 million unsecured revolving credit facility (the "Credit Agreement"). The Company incurred $1.9 million of costs in connection with this Credit Agreement. The 2021 Credit Agreement replaced an existing Fifth Amended and Restated Credit Agreement dated as of November 15, 2017. Under the new agreement, the Company's revolving credit facility was increased from $550 million to $650 million. The credit facility has a five-year maturity, which may be extended up to two times for periods determined by the Company and the applicable extending lenders, and permits the Company to borrow in U.S. dollars, certain specified foreign currencies, and each other currency that may be approved in accordance with the 2021 Facility. The borrowings under the Credit Agreement bear interest at either the Term SOFR rate plus a margin between 1.0% and 1.625% or a base rate (as defined in the Credit Agreement) plus a margin of between 0% and 0.625%. The rates on September 30, 2024 and December 31, 2023 were 6.2% and 6.7%, respectively. Borrowings under this Credit Agreement are guaranteed by certain Company operating subsidiaries. Letters of credit commitments outstanding under this agreement aggregated to $43.0 million and $43.8 million at September 30, 2024 and December 31, 2023, respectively, which reduced borrowing limits available to the Company. Interest expense related to the Credit Agreement was $0.1 million and $1.5 million for the three months ended September 30, 2024 and September 30, 2023, respectively and $0.6 million and $2.0 million for the nine months ended September 30, 2024 and September 30, 2023. There were no loan amounts outstanding under the Credit Agreement at September 30, 2024.

The Credit Agreement includes various covenants, including restrictions on indebtedness, liens, acquisitions, investments or dispositions, payment of dividends and maintenance of certain financial ratios and conditions. The Company was in compliance with these covenants at September 30, 2024 and December 31, 2023.

Letters of Credit

The Company also has in place several secondary bank credit lines for issuing letters of credit, principally for foreign contracts, to support performance and completion guarantees. Letters of credit commitments outstanding under these bank lines aggregated approximately $309.1 million and $320.7 million at September 30, 2024 and December 31, 2023, respectively.

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Income Taxes

	9 Months Ended Sep. 30, 2024
Income Tax Disclosure [Abstract]	
Income Taxes	

11. Income Taxes

In 2021 the Organization for Economic Co-operation and Development (OECD) announced an inclusive Framework on Base Erosion and Profit Shifting (BEPS) including Pillar Two Model Rules defining the global minimum tax, also known as the Global Anti-Base Erosion (GloBE), which aims to ensure that multinational enterprises (MNEs) pay a 15% minimum level of tax regardless of where the MNE operates. The OECD has released its fourth round of administrative guidance in June 2024. Many non-US tax jurisdictions have either recently enacted legislation to adopt components of the Pillar Two Model Rules beginning in 2024 and/or have announced their plans to enact legislation in future years. The Company has evaluated the implementation of Pillar Two on its 2024 income tax position based on currently enacted legislation and has determined there is no material impact. We are continuing to evaluate the potential impact on future periods of the Pillar Two Framework, pending enactment of legislation by individual countries.

The Company's effective tax rate was 20.8% and 20.3% for the three months ended September 30, 2024 and September 30, 2023, respectively. The increase in the effective tax rate was due primarily to unfavorable impact of a

remeasurement of its U.S. deferred tax assets and liabilities due to a change in state tax rate, a net increase of uncertain tax positions, and an increase in executive compensation subject to Section 162(m), offset by an increase in the foreign-derived intangible income (FDII) deduction and an increase in equity-based compensation. The Company's effective tax rate was 14.6% and 21.9% for the nine months ended September 30, 2024 and September 30, 2023, respectively. The change in effective tax rate was due primarily to the tax benefit resulting from the $211 million loss in partially unwinding Convertible Senior Notes during the first quarter 2024. The difference between the effective tax rate and the statutory U.S. Federal income tax rate of 21% for the three and nine months ended September 30, 2024 primarily relates to a change in jurisdictional earnings partially resulting from a loss in partially unwinding Convertible Senior Notes, the FDII deduction, equity based compensation, and untaxed income attributable to noncontrolling interests, partially offset by rate impacts related to state income taxes, and foreign withholding taxes.

As of September 30, 2024, the Company's deferred tax assets were subject to a valuation allowance of $42.3 million primarily related to foreign net operating loss carryforwards, foreign tax credit carryforwards, reserves and capital losses that the Company has determined are not more-likely-than-not to be realized. The factors used to assess the likelihood of realization include: the past performance of the entities, forecasts of future taxable income, future reversals of existing taxable temporary differences, and available tax planning strategies that could be implemented to realize the deferred tax assets. The ability or failure to achieve the forecasted taxable income in these entities could affect the ultimate realization of deferred tax assets.

As of September 30, 2024 and December 31, 2023, the liability for income taxes associated with uncertain tax positions was $24.8 million and $25.5 million, respectively. It is reasonably possible that the Company may realize a decrease in our uncertain tax positions of approximately $3.4 million during the next 12 months as a result of concluding various tax audits and closing tax years.

Although the Company believes its reserves for its tax positions are reasonable, the final outcome of tax audits could be materially different, both favorably and unfavorably. It is reasonably possible that certain audits may conclude in the next 12 months and that the unrecognized tax benefits the Company has recorded in relation to these tax years may change compared to the liabilities recorded for these periods.

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Contingencies

	9 Months Ended Sep. 30, 2024
Commitments and Contingencies Disclosure [Abstract]	
Contingencies	

12. Contingencies

The Company is subject to certain lawsuits, claims and assessments that arise in the ordinary course of business. Additionally, the Company has been named as a defendant in lawsuits alleging personal injuries as a result of contact with asbestos products at various project sites. Management believes that any significant costs relating to these claims will be reimbursed by applicable insurance and, although there can be no assurance that these matters will be resolved favorably, management believes that the ultimate resolution of any of these claims will not have a material adverse effect on our consolidated financial position, results of operations, or cash flows. A liability is recorded when it is both probable that a loss has been incurred and the amount of loss or range of loss can be reasonably estimated. When using a range of loss estimate, the Company records the liability using the low end of the range unless some amount within the range of loss appears at that time to be a better estimate than any other amount in the range. The Company records a corresponding receivable for costs covered under its insurance policies. Management judgment is required to determine the outcome and the estimated amount of a loss related to such matters. Management believes that there are no claims or assessments outstanding which would materially affect the consolidated results of operations or the Company's financial position.

In September 2015, a former Parsons employee filed an action in the United States District Court for the Northern District of Alabama against us as a qui tam relator on behalf of the United States (the "Relator") alleging violation of the False Claims Act. The plaintiff alleges that, as a result of these actions, the United States paid in excess of $1 million per month between February and September 2006 that it should have paid to another contractor, plus $2.9 million to acquire vehicles for the contractor defendant to perform its security services. The lawsuit sought (i) that we cease and desist from violating the False Claims Act, (ii) monetary damages equal to three times the amount of damages that the United States has sustained because of our alleged violations, plus a civil penalty of not less than $5,500 and not more than $11,000 for each alleged violation of the False Claims Act, (iii) monetary damages equal to the maximum amount allowed pursuant to §3730(d) of the False Claims Act, and (iv) Relator's costs for this action, including recovery of attorneys' fees and costs incurred in the lawsuit. The United States government did not intervene in this matter as it is allowed to do so under the statute. The court heard dispositive motions in 2023, including Parsons' motion for summary judgment. We are awaiting the court's rulings upon such motions, which will determine whether a trial will be necessary for this matter in 2024 or 2025.

On July 1, 2024, a final judgment was filed with the clerk of the Superior Court of the State of California In and For the County of San Mateo with an award of damages in the total amount of approximately $102.5 million in favor of Parsons Transportation Group, Inc. and against Alstom Signaling Operations LLC (Alstom"). This proposed award relates back to a lawsuit Parsons initially filed against the Peninsula Corridor Joint Powers Board for breach of contract and wrongful termination in February 2017 (which was settled between Parsons and the Joint Powers Board in 2021) and a cross-complaint filed against Alstom Signaling Operations LLC in November 2017, as subsequently amended, for breach of contract, negligence and intentional misrepresentation. On September 23, 2024, the Court awarded pre-judgment interest in the amount of $34.0 million and amended the judgment accordingly to include such interest amount. Alstom filed its notice of appeal of the amended judgment on September 23, 2024 and has posted a bond.

At this time, the Company is unable to determine the probability of the outcome of the litigation.

Federal government contracts are subject to audits, which are performed for the most part by the Defense Contract Audit Agency ("DCAA"). Audits by the DCAA and other agencies consist of reviews of our overhead rates, operating systems and cost proposals to ensure that we account for such costs in accordance with the Cost Accounting Standards ("CAS"). If the DCAA determines we have not accounted for such costs in accordance with the CAS, the DCAA may disallow these costs. The disallowance of such costs may result in a reduction of revenue and additional liability for the Company. Historically, the Company has not experienced any material disallowed costs as a result of government audits. However, the Company can provide no assurance that the DCAA or other government audits will not result in material disallowances for incurred costs in the future. All audits of costs incurred on work performed through 2018 have been closed, and years thereafter remain open.

Although there can be no assurance that these matters will be resolved favorably, management believes that their ultimate resolution will not have a material adverse impact on the Company's consolidated financial position, results of operations, or cash flows.

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Retirement Benefit Plan

	9 Months Ended Sep. 30, 2024
Retirement Benefits [Abstract]	
Retirement Benefit Plan	

13. Retirement Benefit Plan

The Company's principal retirement benefit plan is the Parsons Employee Stock Ownership Plan ("ESOP"), a stock bonus plan, established in 1975 to cover eligible employees of the Company

and certain affiliated companies. Contributions of treasury stock to the ESOP are made annually in amounts determined by the Company's board of directors and are held in trust for the sole benefit of the participants. Shares allocated to a participant's account are fully vested after three years of credited service, or in the event(s) of reaching age 65, death or disability while an active employee of the Company. As of September 30, 2024 and December 31, 2023, total shares of the Company's common stock outstanding were 106,293,215 and 105,839,978, respectively, of which 54,831,932 and 59,879,857, respectively, were held by the ESOP.

A participant's interest in their ESOP account is redeemable upon certain events, including retirement, death, termination due to permanent disability, a severe financial hardship following termination of employment, certain conflicts of interest following termination of employment, or the exercise of diversification rights. Distributions from the ESOP of participants' interests are made in the Company's common stock based on quoted prices of a share of the Company's common stock on the NYSE. A participant will be able to sell such shares of common stock in the market, subject to any requirements of the federal securities laws.

Total ESOP contribution expense was $13.2 million and $14.9 million for the three months ended September 30, 2024 and September 30, 2023, respectively and $43.4 million and $44.1 million for the nine months ended September 30, 2024 and September 30, 2023, respectively. The expense is recorded in "Direct costs of contracts" and "Selling, general and administrative expense" in the consolidated statements of income. The fiscal 2024 ESOP contribution has not yet been made. The amount is currently included in accrued liabilities.

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Investments in and Advances to Joint Ventures

9 Months Ended
Sep. 30, 2024

Equity Method Investments and Joint Ventures [Abstract]

Investments in and Advances to Joint Ventures

14. Investments in and Advances to Joint Ventures

The Company participates in joint ventures to bid, negotiate and complete specific projects. The Company is required to consolidate these joint ventures if it holds the majority voting interest or if the Company meets the criteria under the consolidation model, as described below.

The Company performs an analysis to determine whether its variable interests give the Company a controlling financial interest in a Variable Interest Entity ("VIE") for which the Company is the primary beneficiary and should,

therefore, be consolidated. Such analysis requires the Company to assess whether it has the power to direct the activities of the VIE and the obligation to absorb losses or the right to receive benefits that could potentially be significant to the VIE.

The Company analyzed all of its joint ventures and classified them into two groups: (1) joint ventures that must be consolidated because they are either not VIEs and the Company holds the majority voting interest, or because they are VIEs and the Company is the primary beneficiary; and (2) joint ventures that do not need to be consolidated because they are either not VIEs and the Company holds a minority voting interest, or because they are VIEs and the Company is not the primary beneficiary.

Many of the Company's joint venture agreements provide for capital calls to fund operations, as necessary; however, such funding is infrequent and is not anticipated to be material.

Letters of credit outstanding described in "Note 10 – Debt and Credit Facilities" that relate to project ventures are $162.7 million and $147.7 million at September 30, 2024 and December 31, 2023.

In the table below, aggregated financial information relating to the Company's joint ventures is provided because their nature, risk and reward characteristics are similar. None of the Company's current joint ventures that meet the characteristics of a VIE are individually significant to the consolidated financial statements.

Consolidated Joint Ventures

The following represents financial information for consolidated joint ventures included in the consolidated financial statements (in thousands):

	September 30, 2024	December 31, 2023
Current assets	$ 503,099	$ 426,633
Noncurrent assets	10,894	14,295
Total assets	513,993	440,928
Current liabilities	307,612	260,286
Noncurrent liabilities	2,916	5,132
Total liabilities	310,528	265,418
Total joint venture equity	$ 203,465	$ 175,510

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Revenue	$ 193,461	$ 185,602	$ 582,209	$ 514,339
Costs	165,873	160,423	500,308	445,829
Net income	$ 27,588	$ 25,179	$ 81,901	$ 68,510
Net income attributable to noncontrolling interests	$ 13,638	$ 12,364	$ 40,428	$ 33,617

The assets of the consolidated joint ventures are restricted for use only by the particular joint venture and are not available for the Company's general operations.

Unconsolidated Joint Ventures

The Company accounts for its unconsolidated joint ventures using the equity method of accounting. Under this method, the Company recognizes its proportionate share of the net earnings of these joint ventures as "Equity in (losses) earnings of unconsolidated joint ventures" in the consolidated statements of income. The Company's maximum exposure to loss as a result of its investments in unconsolidated joint ventures is typically limited to the aggregate of the carrying value of the investment and future funding commitments.

The following represents the financial information of the Company's unconsolidated joint ventures as presented in their unaudited financial statements (in thousands):

	September 30, 2024	December 31, 2023
Current assets	$ 1,675,165	$ 1,607,953
Noncurrent assets	465,806	483,693
Total assets	2,140,971	2,091,646
Current liabilities	996,238	1,057,113
Noncurrent liabilities	496,097	518,647
Total liabilities	1,492,335	1,575,760
Total joint venture equity	$ 648,636	$ 515,886
Investments in and advances to unconsolidated joint ventures	$ 194,524	$ 128,204

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Revenue	$ 581,232	$ 634,937	$ 1,598,764	$ 1,514,561
Costs	560,492	581,041	1,593,213	1,474,991
Net income (loss)	$ 20,740	$ 53,896	$ 5,551	$ 39,570
Equity in losses of unconsolidated joint ventures	$ 872	$ 10,262	$ (18,025)	$ 4,497

The Company had net contributions to its unconsolidated joint ventures for the three months ended September 30, 2024 and September 30, 2023 of $34.4 million and of $36.1 million, respectively and $83.7 million and $50.8 million for the nine months ended September 30, 2024 and September 30, 2023, respectively.

The following table presents certain financial statement impacts from changes in estimates which resulted in a write-down in a design build joint venture in the Critical Infrastructure segment (in thousands):

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Operating income (loss)	$ (6,716)	$ 5,099	$ (37,509)	$ (12,414)
Net income (loss)	(4,936)	3,799	(35,258)	(9,248)
Diluted income (loss) per share	$ (0.04)	$ 0.03	$ (0.33)	$ (0.08)

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Related Party Transactions

9 Months Ended
Sep. 30, 2024

Related Party Transactions [Abstract]

Related Party Transactions

15. Related Party Transactions

The Company often provides services to unconsolidated joint ventures and revenues include amounts related to recovering costs for these services. Revenues related to services the Company provided to unconsolidated joint ventures for the three months ended September 30, 2024 and September 30, 2023 were $47.6 million and $57.3 million, respectively, and $144.9 million and $164.8 million for the nine months ended September 30, 2024 and September 30, 2023, respectively.

For the three months ended September 30, 2024 and September 30, 2023, the Company incurred $36.7 million and $38.8 million, respectively, and $108.3 million and $118.5 million for the nine months ended September 30, 2024 and September 30, 2023, respectively, of reimbursable costs.

Amounts included in the consolidated balance sheets related to services the Company provided to unconsolidated joint ventures are as follows (in thousands):

	September 30, 2024	December 31, 2023
Accounts receivable	$ 52,679	$ 38,898
Contract assets	10,177	38,009
Contract liabilities	15,036	15,287

Fair Value of Financial Instruments

9 Months Ended Sep. 30, 2024

Fair Value Disclosures [Abstract]

Fair Value of Financial Instruments

16. Fair Value of Financial Instruments

The authoritative guidance on fair value measurement defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (referred to as an "exit price"). At September 30, 2024 and December 31, 2023, the Company's financial instruments include cash, cash equivalents, accounts receivable, accounts payable, and other liabilities. The fair values of these financial instruments approximate their carrying values due to their short-term maturities.

Investments measured at fair value are based on one or more of the following three valuation techniques:

- *Market approach*—Prices and other relevant information generated by market transactions involving identical or comparable assets or liabilities;
- *Cost approach*—Amount that would be required to replace the service capacity of an asset (i.e., replacement cost); and
- *Income approach*—Techniques to convert future amounts to a single present amount based on market expectations (including present value techniques, option-pricing models and lattice models).

In addition, the guidance establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted market prices in active markets for identical assets and liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are:

Level 1 Unadjusted quoted prices in active markets that are accessible at the measurement date for identical assets and liabilities;

Level 2 Pricing inputs that include quoted prices for similar assets and liabilities in active markets and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the instrument; and

Level 3 Prices or valuations that require inputs that are both significant to the fair value measurements and unobservable.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Company believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

Financial assets and liabilities measured at fair value on a quarterly basis are as follows:

Fair value as of September 30, 2024 (in thousands):

	Level 1	Level 2	Level 3	Total
Contingent consideration				
Earnout liability	$ -	$ -	$ 4,142	$ 4,142
Total liabilities at fair value	$ -	$ -	$ 4,142	$ 4,142

Fair value as of December 31, 2023 (in thousands):

	Level 1	Level 2	Level 3	Total
Contingent consideration				
Earnout liability	$ -	$ -	$ 2,300	$ 2,300
Total liabilities at fair value	$ -	$ -	$ 2,300	$ 2,300

Contingent consideration is recorded at its fair value, using a Black-Scholes model, within other liabilities or other long-term liabilities, as appropriate. The fair value of contingent consideration involves the use of significant estimates and
assumptions related to risks associated with earnout, i.e. risk in the underlying metric, risk in the earnout structure, counterparty credit risk, projected revenue, the revenue discount rate, the revenue volatility, and the Company's credit adjusted discount rate. Subsequent adjustments to these assumptions can cause changes to the measure of contingent consideration.

Refer to Notes to Consolidated Financial Statements included in the Company's Form 10-K for the year ended December 31, 2023 for a more complete discussion of the various items within the consolidated financial statements measured at fair value and the methods used to determine fair value.

The carrying values and estimated fair values of our financial instruments that are not required to be recorded at fair value in our consolidated balance sheets, on the basis of Level 1 inputs for the Company's convertible notes and Level 2 inputs for the delayed draw term loan, were as follows (in thousands):

	September 30, 2024		December 31, 2023	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Liabilities:				
Convertible senior notes due 2025	$ 115,428	$ 262,460	$ 400,000	$ 568,000
Convertible senior notes due 2029	800,000	1,006,000	-	-
Delayed draw term loan	350,000	350,000	350,000	350,000
Total	$ 1,265,428	$ 1,618,460	$ 750,000	$ 918,000

Earnings Per Share

9 Months Ended Sep. 30, 2024

Earnings Per Share [Abstract]

Earnings Per Share

17. Earnings Per Share

Basic earnings per share ("EPS") is computed using the weighted average number of shares outstanding during the period and income available to shareholders. Diluted EPS includes additional common shares that would have been outstanding if potential common shares with a dilutive effect had been issued using the if-converted method for Convertible Debt and the treasury stock method for all other instruments.

Under the treasury stock method, the weighted average number of shares outstanding is adjusted to reflect the dilutive effects of stock-based awards and shares underlying the warrants related to the convertible senior notes due 2025.

Under the if-converted method:

1. Convertible Senior Notes due 2025:
   a. Income available to shareholders is adjusted to add back interest expense, after tax (unless antidilutive).
   b. Weighted average number of shares outstanding is adjusted to include the shares underlying the convertible debt (unless antidilutive).
   c. Shares underlying the bond hedge (unless antidilutive).
2. Convertible Senior Notes due 2029:
   a. Interest has been excluded from the numerator and no shares have been included in the denominator of diluted EPS, as the principal amount of convertible debt will be settled in cash with any excess conversion value settled in cash or shares of common stock.
   b. Excludes shares underlying the capped call as the shares are antidilutive.

The following tables reconcile the denominator and numerator used to compute basic EPS to the denominator and numerator used to compute diluted EPS for the three and nine months ended September 30, 2024 and September 30, 2023 (in thousands):

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Numerator for Basic and Diluted EPS:				
Net income attributable to Parsons Corporation - basic	$ 71,951	$ 47,447	$ 33,768	$ 116,241
Convertible senior notes if-converted method interest adjustment	54	559	-	1,665
Net income attributable to Parsons Corporation - diluted	$ 72,005	$ 48,006	$ 33,768	$ 117,906
Denominator for Basic and Diluted EPS:				
Basic weighted average number of shares outstanding	106,291	104,971	106,211	104,894
Dilutive effect of stock-based awards	1,661	1,178	1,628	1,020
Dilutive effect of warrants	561	—	358	—
Dilutive effect of convertible senior notes due 2025	2,573	8,917	—	8,917
Diluted weighted average number of shares outstanding	111,086	115,066	108,197	114,831
Earnings per share:				
Basic	$ 0.68	$ 0.45	$ 0.32	$ 1.11
Diluted	$ 0.65	$ 0.42	$ 0.31	$ 1.03

Anti-dilutive stock-based awards excluded from the calculation of earnings per share for the three months ended September 30, 2024 and September 30, 2023 were 949 and 2,911, respectively and for the nine months ended September 30, 2024 and September 30, 2023 were 4,497 and 3,284, respectively.

If-converted interest adjustment of $2.9 million and potential share issuances of 3,982,928 shares under the Company's convertible senior notes due 2025 were excluded from the computation of diluted earnings per share for the nine months ended September 30, 2024 as their inclusion would be anti-dilutive.

Share Repurchases

On August 9, 2021, the Company's Board of Directors authorized the Company to acquire a number of shares of Common Stock having an aggregate market value of not greater than $100 million from time to time, commencing on August 12, 2021. The Board further amended this authorization in August 2022 to remove the prior expiration date and grant executive leadership the discretion to determine the price for such share repurchases. The Board further amended this authorization in February 2024 to restore the repurchase capacity to $100 million and removed the $25 million quarterly cap on such repurchases.

At the time of the February 2024 authorization, the Company had repurchased shares with an aggregated market value (including fees) of $54.7 million. The aggregate market value of shares of Common Stock the Company is authorized to acquire, from both the August 2021 and February 2024 authorizations, is not greater than $154.7 million.

As of September 30, 2024, the Company has $90 million remaining under the stock repurchase program.

Repurchased shares of common stock are retired and included in "Repurchases of common stock" in cash flows from financing activities in the Consolidated Statements of Cash Flows. The primary purpose of the Company's share repurchase program is to reduce the dilutive effect of shares issued under the Company's ESOP and other stock benefit plans. The timing, amount and manner of share repurchases may depend upon market conditions and economic

circumstances, availability of investment opportunities, the availability and costs of financing, the market price of the Company's common stock, other uses of capital and other factors.

The following table summarizes the repurchase activity under the stock repurchase program:

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Total shares repurchased	-	-	131,053	185,475
Total shares retired	-	-	131,053	185,475
Average price paid per share	$ -	$ -	$ 76.30	$ 43.13

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Segment Information

9 Months Ended
Sep. 30, 2024

Segment Reporting [Abstract]
Segment Information

18. Segment Information

The Company operates in two reportable segments: Federal Solutions and Critical Infrastructure.

The Federal Solutions segment provides advanced technical solutions to the U.S. government, delivering timely, cost-effective hardware, software and services for mission-critical projects. The segment provides advanced technologies, supporting national security missions in cybersecurity, missile defense, and military facility modernization, logistics support, hazardous material remediation and engineering services.

The Critical Infrastructure segment provides integrated engineering and management services for complex physical and digital infrastructure around the globe. The Critical Infrastructure segment is a technology innovator focused on next generation digital systems and complex structures. Industry leading capabilities in engineering and project management allow the Company to deliver significant value to customers by employing cutting-edge technologies, improving timelines and reducing costs.

The Company defines its reportable segments based on the way the chief operating decision maker ("CODM"), its Chief Executive Officer, evaluates the performance of each segment and manages the operations of the Company for purposes of allocating resources among the segments. The CODM evaluates segment operating performance using segment Revenue and segment Adjusted EBITDA attributable to Parsons Corporation.

The following table summarizes business segment revenue for the periods presented (in thousands):

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Federal Solutions revenue	$ 1,105,580	$ 780,114	$ 3,003,791	$ 2,177,457
Critical Infrastructure revenue	704,536	638,457	2,012,468	1,771,066
Total revenue	$ 1,810,116	$ 1,418,571	$ 5,016,259	$ 3,948,523

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Equity in (losses) earnings of unconsolidated joint ventures:				
Federal Solutions	$ 1,002	$ 1,435	$ 1,999	$ 3,502
Critical Infrastructure	(130)	8,827	(20,024)	$ 995
Total equity in (losses) earnings of unconsolidated joint ventures	$ 872	$ 10,262	$ (18,025)	$ 4,497

The Company defines Adjusted EBITDA attributable to Parsons Corporation as Adjusted EBITDA excluding Adjusted EBITDA attributable to noncontrolling interests. The Company defines Adjusted EBITDA as net income (loss) attributable to Parsons Corporation, adjusted to include net income (loss) attributable to noncontrolling interests and to exclude interest expense (net of interest income), provision for income taxes, depreciation and amortization and certain other items that are not considered in the evaluation of ongoing operating performance. These other items include net income (loss) attributable to noncontrolling interests, asset impairment charges, equity-based compensation, income and expense recognized on litigation matters, expenses incurred in connection with acquisitions and other non-recurring transaction costs and expenses related to our prior restructuring. The following table reconciles business segment
Adjusted EBITDA attributable to Parsons Corporation to Net Income attributable to Parsons Corporation for the periods presented (in thousands):

	Three Months Ended		Nine Months Ended	
Adjusted EBITDA attributable to Parsons Corporation	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Federal Solutions	$ 120,091	$ 65,039	$ 315,413	$ 206,827
Critical Infrastructure	33,007	50,188	101,582	95,481
Adjusted EBITDA attributable to Parsons Corporation	153,098	115,227	416,995	302,308
Adjusted EBITDA attributable to noncontrolling interests	13,913	12,606	41,339	34,222
Depreciation and amortization	(24,542)	(30,154)	(73,513)	(87,202)
Interest expense, net	(8,802)	(8,120)	(29,831)	(20,778)
Income tax benefit (expense)	(22,518)	(15,218)	(12,699)	(41,944)
Equity-based compensation expense	(21,251)	(9,075)	(44,554)	(25,092)
Loss on extinguishment of debt	-	-	(211,018)	-
Transaction-related costs (a)	(3,770)	(5,493)	(8,958)	(9,028)
Restructuring expense (b)	-	-	-	(546)
Other (c)	(539)	38	(3,565)	(2,082)
Net (loss) income including noncontrolling interests	85,589	59,811	74,196	149,858
Net income attributable to noncontrolling interests	13,638	12,364	40,428	33,617
Net (loss) income attributable to Parsons Corporation	$ 71,951	$ 47,447	$ 33,768	$ 116,241

(a) Reflects costs incurred in connection with acquisitions and other non-recurring transaction costs, primarily fees paid for professional services and employee retention.
(b) Reflects costs associated with corporate restructuring initiatives.
(c) Includes a combination of gain/loss related to sale of fixed assets, software implementation costs, and other individually insignificant items that are non-recurring in nature.

Asset information by segment is not a key measure of performance used by the CODM.

The following tables present revenues and property and equipment, net by geographic area (in thousands):

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Revenue				
North America	$ 1,541,209	$ 1,166,547	$ 4,232,786	$ 3,251,552
Middle East	264,437	247,689	769,421	684,340
Rest of World	4,470	4,335	14,052	12,631
Total Revenue	$ 1,810,116	$ 1,418,571	$ 5,016,259	$ 3,948,523

The geographic location of revenue is determined by the location of the customer.

	September 30, 2024	December 31, 2023
Property and Equipment, Net		
North America	$ 91,327	$ 91,766
Middle East	9,866	7,191
Total Property and Equipment, Net	$ 101,193	$ 98,957

North America includes revenue in the United States for the three months ended September 30, 2024 and September 30, 2023 of $1.4 billion and $1.1 billion, respectively and for the nine months ended September 30, 2024 and September 30, 2023 of $3.9 billion and $3.0 billion, respectively. North America property and equipment, net includes $83.4 million and $83.9 million of property and equipment, net in the United States at September 30, 2024 and December 31, 2023, respectively.

The following table presents revenues by business units (in thousands):

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Revenue				
Defense and Intelligence	$ 459,318	$ 398,632	$ 1,288,102	$ 1,144,320
Engineered Systems	646,262	381,482	1,715,689	1,033,137
Federal Solutions revenues	1,105,580	780,114	3,003,791	2,177,457
Infrastructure – North America	438,307	389,452	1,237,752	1,082,164
Infrastructure – Europe, Middle East and Africa	266,229	249,005	774,716	688,902
Critical Infrastructure revenues	704,536	638,457	2,012,468	1,771,066
Total Revenue	$ 1,810,116	$ 1,418,571	$ 5,016,259	$ 3,948,523

Effective October 1, 2023, the Company reorganized its Critical Infrastructure business units from Mobility Solutions and Connected Communities to Infrastructure – North America and Infrastructure – Europe, Middle East and Africa. The prior year information in the table above has been reclassified to conform to the business unit changes.

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Subsequent Events

9 Months Ended
Sep. 30, 2024

Subsequent Events [Abstract]

Subsequent Events

19. Subsequent Events

After the end of the quarter ended September 30, 2024, the Company entered into a merger agreement to acquire a 100% ownership interest in BCC Engineering, LLC (BCC") one of Florida's leading transportation engineering firms for approximately $230 million from cash on hand. BCC, a portfolio company of Trivest Partners, is a full-service engineering firm that provides planning, design, and management services for transportation, civil, and structural engineering projects in Florida, Georgia, Texas, South Carolina, and Puerto Rico. This acquisition strengthens Parsons' position as an infrastructure leader while expanding the company's reach in the Southeastern United States. We anticipate that the closing will occur in Q4 2024. At the timing of the filing of this Form 10-Q, the Company has just started the process of obtaining the relevant data to make the required acquisition related disclosures. This acquisition is not material to the Company's consolidated financial statements.

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Basis of Presentation and Principles of Consolidation (Policies)

9 Months Ended
Sep. 30, 2024

Organization, Consolidation and Presentation of Financial Statements [Abstract]

Basis of Presentation and Principles of Consolidation

The accompanying unaudited consolidated financial statements and related notes of the Company have been prepared in accordance with generally accepted accounting principles in the United States of America ("GAAP") and pursuant to the interim period reporting requirements of Form 10-Q. They do not include all of the information and footnotes required by GAAP for complete financial statements and, therefore, should be read in conjunction with our consolidated financial statements and the notes thereto included in the Company's Annual Report on Form 10-K for the year ended December 31, 2023.

In the opinion of management, the consolidated financial statements reflect all normal recurring adjustments necessary for a fair statement of the financial position, results of operations and cash flows for the interim periods presented. The results of operations and cash flows for any interim period are not necessarily indicative of results for the full year or for future years.

This Quarterly Report on Form 10-Q includes the accounts of Parsons Corporation and its subsidiaries and affiliates which it controls. Interests in joint ventures that are controlled by the Company, or for which the Company is otherwise deemed to be the primary beneficiary, are consolidated. For joint ventures in which the Company does not have a controlling interest, but exerts a significant influence, the Company applies the equity method of accounting (see "Note 14 – Investments in and Advances to Joint Ventures" for further discussion). Intercompany accounts and transactions are eliminated in consolidation. Certain amounts may not foot due to rounding.

Use of Estimates

Use of Estimates

The preparation of the consolidated financial statements in accordance with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual amounts could differ from those estimates. The Company's most significant estimates and judgments involve revenue recognition with respect to the determination of the costs to complete contracts and transaction price; determination of self-insurance reserves; useful lives of property and equipment and intangible assets; valuation of deferred income tax assets and uncertain tax positions, among others. See "Management's Discussion and Analysis of Financial Condition and Results of Operations—Critical Accounting Policies and Estimates" and "Note 2—Summary of Significant Accounting Policies" in the notes to our consolidated financial statements included in the Company's Form 10-K for the year ended December 31, 2023, for a discussion of the significant estimates and assumptions affecting our consolidated financial statements. Estimates of costs to complete contracts are continually evaluated as work progresses and are revised when necessary. When a change in estimate is determined to have an impact on contract profit, the Company records a positive or negative adjustment to the consolidated statement of income.

New Accounting Pronouncements

In the fourth quarter of 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2023-09, "Income Taxes (Topic 740)" ("ASU 2023-09"). ASU 2023-09 enhances the transparency and decision usefulness of income tax disclosures. The amendments in ASU 2023-09 address investor requests for more transparency about income tax information through improvements to income tax disclosures primarily related to the rate reconciliation and income taxes paid information. ASU 2023-09 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, 2024.

Early adoption is permitted. The adoption of this ASU will not have a material impact on the Company's consolidated financial statements.

In the fourth quarter of 2023, the FASB Issued ASU 2023-07, "Segment Reporting (Topic 280)". ASU 2023-07 introduces enhanced disclosures about significant segment expenses along with other enhanced segment disclosures. ASU 2023-07 is effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024. Early adoption is permitted. The adoption of this ASU will not have a material impact on the Company's consolidated financial statements.

During July 2023, the FASB Issued ASU 2023-03. ASU 2023-03 incorporates, into certain accounting standards, amendments to SEC paragraphs pursuant to SEC Staff Accounting Bulletin No. 120, SEC Staff Announcement at the March 24, 2022 EITF meeting, and Staff Accounting Bulletin Topic 6.B, Accounting Series Release 280—General Revisions of Regulation S-X: Income or Loss Applicable to Common Stock. These rules are effective immediately. The adoption of this ASU did not have a material impact on the Company's consolidated financial statements.

Leases

The Company has operating and finance leases for corporate and project office spaces, vehicles, heavy machinery and office equipment. Our leases have remaining lease terms of one year to eight years, some of which may include options to extend the leases for up to five years, and some of which may include options to terminate the leases after the third year.

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Acquisitions (Tables)

9 Months Ended
Sep. 30, 2024

BlackSignal Technologies, LLC.

Summary of Estimated Fair Values of Assets Acquired and Liabilities Assumed on Purchase Price Allocation

The following table summarizes the estimated fair values of the assets acquired and liabilities assumed based on the purchase price allocation as of the date of acquisition (in thousands):

	Amount
Cash and cash equivalents	$ 4,917
Accounts receivable	5,171
Contract assets	3,209
Income taxes receivable	234
Prepaid expenses and other current assets	433
Right of use assets, operating leases	3,032
Property and Equipment	997
Goodwill	139,394
Intangible assets	73,200
Other assets	145
Accounts payable	(951)
Accrued expenses and other current liabilities	(4,793)
Short-term lease liabilities, operating leases	(593)
Deferred income taxes	(17,978)
Long-term lease liabilities, operating leases	(2,651)
Net assets acquired	$ 203,766

Schedule of Intangible Assets Value on Purchase Price

Of the total purchase price, the following values were preliminarily assigned to intangible assets (in thousands, except for years):

	Gross Carrying Amount	Amortization Period (in years)
Customer relationships	$ 33,000	14
Backlog	30,400	3
Developed technologies	4,900	5
Non-compete agreements	3,900	3
Other	$ 1,000	1

Schedule of Supplemental Pro Forma Information

Supplemental information of unaudited pro forma operating results assuming the BlackSignal acquisition had been consummated as of the beginning of fiscal year 2023 (in thousands) is as follows:

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Pro forma Revenue	$ 1,816,364	$ 1,427,661	$ 5,048,235	$ 3,975,624
Pro forma Net Income including noncontrolling interests	85,937	53,798	65,618	130,233

Sealing Technologies, Inc.

Schedule of Acquisition Date Fair Value of the Purchase Consideration Transferred

The following table summarizes the acquisition date fair value of the purchase consideration transferred (in thousands):

	Amount
Cash paid at closing	$ 176,028
Fair value of contingent consideration to be achieved	3,231
Total purchase price	$ 179,259

Summary of Estimated Fair Values of Assets Acquired and Liabilities Assumed on Purchase Price Allocation

The following table summarizes the estimated fair values of the assets acquired and liabilities assumed based on the purchase price allocation as of the date of acquisition (in thousands):

	Amount
Cash and cash equivalents	$ 8,133
Accounts receivable	17,889

Contract assets	2,946
Prepaid expenses and other current assets	1,379
Property and equipment	2,025
Right of use assets, operating leases	1,836
Deferred tax assets	357
Goodwill	90,593
Intangible assets	75,000
Accounts payable	(15,987)
Accrued expenses and other current liabilities	(2,408)
Contract liabilities	(668)
Short-term lease liabilities, operating leases	(418)
Long-term lease liabilities, operating leases	(1,418)
Net assets acquired	$ 179,259

Schedule of Intangible Assets Value on Purchase Price

Of the total purchase price, the following values were assigned to intangible assets (in thousands, except for years):

	Gross Carrying Amount	Amortization Period (in years)
Customer relationships	$ 40,000	14
Backlog	26,000	3
Developed technologies	8,000	3
Other	$ 1,000	1

Schedule of Supplemental Pro Forma Information

Supplemental information of unaudited pro forma operating results assuming the SealingTech acquisition had been consummated as of the beginning of fiscal year 2022 (in thousands) is as follows:

	Three Months Ended September 30, 2023	Nine Months Ended September 30, 2023
Pro forma Revenue	$ 1,450,376	$ 4,030,873
Pro forma Net Income including noncontrolling interests	65,350	158,775

IPKeys Power Partners

Summary of Estimated Fair Values of Assets Acquired and Liabilities Assumed on Purchase Price Allocation

The following table summarizes the estimated fair values of the assets acquired and liabilities assumed based on the purchase price allocation as of the date of acquisition (in thousands):

	Amount
Cash and cash equivalents	$ 126
Accounts receivable	3,937
Contract assets	834
Prepaid expenses and other current assets	455
Property and equipment	86
Right of use assets, operating leases	1,105
Other noncurrent assets	152
Goodwill	22,407
Intangible assets	23,000
Accounts payable	(541)
Accrued expenses and other current liabilities	(1,768)
Contract liabilities	(1,936)
Short-term lease liabilities, operating leases	(343)
Deferred tax liabilities	(3,713)
Long-term lease liabilities, operating leases	(762)
Net assets acquired	$ 43,039

Schedule of Intangible Assets Value on Purchase Price

Of the total purchase price, the following values were assigned to intangible assets (in thousands, except for years):

	Gross Carrying Amount	Amortization Period (in years)
Customer relationships (1)	$ 15,900	16
Developed technologies	7,000	11
Other	$ 100	1

(1) The acquired business is a SaaS commercial business. Backlog for this type of business is included as customer relationships.

Schedule of Supplemental Pro Forma Information

Supplemental information of unaudited pro forma operating results assuming the IPKeys acquisition had been consummated as of the beginning of fiscal year 2022 (in thousands) is as follows:

	Three Months Ended September 30, 2023	Nine Months Ended September 30, 2023
Pro forma Revenue	$ 1,418,571	$ 3,951,378
Pro forma Net Income including noncontrolling interests	60,455	152,258

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Contracts with Customers (Tables)

Revenue from Contract with Customer [Abstract]

9 Months Ended Sep. 30, 2024

Summary of Disaggregation of Revenue

The Company’s contracts contain both fixed-price and cost reimbursable components. Contract types are based on the component that represents the majority of the contract. The following table presents revenue disaggregated by contract type (in thousands):

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Fixed-price	$ 790,820	$ 452,606	$ 2,129,274	$ 1,233,712
Time-and-Materials	354,114	355,689	1,052,040	998,037
Cost-plus	665,182	610,276	1,834,945	1,716,774
Total	$ 1,810,116	$ 1,418,571	$ 5,016,259	$ 3,948,523

Summary of Contract Assets and Contract Liabilities

Contract assets and contract liabilities balances at September 30, 2024 and December 31, 2023 were as follows (in thousands):

	September 30, 2024	December 31, 2023	$ change	% change
Contract assets	$ 790,001	$ 757,515	$ 32,486	4.3%
Contract liabilities	300,799	301,107	(308)	-0.1%
Net contract assets (liabilities) (1)	$ 489,202	$ 456,408	$ 32,794	7.2%

(1) Total contract retentions included in net contract assets (liabilities) were $82.5 million as of September 30, 2024, of which $33.5 million are not expected to be paid in the next 12 months. Total contract retentions included in net contract assets (liabilities) were $73.8 million as of December 31, 2023. Contract assets at September 30, 2024 and December 31, 2023 include $69.2 million and $109.5 million, respectively, related to net claim recoveries. There was a $21.6 million loss recognized for the three and nine months ended September 30, 2024 and no material losses recognized for the three and nine months ended September 30, 2023, related to the collectability of claims.

Summary of Changes in Contract Assets and Contract Liabilities

Certain changes in contract assets and contract liabilities consisted of the following (in thousands):

	September 30, 2024	December 31, 2023
Acquired contract assets	$ 3,209	$ 2,715
Acquired contract liabilities	-	3,155

Summary of Changes in Revenue

The following table presents revisions in estimates, such as changes in estimated claims or incentives, related to performance obligations partially satisfied in previous periods that individually had an impact of $5 million or more on revenue. In certain instances, revisions in estimates on a contract do not exceed the threshold in any particular quarter but exceed the threshold on a year-to-date basis (in thousands):

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Revenue impact, net	$ (21,626)	$ -	$ (35,129)	$ 4,748

Summary of Finanial Statement Impact from Revisions in Estimates

Certain financial statement impacts from revisions in estimates were as follows (in thousands):

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023

Operating income (loss)	$ (23,520)	$ -	$ (37,023)	$ (3,079)
Net income (loss)	(17,569)	-	(27,656)	(2,291)
Diluted income (loss) per share	$ (0.16)	$ -	$ (0.26)	$ (0.02)

Summary of Accounts Receivable, Net

Accounts receivable, net consisted of the following as of September 30, 2024 and December 31, 2023 (in thousands):

	2024	2023
Billed	$ 617,761	$ 646,375
Unbilled	421,101	273,215
Total accounts receivable, gross	1,038,862	919,590
Allowance for doubtful accounts	(3,886)	(3,952)
Total accounts receivable, net	$ 1,034,976	$ 915,638

Summary of Remaining Unsatisfied Performance Obligations Expect to Satisfy

The Company expects to satisfy its RUPO as of September 30, 2024 over the following periods (in thousands):

Period RUPO Will Be Satisfied	Within One Year	Within One to Two Years	Thereafter
Federal Solutions	$ 1,870,032	$ 543,038	$ 207,797
Critical Infrastructure	1,983,920	1,085,300	969,038
Total	$ 3,853,951	$ 1,628,338	$ 1,176,834

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Leases (Tables)

9 Months Ended
Sep. 30, 2024

Leases [Abstract]

Summary of Lease Costs

The components of lease costs for the three and nine months ended September 30, 2024 and September 30, 2023 are as follows (in thousands):

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Operating lease cost	$ 16,022	$ 16,885	$ 49,584	$ 50,639
Short-term lease cost	4,480	2,823	11,912	9,882
Amortization of right-of-use assets	923	718	2,535	1,904
Interest on lease liabilities	115	73	313	171
Sublease income	(1,008)	(1,186)	(3,246)	(3,549)
Total lease cost	$ 20,532	$ 19,313	$ 61,098	$ 59,047

Schedule of Supplemental Cash Flow Information Related to Leases

Supplemental cash flow information related to leases for the nine months ended September 30, 2024 and September 30, 2023 is as follows (in thousands):

	Nine Months Ended	
	September 30, 2024	September 30, 2023
Operating cash flows for operating leases	$ 51,013	$ 53,040
Operating cash flows for finance leases	313	171
Financing cash flows from finance leases	2,419	1,865
Right-of-use assets obtained in exchange for new operating lease liabilities	15,633	48,430
Right-of-use assets obtained in exchange for new finance lease liabilities	$ 4,003	$ 4,470

Schedule of Supplemental Balance Sheet and Other Information Related to Leases

Supplemental balance sheet and other information related to leases as of September 30, 2024 and December 31, 2023 are as follows (in thousands):

	September 30, 2024	December 31, 2023
Operating Leases:		
Right-of-use assets	$ 135,367	$ 159,211
Lease liabilities:		
Current	51,971	58,556
Long-term	97,838	117,505
Total operating lease liabilities	$ 149,809	$ 176,061
Finance Leases:		
Other noncurrent assets	$ 9,292	$ 7,779
Accrued expenses and other current liabilities	$ 3,442	$ 2,682
Other long-term liabilities	$ 6,042	$ 5,129
Weighted Average Remaining Lease Term:		
Operating leases	3.7 Years	3.9 years
Finance leases	3 Years	3.1 years
Weighted Average Discount Rate:		
Operating leases	4.4%	4.2%
Finance leases	4.9%	4.6%

Schedule of Maturity Analysis of Future Undiscounted Cash Flows

A maturity analysis of the future undiscounted cash flows associated with the Company's operating and finance lease liabilities as of September 30, 2024 is as follows (in thousands):

	Operating Leases	Finance Leases
2024 (remaining)	$ 15,966	$ 1,006
2025	53,485	3,642
2026	36,703	2,985
2027	23,116	1,803
2028	18,182	718
Thereafter	14,748	38
Total lease payments	162,200	10,192
Less: imputed interest	(12,391)	(708)
Total present value of lease liabilities	$ 149,809	$ 9,484

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Goodwill (Tables)

9 Months Ended
Sep. 30, 2024

Goodwill and Intangible Assets Disclosure [Abstract]

Summary of Changes in Carrying Value of Goodwill by Reporting Segment

The following table summarizes the changes in the carrying value of goodwill by reporting segment from December 31, 2023 to September 30, 2024 (in thousands):

	December 31, 2023	Acquisitions	Foreign Exchange	September 30, 2024
Federal Solutions	$ 1,686,901	$ 139,394	$ -	$ 1,826,295
Critical Infrastructure	105,764	-	(902)	104,862
Total	$ 1,792,665	$ 139,394	$ (902)	$ 1,931,157

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Intangible Assets (Tables)

9 Months Ended
Sep. 30, 2024

Goodwill and Intangible Assets Disclosure [Abstract]

Schedule of Gross Amount and Accumulated Amortization of Intangible Assets

The gross amount and accumulated amortization of intangible assets with finite useful lives included in "Intangible assets, net" on the consolidated balance sheets are as follows (in thousands except for years):

	September 30, 2024			December 31, 2023			Weighted Average
	Gross Carrying Amount	Accumulated Amortization	Net Carrying Amount	Gross Carrying Amount	Accumulated Amortization	Net Carrying Amount	Amortization Period *(in years)*
Backlog	$ 139,968	$ (44,857)	$ 95,111	$ 130,000	$ (45,964)	$ 84,036	4.2
Customer relationships	322,962	(133,326)	189,636	297,120	(124,194)	172,926	11.7
Leases	-	-	-	120	(106)	14	-
Developed technology	22,900	(6,243)	16,657	31,600	(15,823)	15,777	4.6
Trade name	1,000	(125)	875	1,000	(417)	583	1.0
Non-compete agreements	4,400	(552)	3,848	1,500	(1,097)	403	3.0
In process research and development	1,800	-	1,800	1,800	-	1,800	n/a
Other intangibles	25	-	25	375	(348)	27	n/a
Total intangible assets	$ 493,055	$ (185,103)	$ 307,952	$ 463,515	$ (187,949)	$ 275,566	

Schedule of Estimated Amortization Expense

Estimated amortization expense for the remainder of the current fiscal year and in each of the next four years and beyond is as follows (in thousands):

	September 30, 2024
2024	$ 15,189
2025	59,512
2026	52,462

2027	43,372
2028	27,478
Thereafter	108,114
Total	$ 306,127

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Property and Equipment, Net (Tables)

9 Months Ended
Sep. 30, 2024

Property, Plant and Equipment [Abstract]

Schedule of Property and Equipment, Net

Property and equipment consisted of the following at September 30, 2024 and December 31, 2023 (in thousands):

	September 30, 2024	December 31, 2023	Useful life (years)
Buildings and leasehold improvements	$ 103,124	$ 102,372	1-15
Furniture and equipment	82,533	84,244	3-10
Computer systems and equipment	172,069	168,926	3-10
Construction equipment	6,242	6,173	5-7
Construction in progress	25,227	21,030	
	389,195	382,745	
Accumulated depreciation	(288,002)	(283,788)	
Property and equipment, net	$ 101,193	$ 98,957	

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Debt and Credit Facilities (Tables)

9 Months Ended
Sep. 30, 2024

Debt Disclosure [Abstract]

Schedule of Debt

Debt consisted of the following (in thousands):

	September 30, 2024	December 31, 2023
Short-Term Debt:		
Convertible senior notes due 2025	$ 115,428	$ -
Long-Term Debt:		
Delayed draw term loan	350,000	350,000
Convertible senior notes due 2025	-	400,000
Convertible senior notes due 2029	800,000	-
Revolving credit facility	-	-
Debt issuance costs	(17,020)	(4,037)
Total Long-Term Debt	1,132,980	745,963
Total Debt	$ 1,248,408	$ 745,963

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Investments in and Advances to Joint Ventures (Tables)

9 Months Ended
Sep. 30, 2024

Equity Method Investments and Joint Ventures [Abstract]

Schedule of Financial Information of Consolidated Joint Ventures

The following represents financial information for consolidated joint ventures included in the consolidated financial statements (in thousands):

	September 30, 2024	December 31, 2023
Current assets	$ 503,099	$ 426,633
Noncurrent assets	10,894	14,295
Total assets	513,993	440,928
Current liabilities	307,612	260,286
Noncurrent liabilities	2,916	5,132
Total liabilities	310,528	265,418
Total joint venture equity	$ 203,465	$ 175,510

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Revenue	$ 193,461	$ 185,602	$ 582,209	$ 514,339
Costs	165,873	160,423	500,308	445,829
Net income	$ 27,588	$ 25,179	$ 81,901	$ 68,510
Net income attributable to noncontrolling interests	$ 13,638	$ 12,364	$ 40,428	$ 33,617

Summary of Financial Information for Unconsolidated Joint Ventures

The following represents the financial information of the Company's unconsolidated joint ventures as presented in their unaudited financial statements (in thousands):

	September 30, 2024	December 31, 2023
Current assets	$ 1,675,165	$ 1,607,953
Noncurrent assets	465,806	483,693
Total assets	2,140,971	2,091,646
Current liabilities	996,238	1,057,113
Noncurrent liabilities	496,097	518,647
Total liabilities	1,492,335	1,575,760
Total joint venture equity	$ 648,636	$ 515,886
Investments in and advances to unconsolidated joint ventures	$ 194,524	$ 128,204

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Revenue	$ 581,232	$ 634,937	$ 1,598,764	$ 1,514,561
Costs	560,492	581,041	1,593,213	1,474,991
Net income (loss)	$ 20,740	$ 53,896	$ 5,551	$ 39,570
Equity in losses of unconsolidated joint ventures	$ 872	$ 10,262	$ (18,025)	$ 4,497

Summary of Financial Statement Impact From Changes in Estimates which Resulted in Write-down Design Build Joint Ventures

The following table presents certain financial statement impacts from changes in estimates which resulted in a write-down in a design build joint venture in the Critical Infrastructure segment (in thousands):

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Operating income (loss)	$ (6,716)	$ 5,099	$ (37,509)	$ (12,414)
Net income (loss)	(4,936)	3,799	(35,258)	(9,248)
Diluted income (loss) per share	$ (0.04)	$ 0.03	$ (0.33)	$ (0.08)

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Related Party Transactions (Tables)

9 Months Ended
Sep. 30, 2024

Related Party Transactions [Abstract]

Schedule of Consolidated Balance Sheet Related to Services Provided to Unconsolidated Joint Ventures

Amounts included in the consolidated balance sheets related to services the Company provided to unconsolidated joint ventures are as follows (in thousands):

	September 30, 2024	December 31, 2023
Accounts receivable	$ 52,679	$ 38,898
Contract assets	10,177	38,009
Contract liabilities	15,036	15,287

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Fair Value of Financial Instruments (Tables)

9 Months Ended
Sep. 30, 2024

Fair Value Disclosures

[Abstract]

Summay of Financial Assets and Liabilities Measured at Fair Value on a Recurrig Basis

Financial assets and liabilities measured at fair value on a quarterly basis are as follows:

Fair value as of September 30, 2024 (in thousands):

	Level 1	Level 2	Level 3	Total
Contingent consideration				
Earnout liability	$ -	$ -	$ 4,142	$ 4,142
Total liabilities at fair value	$ -	$ -	$ 4,142	$ 4,142

Fair value as of December 31, 2023 (in thousands):

	Level 1	Level 2	Level 3	Total
Contingent consideration				
Earnout liability	$ -	$ -	$ 2,300	$ 2,300
Total liabilities at fair value	$ -	$ -	$ 2,300	$ 2,300

Summary of Carrying Values and Estimated Fair Values Of Financial Instruments

The carrying values and estimated fair values of our financial instruments that are not required to be recorded at fair value in our consolidated balance sheets, on the basis of Level 1 inputs for the Company's convertible notes and Level 2 inputs for the delayed draw term loan, were as follows (in thousands):

	September 30, 2024		December 31, 2023	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Liabilities:				
Convertible senior notes due 2025	$ 115,428	$ 262,460	$ 400,000	$ 568,000
Convertible senior notes due 2029	800,000	1,006,000	-	-
Delayed draw term loan	350,000	350,000	350,000	350,000
Total	$ 1,265,428	$ 1,618,460	$ 750,000	$ 918,000

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Earnings Per Share (Tables)

9 Months Ended Sep. 30, 2024

Earnings Per Share [Abstract]

Schedule of Denominator and Numerator used to Compute Basic and Diluted EPS

The following tables reconcile the denominator and numerator used to compute basic EPS to the denominator and numerator used to compute diluted EPS for the three and nine months ended September 30, 2024 and September 30, 2023 (in thousands):

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Numerator for Basic and Diluted EPS:				
Net income attributable to Parsons Corporation - basic	$ 71,951	$ 47,447	$ 33,768	$ 116,241
Convertible senior notes if-converted method interest adjustment	54	559	-	1,665
Net income attributable to Parsons Corporation - diluted	$ 72,005	$ 48,006	$ 33,768	$ 117,906
Denominator for Basic and Diluted EPS:				
Basic weighted average number of shares outstanding	106,291	104,971	106,211	104,894
Dilutive effect of stock-based awards	1,661	1,178	1,628	1,020
Dilutive effect of warrants	561	—	358	—
Dilutive effect of convertible senior notes due 2025	2,573	8,917	—	8,917
Diluted weighted average number of shares outstanding	111,086	115,066	108,197	114,831
Earnings per share:				
Basic	$ 0.68	$ 0.45	$ 0.32	$ 1.11
Diluted	$ 0.65	$ 0.42	$ 0.31	$ 1.03

Schedule of Repurchase Program

The following table summarizes the repurchase activity under the stock repurchase program:

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Total shares repurchased	-	-	131,053	185,475
Total shares retired	-	-	131,053	185,475
Average price paid per share	$ -	$ -	$ 76.30	$ 43.13

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Segment Information (Tables)

9 Months Ended Sep. 30, 2024

Segment Reporting [Abstract]

Summary of Business Segment Information

The following table summarizes business segment revenue for the periods presented (in thousands):

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Federal Solutions revenue	$ 1,105,580	$ 780,114	$ 3,003,791	$ 2,177,457
Critical Infrastructure revenue	704,536	638,457	2,012,468	1,771,066
Total revenue	$ 1,810,116	$ 1,418,571	$ 5,016,259	$ 3,948,523

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Equity in (losses) earnings of unconsolidated joint ventures:				
Federal Solutions	$ 1,002	$ 1,435	$ 1,999	$ 3,502
Critical Infrastructure	(130)	8,827	(20,024)	$ 995
Total equity in (losses) earnings of unconsolidated joint ventures	$ 872	$ 10,262	$ (18,025)	$ 4,497

Summary of Adjusted EBITDA Business Segment Information

The following table reconciles business segment
Adjusted EBITDA attributable to Parsons Corporation to Net Income attributable to Parsons Corporation for the periods presented (in thousands):

	Three Months Ended		Nine Months Ended	
Adjusted EBITDA attributable to Parsons Corporation	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Federal Solutions	$ 120,091	$ 65,039	$ 315,413	$ 206,827
Critical Infrastructure	33,007	50,188	101,582	95,481
Adjusted EBITDA attributable to Parsons Corporation	153,098	115,227	416,995	302,308
Adjusted EBITDA attributable to noncontrolling interests	13,913	12,606	41,339	34,222
Depreciation and amortization	(24,542)	(30,154)	(73,513)	(87,202)
Interest expense, net	(8,802)	(8,120)	(29,831)	(20,778)
Income tax benefit (expense)	(22,518)	(15,218)	(12,699)	(41,944)
Equity-based compensation expense	(21,251)	(9,075)	(44,554)	(25,092)
Loss on extinguishment of debt	-	-	(211,018)	-
Transaction-related costs (a)	(3,770)	(5,493)	(8,958)	(9,028)
Restructuring expense (b)	-	-	-	(546)
Other (c)	(539)	38	(3,565)	(2,082)
Net (loss) income including noncontrolling interests	85,589	59,811	74,196	149,858
Net income attributable to noncontrolling interests	13,638	12,364	40,428	33,617
Net (loss) income attributable to Parsons Corporation	$ 71,951	$ 47,447	$ 33,768	$ 116,241

(a) Reflects costs incurred in connection with acquisitions and other non-recurring transaction costs, primarily fees paid for professional services and employee retention.
(b) Reflects costs associated with corporate restructuring initiatives.
(c) Includes a combination of gain/loss related to sale of fixed assets, software implementation costs, and other individually insignificant items that are non-recurring in nature.

Summary of Revenues and Property and Equipment, Net by Geographic Area

The following tables present revenues and property and equipment, net by geographic area (in thousands):

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Revenue				
North America	$ 1,541,209	$ 1,166,547	$ 4,232,786	$ 3,251,552
Middle East	264,437	247,689	769,421	684,340
Rest of World	4,470	4,335	14,052	12,631
Total Revenue	$ 1,810,116	$ 1,418,571	$ 5,016,259	$ 3,948,523

The geographic location of revenue is determined by the location of the customer.

	September 30, 2024	December 31, 2023
Property and Equipment, Net		
North America	$ 91,327	$ 91,766
Middle East	9,866	7,191
Total Property and Equipment, Net	$ 101,193	$ 98,957

Summary of Revenues by Business Lines

The following table presents revenues by business units (in thousands):

	Three Months Ended		Nine Months Ended	
	September 30, 2024	September 30, 2023	September 30, 2024	September 30, 2023
Revenue				
Defense and Intelligence	$ 459,318	$ 398,632	$ 1,288,102	$ 1,144,320
Engineered Systems	646,262	381,482	1,715,689	1,033,137
Federal Solutions revenues	1,105,580	780,114	3,003,791	2,177,457
Infrastructure – North America	438,307	389,452	1,237,752	1,082,164
Infrastructure – Europe, Middle East and Africa	266,229	249,005	774,716	688,902
Critical Infrastructure revenues	704,536	638,457	2,012,468	1,771,066
Total Revenue	$ 1,810,116	$ 1,418,571	$ 5,016,259	$ 3,948,523

Effective October 1, 2023, the Company reorganized its Critical Infrastructure business units from Mobility Solutions and Connected Communities to Infrastructure – North America and Infrastructure – Europe, Middle East and Africa. The prior year information in the table above has been reclassified to conform to the business unit changes.

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New Accounting Pronouncements - Additional Information (Details)	Sep. 30, 2024
ASU 2023-09	
New Accounting Pronouncements Or Change In Accounting Principle [Line Items]	
Change in accounting principle, accounting standards update, adoption date	Dec. 15, 2024
Change in accounting principle, accounting standards update, immaterial effect	false
Change in accounting principle, accounting standards update, adopted	true
ASU 2023-07	
New Accounting Pronouncements Or Change In Accounting Principle [Line Items]	
Change in accounting principle, accounting standards update, adoption date	Dec. 15, 2024
Change in accounting principle, accounting standards update, immaterial effect	false
Change in accounting principle, accounting standards update, adopted	true

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Acquisitions - Additional Information (Details)	Aug. 16, 2024 USD ($)	Oct. 31, 2023 USD ($)	Aug. 23, 2023 USD ($)	Apr. 13, 2023 USD ($)	3 Months Ended Sep. 30, 2024 USD ($)	3 Months Ended Sep. 30, 2023 USD ($)	9 Months Ended Sep. 30, 2024 USD ($)	9 Months Ended Sep. 30, 2023 USD ($)	12 Months Ended Dec. 31, 2023 USD ($)
Business Acquisition [Line Items]									
Amortization of intangible assets					$ 13,300,000	$ 18,800,000	$ 40,800,000	$ 54,900,000	
Revenues					1,810,116,000	1,418,571,000	5,016,259,000	3,948,523,000	
Goodwill					1,931,157,000		1,931,157,000		$ 1,792,665,000
BlackSignal Technologies, LLC.									
Business Acquisition [Line Items]									
Percentage of ownership interest acquired	100.00%								
Cash paid to acquire	$ 203,800,000								
Amortization of intangible assets					2,100,000		2,100,000		
Revenues					6,700,000		6,700,000		
Goodwill	139,394,000								
Goodwill deductible for tax purposes	$ 14,300,000								
BlackSignal Technologies, LLC. | Selling, General and Administrative Expense									
Business Acquisition [Line Items]									
Acquisition related expenses					2,500,000		2,800,000		
I.S. Engineers, LLC									
Business Acquisition [Line Items]									
Percentage of ownership interest acquired		100.00%							
Cash paid to acquire		$ 12,200,000							
Goodwill		$ 11,900,000							
I.S. Engineers, LLC | Selling, General and Administrative Expense									
Business Acquisition [Line Items]									
Acquisition related expenses									300,000
Sealing Technologies, Inc.									
Business Acquisition [Line Items]									
Percentage of ownership interest acquired			100.00%						
Cash paid to acquire			$ 176,028,000						
Earn out payment due and payable to the selling shareholders, Multiplier			0.5						
Fair value of contingent consideration to be achieved			$ 3,231,000				4,100,000		1,800,000
Borrowed under credit agreement to partially fund the acquisition			175,000,000						
Acquisition related expenses			3,300,000						
Amortization of intangible assets					3,200,000	1,500,000	9,800,000	1,500,000	
Revenues					40,100,000	18,400,000	74,000,000	18,400,000	
Goodwill			90,593,000						
Sealing Technologies, Inc. | Maximum									
Business Acquisition [Line Items]									
Additional amount agreed to pay the selling shareholders in the event an earn out revenue target is exceeded			25,000,000						
Earn out revenue target, amount			110,000,000						
Target amount of earnout revenue			25,000,000						
Sealing Technologies, Inc. | Minimum									
Business Acquisition [Line Items]									
Target amount of earnout revenue			$ 0						
IPKeys Power Partners									
Business Acquisition [Line Items]									
Percentage of ownership interest acquired				100.00%					
Cash paid to acquire				$ 43,000,000					
Amortization of intangible assets					$ 400,000	500,000	$ 1,200,000	900,000	
Revenues						3,500,000		6,100,000	
Goodwill				$ 22,407,000					
Goodwill deductible for tax purposes									$ 900,000
IPKeys Power Partners | Selling, General and Administrative									

Expense

Business Acquisition [Line Items]		
Acquisition related expenses	$ 100,000	$ 600,000

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Acquisitions - Schedule Of Acquisition Date Fair Value of the Purchase Consideration Transferred (Details) - Sealing Technologies, Inc. - USD ($) $ in Thousands	**Aug. 23, 2023**	**9 Months Ended Sep. 30, 2024**	**12 Months Ended Dec. 31, 2023**
Business Acquisition [Line Items]			
Cash paid at closing	$ 176,028		
Fair value of contingent consideration to be achieved	3,231	$ 4,100	$ 1,800
Total purchase price	$ 179,259		

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Acquisitions - Summary of Estimated Fair Values of Assets Acquired and Liabilities Assumed on Purchase Price Allocation (Details) - USD ($) $ in Thousands	**Sep. 30, 2024**	**Aug. 16, 2024**	**Dec. 31, 2023**	**Aug. 23, 2023**	**Apr. 13, 2023**
Business Acquisition [Line Items]					
Contract assets	$ 790,001		$ 757,515		
Goodwill	1,931,157		1,792,665		
Investments in and advances to unconsolidated joint ventures	194,524		128,204		
Contract liabilities	$ (300,799)		$ (301,107)		
BlackSignal Technologies, LLC.					
Business Acquisition [Line Items]					
Cash and cash equivalents		$ 4,917			
Accounts receivable		5,171			
Contract assets		3,209			
Income taxes receivable		234			
Prepaid expenses and other current assets		433			
Property and equipment		997			
Right of use assets, operating leases		3,032			
Goodwill		139,394			
Intangible assets		73,200			
Other assets		145			
Accounts payable		(951)			
Accrued expenses and other current liabilities		(4,793)			
Short-term lease liabilities, operating leases		(593)			
Deferred income taxes		(17,978)			
Long-term lease liabilities, operating leases		(2,651)			
Net assets acquired		$ 203,766			
Sealing Technologies, Inc.					
Business Acquisition [Line Items]					
Cash and cash equivalents				$ 8,133	
Accounts receivable				17,889	
Contract assets				2,946	
Prepaid expenses and other current assets				1,379	
Property and equipment				2,025	
Right of use assets, operating leases				1,836	
Deferred tax assets				357	
Goodwill				90,593	
Intangible assets				75,000	
Accounts payable				(15,987)	
Accrued expenses and other current liabilities				(2,408)	
Contract liabilities				(668)	
Short-term lease liabilities, operating leases				(418)	
Long-term lease liabilities, operating leases				(1,418)	
Net assets acquired				$ 179,259	
IPKeys Power Partners					
Business Acquisition [Line Items]					
Cash and cash equivalents					$ 126
Accounts receivable					3,937
Contract assets					834
Prepaid expenses and other current assets					455
Property and equipment					86
Right of use assets, operating leases					1,105
Goodwill					22,407
Intangible assets					23,000
Other noncurrent assets					152
Accounts payable					(541)
Accrued expenses and other current liabilities					(1,768)
Contract liabilities					(1,936)
Short-term lease liabilities, operating leases					(343)
Deferred tax liabilities					(3,713)
Long-term lease liabilities, operating leases					(762)
Net assets acquired					$ 43,039

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Acquisitions - Schedule of Intangible Assets Value on Purchase Price (Details) - USD ($) $ in Thousands	**Aug. 16, 2024**	**Aug. 23, 2023**	**Apr. 13, 2023**	**9 Months Ended Sep. 30, 2024**
Customer Relationships				
Acquired Finite Lived Intangible Assets [Line Items]				
Amortization Period (in years)				11 years 8 months 12 days
Customer Relationships | BlackSignal Technologies, LLC.				
Acquired Finite Lived Intangible Assets [Line Items]				
Gross Carrying Amount	$ 33,000			
Amortization Period (in years)	14 years			

Customer Relationships | Sealing Technologies, Inc.					
Acquired Finite Lived Intangible Assets [Line Items]					
Gross Carrying Amount			$ 40,000		
Amortization Period (in years)			14 years		
Customer Relationships | IPKeys Power Partners					
Acquired Finite Lived Intangible Assets [Line Items]					
Gross Carrying Amount	[1]			$ 15,900	
Amortization Period (in years)	[1]			16 years	
Backlog					
Acquired Finite Lived Intangible Assets [Line Items]					
Amortization Period (in years)					4 years 2 months 12 days
Backlog | BlackSignal Technologies, LLC.					
Acquired Finite Lived Intangible Assets [Line Items]					
Gross Carrying Amount		$ 30,400			
Amortization Period (in years)		3 years			
Backlog | Sealing Technologies, Inc.					
Acquired Finite Lived Intangible Assets [Line Items]					
Gross Carrying Amount			$ 26,000		
Amortization Period (in years)			3 years		
Trade Names					
Acquired Finite Lived Intangible Assets [Line Items]					
Amortization Period (in years)					1 year
Developed Technologies					
Acquired Finite Lived Intangible Assets [Line Items]					
Amortization Period (in years)					4 years 7 months 6 days
Developed Technologies | BlackSignal Technologies, LLC.					
Acquired Finite Lived Intangible Assets [Line Items]					
Gross Carrying Amount		$ 4,900			
Amortization Period (in years)		5 years			
Developed Technologies | Sealing Technologies, Inc.					
Acquired Finite Lived Intangible Assets [Line Items]					
Gross Carrying Amount			$ 8,000		
Amortization Period (in years)			3 years		
Developed Technologies | IPKeys Power Partners					
Acquired Finite Lived Intangible Assets [Line Items]					
Gross Carrying Amount				$ 7,000	
Amortization Period (in years)				11 years	
Noncompete Agreements					
Acquired Finite Lived Intangible Assets [Line Items]					
Amortization Period (in years)					3 years
Noncompete Agreements | BlackSignal Technologies, LLC.					
Acquired Finite Lived Intangible Assets [Line Items]					
Gross Carrying Amount		$ 3,900			
Amortization Period (in years)		3 years			
Other | BlackSignal Technologies, LLC.					
Acquired Finite Lived Intangible Assets [Line Items]					
Gross Carrying Amount		$ 1,000			
Amortization Period (in years)		1 year			
Other | Sealing Technologies, Inc.					
Acquired Finite Lived Intangible Assets [Line Items]					
Gross Carrying Amount			$ 1,000		
Amortization Period (in years)			1 year		
Other | IPKeys Power Partners					
Acquired Finite Lived Intangible Assets [Line Items]					
Gross Carrying Amount				$ 100	
Amortization Period (in years)				1 year	

[1] The acquired business is a SaaS commercial business. Backlog for this type of business is included as customer relationships.

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Acquisitions - Schedule of Supplemental Pro Forma Information (Details) - USD ($) $ in Thousands	**3 Months Ended**		**9 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**
Business Acquisition [Line Items]				
Pro forma Revenue		$ 1,450,376		$ 4,030,873
Pro forma Net Income including noncontrolling interests		65,350		158,775
BlackSignal Technologies, LLC.				
Business Acquisition [Line Items]				
Pro forma Revenue	$ 1,816,364	1,427,661	$ 5,048,235	3,975,624
Pro forma Net Income including noncontrolling interests	$ 85,937	53,798	$ 65,618	130,233
IPKeys Power Partners				
Business Acquisition [Line Items]				
Pro forma Revenue		1,418,571		3,951,378
Pro forma Net Income including noncontrolling interests		$ 60,455		$ 152,258

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Contracts with Customers - Summary of Disaggregation of Revenue (Details) - USD ($) $ in Thousands	**3 Months Ended**		**9 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**
Disaggregation Of Revenue [Line Items]				
Revenues	$ 1,810,116	$ 1,418,571	$ 5,016,259	$ 3,948,523
Fixed-Price				
Disaggregation Of Revenue [Line Items]				
Revenues	790,820	452,606	2,129,274	1,233,712
Time-and-Materials				
Disaggregation Of Revenue [Line Items]				
Revenues	354,114	355,689	1,052,040	998,037
Cost-Plus				
Disaggregation Of Revenue [Line Items]				
Revenues	$ 665,182	$ 610,276	$ 1,834,945	$ 1,716,774

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Contracts with Customers - Summary of Contract Assets and Contract Liabilities (Details) - USD ($)	**9 Months Ended**	
	Sep. 30, 2024	**Dec. 31, 2023**

$ in Thousands	
Revenue from Contract with Customer [Abstract]	
Contract assets	$ 790,001
Contract liabilities	300,799
Net contract assets (liabilities)	489,202
Change in contract assets	32,486
Change in contract liabilities	(308)
Change in contract assets and liabilities	$ 32,794
Percentage change in contract assets	4.30%
Percentage change in contract liabilities	(0.10%)
Percentage change in contract assets and liabilities	7.20%

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Contracts with Customers - Summary of Contract Assets and Contract Liabilities (Parenthetical) (Details) - USD ($) $ in Millions	3 Months Ended	9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2024	Dec. 31, 2023
Revenue from Contract with Customer [Abstract]			
Contract retentions	$ 82.5	$ 82.5	$ 73.8
Contract retentions, not expected to be paid in next 12 months	33.5	33.5	
Contract assets, net claims recovery estimates	69.2	69.2	$ 109.5
Loss recognized related to claims recoveries	$ 21.6	$ 21.6	

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Contracts with Customers - Additional Information (Details) - USD ($)	3 Months Ended		9 Months Ended		
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023	Dec. 31, 2023
Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Line Items]					
Revenue recognized included contract liability	$ 10,700,000	$ 8,900,000	$ 179,900,000	$ 116,600,000	
Impairment of contract assets	0	$ 0	0	0	
Impact of changes in estimated claims or incentives on revenue			5,000,000	5,000,000	
Remaining unsatisfied performance obligations	$ 6,700,000,000		$ 6,700,000,000		
U.S. Federal Government and Agencies					
Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Line Items]					
Receivables from contracts rate	16.00%		16.00%		18.00%
Critical Infrastructure | Direct Costs Write-Downs					
Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Line Items]					
Changes in estimates related to direct costs of contracts	$ 1,900,000		$ 1,900,000	$ 6,400,000	

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Contracts with Customers - Summary of Changes in Contract Assets and Contract Liabilities (Details) - USD ($) $ in Thousands	9 Months Ended	12 Months Ended
	Sep. 30, 2024	Dec. 31, 2023
Revenue from Contract with Customer [Abstract]		
Acquired contract assets	$ 3,209	$ 2,715
Acquired contract liabilities	$ 0	$ 3,155

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Contracts with Customers - Summary of Changes in Revenue (Details) - USD ($) $ in Thousands	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Revenue from Contract with Customer [Abstract]				
Revenue impact, net	$ (21,626)	$ 0	$ (35,129)	$ 4,748

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Contracts with Customers - Summary of Finanial Statement Impact from Revisions in Estimates (Details) - USD ($) $ / shares in Units, $ in Thousands	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Segment Reporting Information [Line Items]				
Operating income (loss)	$ 114,988	$ 83,340	$ 328,254	$ 210,914
Net Income (Loss)	$ 71,951	$ 47,447	$ 33,768	$ 116,241
Diluted income (loss) per share	$ 0.65	$ 0.42	$ 0.31	$ 1.03
Critical Infrastructure				
Segment Reporting Information [Line Items]				
Operating income (loss)	$ (23,520)	$ 0	$ (37,023)	$ (3,079)
Net Income (Loss)	$ (17,569)	$ 0	$ (27,656)	$ (2,291)
Diluted income (loss) per share	$ (0.16)	$ 0	$ (0.26)	$ (0.02)

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Contracts with Customers - Summary of Accounts Receivable, Net (Details) - USD ($) $ in Thousands		
	Sep. 30, 2024	Dec. 31, 2023
Revenue from Contract with Customer [Abstract]		
Billed	$ 617,761	$ 646,375
Unbilled	421,101	273,215
Total accounts receivable, gross	1,038,862	919,590
Allowance for doubtful accounts	(3,886)	(3,952)
Total accounts receivable, net	$ 1,034,976	$ 915,638

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Contracts with Customers - Summary of Remaining Unsatisfied Performance Obligations Expect to Satisfy (Details) $ in Thousands	Sep. 30, 2024 USD ($)
Revenue Remaining Performance Obligation Expected Timing Of Satisfaction [Line Items]	

Remaining unsatisfied performance obligations	$ 6,700,000
Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date: 2024-10-01	
Revenue Remaining Performance Obligation Expected Timing Of Satisfaction [Line Items]	
Remaining unsatisfied performance obligations	$ 3,853,951
Revenue, remaining performance obligation, expected timing of satisfaction, period	1 year
Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date: 2025-10-01	
Revenue Remaining Performance Obligation Expected Timing Of Satisfaction [Line Items]	
Remaining unsatisfied performance obligations	$ 1,628,338
Revenue, remaining performance obligation, expected timing of satisfaction, period	1 year
Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date: 2026-10-01	
Revenue Remaining Performance Obligation Expected Timing Of Satisfaction [Line Items]	
Remaining unsatisfied performance obligations	$ 1,176,834
Revenue, remaining performance obligation, expected timing of satisfaction, period	
Federal Solution Segment | Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date: 2024-10-01	
Revenue Remaining Performance Obligation Expected Timing Of Satisfaction [Line Items]	
Remaining unsatisfied performance obligations	$ 1,870,032
Revenue, remaining performance obligation, expected timing of satisfaction, period	1 year
Federal Solution Segment | Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date: 2025-10-01	
Revenue Remaining Performance Obligation Expected Timing Of Satisfaction [Line Items]	
Remaining unsatisfied performance obligations	$ 543,038
Revenue, remaining performance obligation, expected timing of satisfaction, period	1 year
Federal Solution Segment | Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date: 2026-10-01	
Revenue Remaining Performance Obligation Expected Timing Of Satisfaction [Line Items]	
Remaining unsatisfied performance obligations	$ 207,797
Revenue, remaining performance obligation, expected timing of satisfaction, period	
Critical Infrastructure | Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date: 2024-10-01	
Revenue Remaining Performance Obligation Expected Timing Of Satisfaction [Line Items]	
Remaining unsatisfied performance obligations	$ 1,983,920
Revenue, remaining performance obligation, expected timing of satisfaction, period	1 year
Critical Infrastructure | Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date: 2025-10-01	
Revenue Remaining Performance Obligation Expected Timing Of Satisfaction [Line Items]	
Remaining unsatisfied performance obligations	$ 1,085,300
Revenue, remaining performance obligation, expected timing of satisfaction, period	1 year
Critical Infrastructure | Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date: 2026-10-01	
Revenue Remaining Performance Obligation Expected Timing Of Satisfaction [Line Items]	
Remaining unsatisfied performance obligations	$ 969,038
Revenue, remaining performance obligation, expected timing of satisfaction, period	

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Leases - Additional Information (Details)	9 Months Ended Sep. 30, 2024 USD ($)
Lessee Lease Description [Line Items]	
Lease option to extend	five years
Lease existence of option to extend	true
Lease option to terminate	third year
Lease existence of option to terminate	true
Operating lease not yet commenced expense	$ 0
Minimum	
Lessee Lease Description [Line Items]	
Lease term of contract	1 year
Maximum	
Lessee Lease Description [Line Items]	
Lease term of contract	8 years

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Leases - Summary of Lease Costs (Details) - USD ($) $ in Thousands	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Leases [Abstract]				
Operating lease cost	$ 16,022	$ 16,885	$ 49,584	$ 50,639
Short-term lease cost	4,480	2,823	11,912	9,882
Amortization of right-of-use assets	923	718	2,535	1,904
Interest on lease liabilities	115	73	313	171
Sublease income	(1,008)	(1,186)	(3,246)	(3,549)
Total lease cost	$ 20,532	$ 19,313	$ 61,098	$ 59,047

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Leases - Schedule of Supplemental Cash Flow Information Related to Leases (Details) - USD ($) $ in Thousands	9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023
Leases [Abstract]		
Operating cash flows for operating leases	$ 51,013	$ 53,040
Operating cash flows for finance leases	313	171
Financing cash flows from finance leases	2,419	1,865
Right-of-use assets obtained in exchange for new operating lease liabilities	15,633	48,430
Right-of-use assets obtained in exchange for new finance lease liabilities	$ 4,003	$ 4,470

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Leases - Schedule of Supplemental Balance Sheet and Other Information Related to Leases (Details) - USD ($) $ in Thousands	Sep. 30, 2024	Dec. 31, 2023
Operating Leases:		
Right-of-use assets	$ 135,367	$ 159,211
Lease liabilities:		
Current	51,971	58,556
Long-term	97,838	117,505
Total operating lease liabilities	149,809	176,061
Finance Leases:		
Other noncurrent assets	9,292	7,779
Accrued expenses and other current liabilities	$ 3,442	$ 2,682
Finance Lease, Liability, Current, Statement of Financial Position [Extensible Enumeration]	Current liabilities	Current liabilities
Other long-term liabilities	$ 6,042	$ 5,129
Finance Lease, Liability, Noncurrent, Statement of Financial Position [Extensible Enumeration]	Other long-term liabilities	Other long-term liabilities
Weighted Average Remaining Lease Term:		
Operating leases	3 years 8 months 12 days	3 years 10 months 24 days

Finance leases	3 years	3 years 1 month 6 days
Weighted Average Discount Rate:		
Operating leases	4.40%	4.20%
Finance leases	4.90%	4.60%

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Leases - Schedule of Maturity Analysis of Future Undiscounted Cash Flows (Details) - USD ($) $ in Thousands	**Sep. 30, 2024**	**Dec. 31, 2023**
Operating Leases		
2024 (remaining)	$ 15,966	
2025	53,485	
2026	36,703	
2027	23,116	
2028	18,182	
Thereafter	14,748	
Total lease payments	162,200	
Less: imputed interest	(12,391)	
Total present value of lease liabilities	149,809	$ 176,061
Finance Leases		
2024 (remaining)	1,006	
2025	3,642	
2026	2,985	
2027	1,803	
2028	718	
Thereafter	38	
Total lease payments	10,192	
Less: imputed interest	(708)	
Total present value of lease liabilities	$ 9,484	

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Goodwill - Summary of Changes in Carrying Value of Goodwill by Reporting Segment (Details) $ in Thousands	**9 Months Ended Sep. 30, 2024 USD ($)**
Goodwill [Line Items]	
Beginning Balance	$ 1,792,665
Acquisitions	139,394
Foreign Exchange	(902)
Ending Balance	1,931,157
Federal Solutions	
Goodwill [Line Items]	
Beginning Balance	1,686,901
Acquisitions	139,394
Foreign Exchange	0
Ending Balance	1,826,295
Critical Infrastructure	
Goodwill [Line Items]	
Beginning Balance	105,764
Acquisitions	0
Foreign Exchange	(902)
Ending Balance	$ 104,862

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Goodwill - Additional Information (Details)	**9 Months Ended Sep. 30, 2024 USD ($)**
Goodwill [Line Items]	
Impairment of goodwill	$ 0

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Intangible Assets - Schedule of Gross Amount and Accumulated Amortization of Intangible Assets (Details) - USD ($) $ in Thousands	**9 Months Ended**	
	Sep. 30, 2024	**Dec. 31, 2023**
Acquired Finite Lived Intangible Assets [Line Items]		
Gross Carrying Amount	$ 493,055	$ 463,515
Accumulated Amortization	(185,103)	(187,949)
Net Carrying Amount	307,952	275,566
Backlog		
Acquired Finite Lived Intangible Assets [Line Items]		
Gross Carrying Amount	139,968	130,000
Accumulated Amortization	(44,857)	(45,964)
Net Carrying Amount	$ 95,111	84,036
Weighted Average Amortization Period (in years)	4 years 2 months 12 days	
Customer Relationships		
Acquired Finite Lived Intangible Assets [Line Items]		
Gross Carrying Amount	$ 322,962	297,120
Accumulated Amortization	(133,326)	(124,194)
Net Carrying Amount	$ 189,636	172,926
Weighted Average Amortization Period (in years)	11 years 8 months 12 days	
Leases		
Acquired Finite Lived Intangible Assets [Line Items]		
Gross Carrying Amount	$ 0	120
Accumulated Amortization	0	(106)
Net Carrying Amount	$ 0	14
Weighted Average Amortization Period (in years)	0 years	
Developed Technology		
Acquired Finite Lived Intangible Assets [Line Items]		
Gross Carrying Amount	$ 22,900	31,600
Accumulated Amortization	(6,243)	(15,823)
Net Carrying Amount	$ 16,657	15,777
Weighted Average Amortization Period (in years)	4 years 7 months 6 days	
Trade Name		
Acquired Finite Lived Intangible Assets [Line Items]		
Gross Carrying Amount	$ 1,000	1,000

Accumulated Amortization	(125)	(417)
Net Carrying Amount	$ 875	583
Weighted Average Amortization Period (in years)	1 year	
Noncompete Agreements		
Acquired Finite Lived Intangible Assets [Line Items]		
Gross Carrying Amount	$ 4,400	1,500
Accumulated Amortization	(552)	(1,097)
Net Carrying Amount	$ 3,848	403
Weighted Average Amortization Period (in years)	3 years	
In Process Research and Development		
Acquired Finite Lived Intangible Assets [Line Items]		
Gross Carrying Amount	$ 1,800	1,800
Accumulated Amortization	0	0
Net Carrying Amount	1,800	1,800
Other Intangibles		
Acquired Finite Lived Intangible Assets [Line Items]		
Gross Carrying Amount	25	375
Accumulated Amortization	0	(348)
Net Carrying Amount	$ 25	$ 27

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Intangible Assets - Additional Information (Details) - USD ($) $ in Millions	**3 Months Ended**		**9 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**
Finite-Lived Intangible Assets [Line Items]				
Amortization expense of intangible assets	$ 13.3	$ 18.8	$ 40.8	$ 54.9

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Intangible Assets - Schedule of Estimated Amortization Expense (Details) $ in Thousands	**Sep. 30, 2024 USD ($)**
Goodwill and Intangible Assets Disclosure [Abstract]	
2024	$ 15,189
2025	59,512
2026	52,462
2027	43,372
2028	27,478
Thereafter	108,114
Total	$ 306,127

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Property and Equipment, Net - Schedule of Property and Equipment, Net (Details) - USD ($) $ in Thousands	**Sep. 30, 2024**	**Dec. 31, 2023**
Property Plant And Equipment [Line Items]		
Property and equipment, gross	$ 389,195	$ 382,745
Accumulated depreciation	(288,002)	(283,788)
Property and equipment, net	101,193	98,957
Buildings and Leasehold Improvements		
Property Plant And Equipment [Line Items]		
Property and equipment, gross	$ 103,124	102,372
Buildings and Leasehold Improvements | Minimum		
Property Plant And Equipment [Line Items]		
Useful life (years)	1 year	
Buildings and Leasehold Improvements | Maximum		
Property Plant And Equipment [Line Items]		
Useful life (years)	15 years	
Furniture and Equipment		
Property Plant And Equipment [Line Items]		
Property and equipment, gross	$ 82,533	84,244
Furniture and Equipment | Minimum		
Property Plant And Equipment [Line Items]		
Useful life (years)	3 years	
Furniture and Equipment | Maximum		
Property Plant And Equipment [Line Items]		
Useful life (years)	10 years	
Computer Systems and Equipment		
Property Plant And Equipment [Line Items]		
Property and equipment, gross	$ 172,069	168,926
Computer Systems and Equipment | Minimum		
Property Plant And Equipment [Line Items]		
Useful life (years)	3 years	
Computer Systems and Equipment | Maximum		
Property Plant And Equipment [Line Items]		
Useful life (years)	10 years	
Construction Equipment		
Property Plant And Equipment [Line Items]		
Property and equipment, gross	$ 6,242	6,173
Construction Equipment | Minimum		
Property Plant And Equipment [Line Items]		
Useful life (years)	5 years	
Construction Equipment | Maximum		
Property Plant And Equipment [Line Items]		
Useful life (years)	7 years	
Construction in Progress		
Property Plant And Equipment [Line Items]		
Property and equipment, gross	$ 25,227	$ 21,030

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Property and Equipment, Net - Additional Information (Details) - USD ($) $ in Millions	**3 Months Ended**		**9 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**
Property, Plant and Equipment [Abstract]				

Depreciation expense	$ 9.5	$ 10.2	$ 28.0	$ 29.1

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Debt and Credit Facilities - Schedule of Debt (Details) - USD ($)	Sep. 30, 2024	Dec. 31, 2023
Debt Instrument [Line Items]		
Long-term debt	$ 0	
Long-term debt issuance costs	(17,020,000)	$ (4,037,000)
Total Long-Term Debt	1,132,980,000	745,963,000
Total Debt	1,248,408,000	745,963,000
2022 Delayed Draw Term Loan		
Debt Instrument [Line Items]		
Long-term debt	350,000,000	350,000,000
Convertible Senior Notes Due 2025		
Debt Instrument [Line Items]		
Short-term debt	115,428,000	0
Convertible senior notes	0	400,000,000
Convertible Senior Notes due 2029		
Debt Instrument [Line Items]		
Convertible senior notes	800,000,000	0
Revolving Credit Facility		
Debt Instrument [Line Items]		
Long-term debt	$ 0	$ 0

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Debt and Credit Facilities - Additional Information (Details)	Feb. 29, 2024 USD ($) d $ / shares	1 Months Ended Sep. 30, 2022 USD ($)	Jun. 30, 2021 USD ($) Extension	Aug. 31, 2020 USD ($) d $ / shares shares	3 Months Ended Sep. 30, 2024 USD ($) $ / shares	Mar. 31, 2024 USD ($)	Sep. 30, 2023 USD ($)	6 Months Ended Jun. 30, 2021 USD ($)	9 Months Ended Sep. 30, 2024 USD ($) d $ / shares shares	Sep. 30, 2023 USD ($)	Dec. 31, 2023 USD ($)	Nov. 30, 2022 USD ($)
Debt Instrument [Line Items]												
Letters of credit outstanding amount					$ 309,100,000				$ 309,100,000		$ 320,700,000	
Debt instrument, outstanding amount					0				0			
Loss on extinguishment of debt					0	$ 211,000,000	$ 0		211,018,000	$ 0		
Tax effect of unwind existing bond hedge					4,556,000				4,556,000		6,977,000	
Deferred tax liabilities					27,931,000				27,931,000		9,775,000	
Effective tax rate and tax benefit									49,900,000			
Deferred tax assets					163,539,000				163,539,000		$ 140,162,000	
2022 Delayed Draw Term Loan												
Debt Instrument [Line Items]												
Debt issuance costs incurred					$ 900,000				$ 900,000			
Interest rate					6.10%				6.10%		6.60%	
Interest expense					$ 5,900,000		5,900,000		$ 17,700,000	16,600,000		
Debt instrument, outstanding amount					350,000,000				350,000,000		$ 350,000,000	$ 350,000,000
Debt amount		$ 350,000,000										
Debt issuance date		Sep. 30, 2022										
Debt instrument, maturity period		3 years										
Unused term loan commitments rate		0.175%										
Convertible Senior Notes Due 2025												
Debt Instrument [Line Items]												
Interest rate				0.25%								
Interest expense					100,000		700,000		$ 3,800,000	2,300,000		
Debt amount				$ 400,000,000								
Exercise of option by initial purchasers aggregate principal amount				50,000,000								
Proceeds from issuance and sale of debt				389,700,000								
Transaction fees and other third-party offering expenses				$ 10,300,000								
Debt instrument, payment terms									The Convertible Senior Notes accrue interest at a rate of 0.25% per annum, payable semi-annually on February 15 and August 15 of each year beginning on February 15, 2021			
Debt instrument, frequency of periodic payment									semi-annually			
Maturity Date				Aug. 15, 2025								
Convertible note converted					$ 1,000				$ 1,000			

each amount						
Convertible notes converted each into shares of common stock | shares					22.2913	
Debt Instrument, conversion price | $ / shares				$ 44.86	$ 44.86	
Threshold trading days | d			20		51	
Threshold consecutive trading days | d			30			
Conversion percentage of stock price trigger			130.00%			
Number of business day period			5 days			
Consecutive trading day period			5 days			
Convertible principal amount			$ 1,000			
Measurement period, percentage			98.00%			
Percentage of principal amount to redeem convertible senior notes			100.00%			
Percentage of convertible senior notes repurchased at cash			100.00%			
Net carrying value of notes				$ 115,400,000	$ 115,400,000	$ 396,500,000
Convertible Senior Notes due 2029						
Debt Instrument [Line Items]						
Interest rate	2.625%					
Interest expense				6,300,000	15,000,000	
Debt amount	$ 800,000,000					
Exercise of option by initial purchasers aggregate principal amount	100,000,000					
Proceeds from issuance and sale of debt	781,100,000					
Transaction fees and other third-party offering expenses	$ 18,900,000					
Debt instrument, payment terms	The 2029 Convertible Notes accrue interest at a rate of 2.625% per annum, payable semi-annually on March 1 and September 1 of each year beginning on September 1, 2024					
Debt instrument, frequency of periodic payment	semi-annually					
Maturity Date	Mar. 01, 2029					
Convertible note converted each amount				$ 1,000	$ 1,000	
Convertible notes converted each into shares of common stock | shares					10.6256	
Debt Instrument, conversion price | $ / shares				$ 94.11	$ 94.11	
Threshold trading days | d	20				51	
Threshold consecutive trading days | d	30					
Conversion percentage of stock price trigger	130.00%					
Number of business day period	5 days					
Consecutive trading day period	10 days					
Convertible principal amount	$ 1,000					
Measurement period, percentage	98.00%					
Percentage of principal amount to redeem convertible senior notes	100.00%					
Percentage of convertible senior notes repurchased at cash	100.00%					
Net carrying value of notes				$ 783,300,000	$ 783,300,000	
Maximum | 2022 Delayed Draw Term Loan						
Debt Instrument [Line Items]						
Increase in term loan		$ 150,000,000				
Convertible Note Hedge And Warrant Transaction						
Debt Instrument [Line Items]						
Tax effect of unwind existing bond hedge				$ 46,200,000	$ 46,200,000	
Convertible Note Hedge And Warrant Transaction | Convertible Senior Notes Due 2025						
Debt Instrument [Line Items]						
Purchase of convertible senior notes	$ 228,100,000					
Proceeds from issuance and sale of debt				391,800,000		
Bond hedge term					5 years	
Number of shares issuable upon conversion | shares			8,900,000			

Cost of convertible note hedge transaction			$ 55,000,000			
Number of common stock acquired by offsetting sale warrants. | shares						8,900,000
Exercise price of warrants | $ / shares				$ 66.46		$ 66.46
Proceeds from issuance of warrants						$ 13,800,000
Purchase of bond hedges and sale of warrants			$ 41,200,000			
Deferred tax liabilities				$ 16,200,000		16,200,000
Deferred tax assets				16,500,000		16,500,000
Convertible Note Hedge And Warrant Transaction | Convertible Senior Notes Due 2025 | ASC 2020-06						
Debt Instrument [Line Items]						
Deferred tax liability reversed				13,900,000		13,900,000
Additional deferred tax liability related to capitalized debt issuance costs				400,000		400,000
Adjustment to deferred tax asset through retained earnings				$ 900,000		$ 900,000
Convertible Note Hedge And Warrant Transaction | Convertible Senior Notes due 2025						
Debt Instrument [Line Items]						
Interest rate				0.25%		0.25%
Loss on extinguishment of debt						$ 214,200,000
Acceleration charge of amortization of debt issuance costs						$ 3,200,000
Convertible Note Hedge And Warrant Transaction | Convertible Senior Notes Due 2025 Note Hedge And Warrants						
Debt Instrument [Line Items]						
Purchase of convertible senior notes	56,500,000					
Proceeds from issuance and sale of debt					$ 103,800,000	
Proceeds from partial termination of note hedge and warrants	90,600,000					
Convertible Note Hedge And Warrant Transaction | Minimum [Member] | Convertible Senior Notes Due 2025						
Debt Instrument [Line Items]						
Debt Instrument, conversion price | $ / shares			$ 44.86			
Percentage of bond hedge and warrant transactions increased conversion price			35.00%			
Convertible Note Hedge And Warrant Transaction | Maximum | Convertible Senior Notes Due 2025						
Debt Instrument [Line Items]						
Debt Instrument, conversion price | $ / shares			$ 66.46			
Percentage of bond hedge and warrant transactions increased conversion price			100.00%			
Capped Call Transaction						
Debt Instrument [Line Items]						
Deferred tax assets	$ 22.3					
Capped Call Transaction | Convertible Senior Notes Due 2025						
Debt Instrument [Line Items]						
Debt Instrument, conversion price | $ / shares	$ 131.7575					
Premium of reported sale price percentage	75.00%					
Convertible Notes Converted Sale Price Of Common Stock | $ / shares	$ 75.29					
Cost of convertible note hedge transaction	$ 88,400,000					
Base Rate | Minimum [Member] | 2022 Delayed Draw Term Loan						
Debt Instrument [Line Items]						
Margin interest rate		0.00%				
Base Rate | Maximum | 2022 Delayed Draw Term Loan						
Debt Instrument [Line						

Items]										
Margin interest rate	0.50%									
SOFR Benchmark Rate | Minimum [Member] | 2022 Delayed Draw Term Loan										
Debt Instrument [Line Items]										
Margin interest rate	0.875%									
SOFR Benchmark Rate | Maximum | 2022 Delayed Draw Term Loan										
Debt Instrument [Line Items]										
Margin interest rate	1.50%									
Revolving Credit Facility										
Debt Instrument [Line Items]										
Credit agreement date		Jun. 30, 2021								
Revolving credit facility		$ 650,000,000				$ 650,000,000				
Debt issuance costs incurred		1,900,000				1,900,000				
Revolving credit facility		$ 550,000,000				$ 550,000,000				
Credit agreement maturity period		5 years								
Credit agreement number of extensions | Extension		2								
Interest rate			6.20%				6.20%		6.70%	
Letters of credit outstanding amount			$ 43,000,000				$ 43,000,000		$ 43,800,000	
Interest expense			$ 100,000		$ 1,500,000		$ 600,000	$ 2,000,000		
Revolving Credit Facility | Base Rate | Minimum [Member]										
Debt Instrument [Line Items]										
Margin interest rate						0.00%				
Revolving Credit Facility | Base Rate | Maximum										
Debt Instrument [Line Items]										
Margin interest rate						0.625%				
Revolving Credit Facility | SOFR Benchmark Rate | Minimum [Member]										
Debt Instrument [Line Items]										
Margin interest rate		1.00%								
Revolving Credit Facility | SOFR Benchmark Rate | Maximum										
Debt Instrument [Line Items]										
Margin interest rate						1.625%				

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Income Taxes - Additional Information (Details) - USD ($) $ in Thousands	**3 Months Ended**			**9 Months Ended**		**12 Months Ended**	
	Sep. 30, 2024	**Mar. 31, 2024**	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**	**Dec. 31, 2021**	**Dec. 31, 2023**
Income Tax Disclosure [Abstract]							
Percentage of minimum level of tax						15.00%	
Effective income tax rate	20.80%		20.30%	14.60%	21.90%		
Loss in partially unwinding Convertible Senior Notes	$ 0	$ 211,000	$ 0	$ 211,018	$ 0		
U.S. corporate tax rate	21.00%			21.00%			
Deferred tax assets, valuation allowance	$ 42,300			$ 42,300			
Liability for income taxes associated with uncertain tax positions	24,800			24,800			$ 25,500
Decrease in uncertain tax positions during the next twelve months	$ 3,400			$ 3,400			

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Contingencies - Additional Information (Details)	**9 Months Ended**		
	Jul. 01, 2024 USD ($)	**Sep. 30, 2024 USD ($) Claim**	**Sep. 23, 2024 USD ($)**
Legal Proceedings [Line Items]			
Number of claims outstanding | Claim		0	
Alleged Violation of False Claims, Act			
Legal Proceedings [Line Items]			
Amount paid by relator to acquire vehicles for contractor defendant to perform security services		$ 2,900,000	
Alleged Violation of False Claims, Act | Parsons Transportation Group, Inc. and against Alstom Signaling Operations LLC			
Legal Proceedings [Line Items]			
Award of damages in the total amount	$ 102,500,000		
pre-judgment interest			$ 34,000,000
Alleged Violation of False Claims, Act | Minimum			
Legal Proceedings [Line Items]			
Amount paid per month to contractor defendant by relator on false claims		1,000,000	
Loss contingency sought value, civil penalty for each alleged violation of Act		5,500	
Alleged Violation of False Claims, Act | Maximum			
Legal Proceedings [Line Items]			
Loss contingency sought value, civil penalty for each alleged violation of Act		$ 11,000	

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Retirement Benefit Plan - Additional Information (Details) - USD ($) $ in Millions	**3 Months Ended**		**9 Months Ended**		
	Sep. 30, 2024	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**	**Dec. 31, 2023**
Employee Stock Ownership Plan (ESOP) Disclosures [Line Items]					
Shares fully vested, Description			Shares allocated to a participant's account are fully vested after three years of credited service, or in the event(s) of reaching age 65, death or disability while an active employee of the Company.		
Shares fully vested after credited service			3 years		
Common stock shares outstanding	106,293,215		106,293,215		105,839,978

including ESOP						
Company's stock held by ESOP	54,831,932		54,831,932			59,879,857
Direct Costs of Contracts and Selling, General and Administrative Expense						
Employee Stock Ownership Plan (ESOP) Disclosures [Line Items]						
ESOP contribution expense	$ 13.2	$ 14.9	$ 43.4			$ 44.1

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Investments in and Advances to Joint Ventures - Additional Information (Details) - USD ($) $ in Millions	3 Months Ended		9 Months Ended		
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023	Dec. 31, 2023
Schedule Of Equity Method Investments [Line Items]					
Letters of credit outstanding amount	$ 309.1		$ 309.1		$ 320.7
Unconsolidated Joint Ventures					
Schedule Of Equity Method Investments [Line Items]					
Net distributions from (contributions to) unconsolidated joint ventures	34.4	$ 36.1	83.7	$ 50.8	
Joint Ventures					
Schedule Of Equity Method Investments [Line Items]					
Letters of credit outstanding amount	$ 162.7		$ 162.7		$ 147.7

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Investments in and Advances to Joint Ventures - Summary of Financial Information for Consolidated Joint Ventures (Details) - USD ($) $ in Thousands	3 Months Ended		9 Months Ended		
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023	Dec. 31, 2023
Schedule Of Equity Method Investments [Line Items]					
Current assets	$ 2,554,658		$ 2,554,658		$ 2,137,526
Total assets	5,443,342		5,443,342		4,804,061
Current liabilities	1,649,554		1,649,554		1,410,884
Total liabilities	3,028,911		3,028,911		2,427,346
Total joint venture equity	2,312,452		2,312,452		2,287,211
Revenue	1,810,116	$ 1,418,571	5,016,259	$ 3,948,523	
Costs	1,449,831	1,124,305	3,979,589	3,109,713	
Net (loss) income attributable to Parsons Corporation	71,951	47,447	33,768	116,241	
Net income attributable to noncontrolling interests	13,638	12,364	40,428	33,617	
Consolidated Joint Ventures					
Schedule Of Equity Method Investments [Line Items]					
Current assets	503,099		503,099		426,633
Noncurrent assets	10,894		10,894		14,295
Total assets	513,993		513,993		440,928
Current liabilities	307,612		307,612		260,286
Noncurrent liabilities	2,916		2,916		5,132
Total liabilities	310,528		310,528		265,418
Total joint venture equity	203,465		203,465		$ 175,510
Revenue	193,461	185,602	582,209	514,339	
Costs	165,873	160,423	500,308	445,829	
Net (loss) income attributable to Parsons Corporation	27,588	25,179	81,901	68,510	
Net income attributable to noncontrolling interests	$ 13,638	$ 12,364	$ 40,428	$ 33,617	

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Investments in and Advances to Joint Ventures - Summary of Financial Information for Unconsolidated Joint Ventures (Details) - USD ($) $ in Thousands	3 Months Ended		9 Months Ended		
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023	Dec. 31, 2023
Schedule Of Equity Method Investments [Line Items]					
Current assets	$ 2,554,658		$ 2,554,658		$ 2,137,526
Total assets	5,443,342		5,443,342		4,804,061
Current liabilities	1,649,554		1,649,554		1,410,884
Total liabilities	3,028,911		3,028,911		2,427,346
Total joint venture equity	2,312,452		2,312,452		2,287,211
Investments in and advances to unconsolidated joint ventures	194,524		194,524		128,204
Revenue	1,810,116	$ 1,418,571	5,016,259	$ 3,948,523	
Costs	1,449,831	1,124,305	3,979,589	3,109,713	
Net (loss) income attributable to Parsons Corporation	71,951	47,447	33,768	116,241	
Equity in losses of unconsolidated joint ventures	872	10,262	(18,025)	4,497	
Unconsolidated Joint Ventures					
Schedule Of Equity Method Investments [Line Items]					
Current assets	1,675,165		1,675,165		1,607,953
Noncurrent assets	465,806		465,806		483,693
Total assets	2,140,971		2,140,971		2,091,646
Current liabilities	996,238		996,238		1,057,113
Noncurrent liabilities	496,097		496,097		518,647
Total liabilities	1,492,335		1,492,335		1,575,760
Total joint venture equity	648,636		648,636		515,886
Investments in and advances to unconsolidated joint ventures	194,524		194,524		$ 128,204
Revenue	581,232	634,937	1,598,764	1,514,561	
Costs	560,492	581,041	1,593,213	1,474,991	
Net (loss) income attributable to Parsons Corporation	20,740	53,896	5,551	39,570	
Unconsolidated Joint Ventures					
Schedule Of Equity Method Investments [Line Items]					
Equity in losses of unconsolidated joint ventures	$ 872	$ 10,262	$ (18,025)	$ 4,497	

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Investments in and Advances to Joint Ventures - Summary of Financial Statement Impact From Changes in Estimates which Resulted in Write-down Design Build Joint Ventures	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023

(Details) - USD ($) $ / shares in Units, $ in Thousands				
Schedule of Equity Method Investments [Line Items]				
Operating income (loss)	$ 114,988	$ 83,340	$ 328,254	$ 210,914
Net Income (Loss)	$ 71,951	$ 47,447	$ 33,768	$ 116,241
Diluted income (loss) per share	$ 0.65	$ 0.42	$ 0.31	$ 1.03
Critical Infrastructure				
Schedule of Equity Method Investments [Line Items]				
Operating income (loss)	$ (23,520)	$ 0	$ (37,023)	$ (3,079)
Net Income (Loss)	$ (17,569)	$ 0	$ (27,656)	$ (2,291)
Diluted income (loss) per share	$ (0.16)	$ 0	$ (0.26)	$ (0.02)
Unconsolidated Joint Ventures				
Schedule of Equity Method Investments [Line Items]				
Net Income (Loss)	$ 20,740	$ 53,896	$ 5,551	$ 39,570
Unconsolidated Joint Ventures | Critical Infrastructure				
Schedule of Equity Method Investments [Line Items]				
Operating income (loss)	(6,716)	5,099	(37,509)	(12,414)
Net Income (Loss)	$ (4,936)	$ 3,799	$ (35,258)	$ (9,248)
Diluted income (loss) per share	$ (0.04)	$ 0.03	$ (0.33)	$ (0.08)

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Related Party Transactions - Additional Information (Details) - Unconsolidated Joint Ventures - USD ($) $ in Millions	3 Months Ended		9 Months Ended	
	Sep. 30, 2024	Sep. 30, 2023	Sep. 30, 2024	Sep. 30, 2023
Related Party Transaction [Line Items]				
Revenues	$ 47.6	$ 57.3	$ 144.9	$ 164.8
Reimbursable cost incurred	$ 36.7	$ 38.8	$ 108.3	$ 118.5

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Related Party Transactions - Schedule of Consolidated Balance Sheet Related to Services Provided to Unconsolidated Joint Ventures (Details) - USD ($) $ in Thousands	Sep. 30, 2024	Dec. 31, 2023
Related Party Transaction [Line Items]		
Accounts receivable, net	$ 1,034,976	$ 915,638
Contract assets	790,001	757,515
Contract liabilities	300,799	301,107
Unconsolidated Joint Ventures		
Related Party Transaction [Line Items]		
Accounts receivable, net	52,679	38,898
Contract assets	10,177	38,009
Contract liabilities	$ 15,036	$ 15,287

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Fair Value of Financial Instruments - Summary of Financial Assets and Liabilities Measured at Fair Value on a Recurring Basis (Details) - Fair Value, Recurring - USD ($) $ in Thousands	Sep. 30, 2024	Dec. 31, 2023
Contingent Consideration		
Liabilities, fair value disclosure	$ 4,142	$ 2,300
Earnout Liability		
Contingent Consideration		
Liabilities, fair value disclosure	4,142	2,300
Level 1		
Contingent Consideration		
Liabilities, fair value disclosure	0	0
Level 1 | Earnout Liability		
Contingent Consideration		
Liabilities, fair value disclosure	0	0
Level 2		
Contingent Consideration		
Liabilities, fair value disclosure	0	0
Level 2 | Earnout Liability		
Contingent Consideration		
Liabilities, fair value disclosure	0	0
Level 3		
Contingent Consideration		
Liabilities, fair value disclosure	4,142	2,300
Level 3 | Earnout Liability		
Contingent Consideration		
Liabilities, fair value disclosure	$ 4,142	$ 2,300

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Fair Value of Financial Instruments - Summary of Carrying Values And Estimated Fair Values Of Financial Instruments (Details) - Level 2 - USD ($) $ in Thousands	Sep. 30, 2024	Dec. 31, 2023
Reported Value Measurement [Member]		
Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items]		
Long-Term Debt, Fair Value	$ 1,265,428	$ 750,000
Estimate of Fair Value Measurement [Member]		
Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items]		
Long-Term Debt, Fair Value	1,618,460	918,000
Convertible Senior Notes Due 2025 | Reported Value Measurement [Member]		

Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items]		
Long-Term Debt, Fair Value	115,428	400,000
Convertible Senior Notes Due 2025 | Estimate of Fair Value Measurement [Member]		
Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items]		
Long-Term Debt, Fair Value	262,460	568,000
Convertible Senior Notes due 2029 | Reported Value Measurement [Member]		
Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items]		
Long-Term Debt, Fair Value	800,000	0
Convertible Senior Notes due 2029 | Estimate of Fair Value Measurement [Member]		
Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items]		
Long-Term Debt, Fair Value	1,006,000	0
Delayed draw term loan | Reported Value Measurement [Member]		
Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items]		
Long-Term Debt, Fair Value	350,000	350,000
Delayed draw term loan | Estimate of Fair Value Measurement [Member]		
Fair Value, Balance Sheet Grouping, Financial Statement Captions [Line Items]		
Long-Term Debt, Fair Value	$ 350,000	$ 350,000

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Earnings Per Share - Additional Information (Details) - USD ($)		**1 Months Ended**	**3 Months Ended**		**9 Months Ended**	
	Aug. 09, 2021	**Feb. 29, 2024**	**Sep. 30, 2024**	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**
Antidilutive Securities Excluded From Computation Of Earnings Per Share [Line Items]						
Stock repurchase program commencement date	Aug. 12, 2021					
share repurchases			0	0	131,053	185,475
Reduction in quarterly cap value on stock repurchased		$ 25,000,000				
Stock repurchase value		54,700,000				
Maximum						
Antidilutive Securities Excluded From Computation Of Earnings Per Share [Line Items]						
Authorized shares of common stock value	$ 100,000,000	$ 100,000,000	$ 154,700,000		$ 154,700,000	
Stock repurchase program, remaining authorized repurchase amount			$ 90,000,000		$ 90,000,000	
Equity-based Awards						
Antidilutive Securities Excluded From Computation Of Earnings Per Share [Line Items]						
Antidilutive securities excluded from computation of earnings per share			949	2,911	4,497	3,284
Convertible Senior Notes due 2025						
Antidilutive Securities Excluded From Computation Of Earnings Per Share [Line Items]						
Antidilutive securities excluded from computation of earnings per share					3,982,928	
Convertible Senior Notes						
Antidilutive Securities Excluded From Computation Of Earnings Per Share [Line Items]						
Value antidilutive securities excluded from computation of earnings per share amount					$ 2,900,000	

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Earnings Per Share - Schedule of Denominator and Numerator used to Compute Basic and Diluted EPS (Details) - USD ($) $ / shares in Units, shares in Thousands, $ in Thousands	**3 Months Ended**		**9 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**
Numerator for Basic and Diluted EPS:				
Net income (loss) attributable to Parsons Corporation	$ 71,951	$ 47,447	$ 33,768	$ 116,241
Convertible senior notes if-converted method interest adjustment	54	559	0	1,665
Diluted net income (loss) attributable to Parsons Corporation	$ 72,005	$ 48,006	$ 33,768	$ 117,906
Denominator for Basic and Diluted EPS:				
Basic weighted average number of shares outstanding	106,291	104,971	106,211	104,894
Dilutive effect of stock-based awards	1,661	1,178	1,628	1,020
Dilutive effect of warrants	561		358	
Dilutive effect of convertible senior notes due 2025	2,573	8,917	0	8,917
Diluted weighted average number of shares outstanding	111,086	115,066	108,197	114,831
Earnings (loss) per share:				
Basic	$ 0.68	$ 0.45	$ 0.32	$ 1.11
Diluted	$ 0.65	$ 0.42	$ 0.31	$ 1.03

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Earnings Per Share - Schedule of Repurchase Program (Details) - $ / shares	**3 Months Ended**		**9 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**
Earnings Per Share [Abstract]				
Total shares repurchased	0	0	131,053	185,475
Total shares retired	0	0	131,053	185,475
Average price paid per share	$ 0	$ 0	$ 76.3	$ 43.13

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Segment Information - Additional Information (Details) $ in Thousands	**3 Months Ended**		**9 Months Ended**		
	Sep. 30, 2024 USD ($)	**Sep. 30, 2023 USD ($)**	**Sep. 30, 2024 USD ($) Segment**	**Sep. 30, 2023 USD ($)**	**Dec. 31, 2023 USD ($)**
Segment Reporting Information [Line Items]					
Number of reportable segments | Segment			2		
Revenues	$ 1,810,116	$ 1,418,571	$ 5,016,259	$ 3,948,523	
Property and equipment, net	101,193		101,193		$ 98,957
United States					
Segment Reporting Information [Line Items]					
Revenues	1,400,000	$ 1,100,000	3,900,000	$ 3,000,000	
Property and equipment, net	$ 83,400		$ 83,400		$ 83,900

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Segment Information - Summary of Business Segment Information (Details) - USD ($) $ in Thousands	**3 Months Ended**		**9 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**
Segment Reporting Information [Line Items]				
Total revenue	$ 1,810,116	$ 1,418,571	$ 5,016,259	$ 3,948,523
Total equity in (losses) earnings of unconsolidated joint ventures	872	10,262	(18,025)	4,497
Federal Solution Segment				
Segment Reporting Information [Line Items]				
Total revenue	1,105,580	780,114	3,003,791	2,177,457
Total equity in (losses) earnings of unconsolidated joint ventures	1,002	1,435	1,999	3,502
Critical Infrastructure				

Segment Reporting Information [Line Items]				
Total revenue	704,536	638,457	2,012,468	1,771,066
Total equity in (losses) earnings of unconsolidated joint ventures	$ (130)	$ 8,827	$ (20,024)	$ 995

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Segment Information - Summary of Adjusted EBITDA Business Segment Information (Details) - USD ($) $ in Thousands	**3 Months Ended**		**9 Months Ended**	
	Sep. 30, 2024	**Mar. 31, 2024**	**Sep. 30, 2024**	**Sep. 30, 2023**
Adjusted EBITDA attributable to Parsons Corporation				
Adjusted EBITDA attributable to Parsons Corporation	$ 153,098	$ 115,227	$ 416,995	$ 302,308
Adjusted EBITDA attributable to noncontrolling interests	13,913	12,606	41,339	34,222
Depreciation and amortization	(24,542)	(30,154)	(73,513)	(87,202)
Interest expense, net	(8,802)	(8,120)	(29,831)	(20,778)
Income tax benefit (expense)	(22,518)	(15,218)	(12,699)	(41,944)
Equity-based compensation expense	(21,251)	(9,075)	(44,554)	(25,092)
Loss on extinguishment of debt	0	$ (211,000)	0	(211,018)	0
Transaction-related costs	(3,770)	(5,493)	(8,958)	(9,028)
Restructuring expense	0	0	0	(546)
Other	(539)	38	(3,565)	(2,082)
Net (loss) income including noncontrolling interests	85,589	59,811	74,196	149,858
Net income attributable to noncontrolling interests	13,638	12,364	40,428	33,617
Net (loss) income attributable to Parsons Corporation	71,951	47,447	33,768	116,241
Federal Solution Segment				
Adjusted EBITDA attributable to Parsons Corporation				
Adjusted EBITDA attributable to Parsons Corporation	120,091	65,039	315,413	206,827
Critical Infrastructure				
Adjusted EBITDA attributable to Parsons Corporation				
Adjusted EBITDA attributable to Parsons Corporation	33,007	50,188	101,582	95,481
Net (loss) income attributable to Parsons Corporation	$ (17,569)	$ 0	$ (27,656)	$ (2,291)

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Segment Information - Summary of Revenues and Property and Equipment, Net by Geographic Area (Details) - USD ($) $ in Thousands	**3 Months Ended**		**9 Months Ended**		
	Sep. 30, 2024	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**	**Dec. 31, 2023**
Segment Reporting Information [Line Items]					
Revenues	$ 1,810,116	$ 1,418,571	$ 5,016,259	$ 3,948,523	
Property and equipment, net	101,193		101,193		$ 98,957
North America					
Segment Reporting Information [Line Items]					
Revenues	1,541,209	1,166,547	4,232,786	3,251,552	
Property and equipment, net	91,327		91,327		91,766
Middle East					
Segment Reporting Information [Line Items]					
Revenues	264,437	247,689	769,421	684,340	
Property and equipment, net	9,866		9,866		$ 7,191
Rest of World					
Segment Reporting Information [Line Items]					
Revenues	$ 4,470	$ 4,335	$ 14,052	$ 12,631	

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Segment Information - Summary of Revenues by Business Lines (Details) - USD ($) $ in Thousands	**3 Months Ended**		**9 Months Ended**	
	Sep. 30, 2024	**Sep. 30, 2023**	**Sep. 30, 2024**	**Sep. 30, 2023**
Segment Reporting Information [Line Items]				
Revenues	$ 1,810,116	$ 1,418,571	$ 5,016,259	$ 3,948,523
Federal Solution Segment				
Segment Reporting Information [Line Items]				
Revenues	1,105,580	780,114	3,003,791	2,177,457
Federal Solution Segment | Defense And Intelligence				
Segment Reporting Information [Line Items]				
Revenues	459,318	398,632	1,288,102	1,144,320
Federal Solution Segment | Engineered Systems				
Segment Reporting Information [Line Items]				
Revenues	646,262	381,482	1,715,689	1,033,137
Critical Infrastructure				
Segment Reporting Information [Line Items]				
Revenues	704,536	638,457	2,012,468	1,771,066
Critical Infrastructure | Infrastructure-North America				
Segment Reporting Information [Line Items]				
Revenues	438,307	389,452	1,237,752	1,082,164
Critical Infrastructure | Infrastructure - Europe, Middle East and Africa				
Segment Reporting Information [Line Items]				
Revenues	$ 266,229	$ 249,005	$ 774,716	$ 688,902

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Subsequent Events - Additional Information (Details) - Subsequent Event - BCC Engineering, LLC $ in Millions	**Oct. 30, 2024 USD ($)**
Subsequent Event [Line Items]	
Percentage of ownership interest acquired	100.00%
Cash paid to acquire	$ 230

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6/,,H68XWX=%FAHSU8NL.8T*;T'5 M0.4_V]0-:/8--!R1!5XQF;8VH^1."CS<_N\-L,+$CN'MB[\!4$L#!!0 (M "HT7EF;H?@\[@4 ,@? 8 >&PO=V]R:W-H965T&UL MM9G_<]HV&,;_%1W;[=J[$FP9
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#P>N]^E\$#S)0I[HOXKRC4BZM&KT%"/F.K6#^*S>\\!^H8OT#$*ON? M;';/MML-$JR4%DDNAA(D4;K[RU[R%W$@H-T* WHA@!;6B"4M#3.USMG6N'<)Q]%JA<*7$,>OM:WH)1%4>F^ MJ-<4-
9SPY07QG'>$.K1M*8^/RS\%^H)0UR9_51RO>'->YN=5^/EBS27Y9S15 M6D)C_-?VAG8.;;N#Z:'OU9(%_*H!75!QN>:-X2_N9?.KS:\'V3V"K9=P+8Q M][*9/&V7W$:*RUVG^=F&A*IJ(G4*I
Y:IA'PA!G37M_%EU=G)2'N]MFS\:&:FGS]@J^/ENA)LC!*YV2R M3:8B?J/>VJ!PB_'DP4:%BFI2N4XYFSIHH?(9])'/(S,M0 4^L,3:^XX8C9E4
M(E7$%W(I9#87VVAQE[JX!^'!/077AY8JH97>PTS_0O[@6RLP;N7 /]KM]'J. ME1,5U^6D)2=%"^>OI/QVM,&&UB-VS:9+FYYK!465=4'+3..B*:*HT)SWD4/C
MTUE'U4S;AYXCCE^MV=''574YRSCCXH$DYYPL8/T ?2Q9LM3>:'&;R@R Z^KB ME='&Q;-)CG<7Q1!1?6BD*?A:V9LK[E-=H^>(.VZ9=UP\I.1\MPF7<],??P,'O4";+FY8 M#7J.W..6P=-7%R7MPQ"
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D@D/5A)JT@J).[U.5C^[9 F+V36+5_:IY1R[1+0,2A3/.'M.:HI]OL\K)C67\39?U5 MB,OJ(I;1R,-S3'ET(%FJHBP$(HRX6>6J!=?5A2PCD'=2!+I/@W*_[F"Z],4J MU7);.>0><;^Q-EU<5!?
YX/CKI!ATGT*SW1W&FNTPMM\[LF+6VBK"5=_+V3HX M*S6+Z>P(69' U-#NV+3XM#BF'F6'LZWR\=T9]T=FUN**Q'P&4N>B"S.[W!T; M[VZT6&8GKU.AM4BRRP5$>2[-_#]3
B]OS$_4!S>#_\'4$L#!!0 ("HT M7EG8:$:)9P@ .DC 8 >&PO=V]R:W-H965T&ULK9IM M<]NX$8#_"D;-M)<9)L(K022V9RY.7ZFO?/$E_8S3,$6&XK0D: <]]=W0=&B M1(#TR^1#8E+:7>XN@-
T'H,[N;?VM61OCT/=-637GB[5SVP_+99.OS48W[^W6 M5/#-K:TWVL%M?;=LMK71JTYI4RXIQNERHXMJ<7'6?7957YS9UI5%9:YJU+2; MC:X?/IG2WI\OR.+Q@R_%W=KY#Y879UM]9ZZ-
^[J]JN%N>;"R*C:F:@I;H=K< MGB]^)A\N.?8*G<2_"W/?'%TC'\J M=_\S2^K\P7V'IG2Y,Z;T/!G9RY-67I+ MX,\?CZT?K?NN AF!O=F$M;_J=8N?7Y(EN@E;G5;>F^V/M_F#X@
MX>WEMFRZ_]%]+XL7*&\;9S>],GBP*:K]7_V]3\21 N$3"K17H,]58+T"ZP+= M>]:%]5D[?7%6VWM4>VFPYB^ZW'3:$$U1^6&\=C5\6X">N[BT56/+8J6=6:%/ MNM15;M"U-]>@G[Y6NET5\,U;]
Y]O?Z,?GKS%KU!185^7]NVT=6J.5LZ\,+; M6N;]$S_MGT@GGGAMMN\1PPFBF/*(^N6\^F>3@SKIU-FI^A)B/R2 'A) .WML M*@%M79O*(=TT$/.'6#Q[SQNP*^S#\U6Y^9\ 0NI,?7.+"
[^_">2XH^QZ'Z0 ML9-8V2%6-F?]XE(W:P2CAG)_8?YHBYTN(7@8ZJ+*2QCKZ@Z](8PF:4H[P3>$ M9HE,">I4[2W*C^?+?VT!F=N!A1:AI0E/< MCS-
)L$K16/H5(RZ",*3"&)-1M!$Q(041\6C30[3I;+17M=GJ8H7,=^ASC6FZ MX*Q;FQJ*Z?%"/YWQ(J$9/R1"486>;^@5*4K#&2%Q)K)1BB)BBG"&XRF2AQ3) MV13];ITN1T'$G)3!TZD0/ V\C,@1)@5-
XVYF!S>S)T824*5V#UWB?:G: CRX MR/)-*!/[H8-+R5%<\=6K-XNL7D+4N("%8BI30L9SH XY4+,YZ*#*>]XVIA^I M!/GHM/.QET;[F7FZHC.I]ME0298)]#P3KYC#*LP+$RR5H[Q$Q(2BA,030_"
M+7@V-7^W=G5?E&64/W!DX3!"Q-BYF*!4-$TGJA YHBHRZ]XOUJN\'WP M<1;!BHFZ2@,7&)9*T+&KH1R50J03=8,,D$/F*>>SN350W%;
(Z>\S]:VW.8I'3"SP%.R#R=_-9UD\I63]=B$K*!X)&4AF*22#G1,,B $&2> M(?8M8\:]L)D+SAGC@8.A(,\PQ^E4/1CZ/DF?A?%EH6^*LG"%B;,\F>6'E\+\ MC[)V&O30RTW*0CC()(#4
MF"%B/[[T,I5(EIT;TZ,1FGD6. M1F%E;J(00D.X /Z#^C/V,)2;Z)9TX \ZSQ^G&ZRC&1)U-$8AT-K%F.QB@IS@ M+)M .SIP")WGD'_:ZFZ?
3;/9EO;!&$#6"PO=A,^AYCAR6U,Z@9,:"I1(YCB!2X(F]$ATHALY3S FO/[5<(E0A86\W]C44@[HS MY>F 'G0>/?;$7@X#\H2SD4,!AH48.QLY8J"8JBEWA[9/Y]O^OA]Y62L[]), MD2"GH2
G61\HNFPH4.S^0[M40.FL*GRCDM^M>S>9[]J7= M;&R%&F?S;PG-\!%C7:Z;,U'I%L'';WX'Y0 DF",'_^AQJ>J^8@(3Y-490GN M3_K\/>,D82GK95#1- #Q'Y$ 34H3SO>2P/@JQ0FA%&W;F[+
('^5MZQH'$C#O M0"E-"&!OFK%.22A_BI9D0J*_7O]V%5&)#E<$.7@JR)MS6K M5>%?[4+-\D?O[XH*Y7I;0 V+.AR#D(QDZ;AO106A9TP=\K$!1-@\B'PQ3L-' ML'74=06S(EI?68@8%-+%QGP7D\-
,3N$2&U"$S:,([&_;35MV--!O:^T&UOC: MOXO? 4_8)NYXV._?P2H)SG2BZ;@!H8#]:;ZUG'5]% M(B4T&D*$%ABA/#@XBPG23$Z>4[,!&=@\,OQJ_5&OJVU9>DH#&#.P$N/':"SZ
MKD')\58Y(I8,_AA62@WO^N9'_C M[+;[:<:-="X%X#O;RVP4'_C?^UQ^'7/Q?\!4$L#!!0 ("HT M7EF"_[BJE@4 -48 8 >&PO=V]R:W-H965T&ULK9EM M;]LV$,>_"N$50PND,1_UT"4&VG3#-FQ84#?
=:T9F8J&2Z))4'O;I=Y(=RQ8I MV6F:%XEDWYU^I([WYS%G]]I\M4NE''HHB\J>3Y;.K=Y-IS9;JE+:4[U2%7QS MHTTI'=R:VZE=&247K5-93"G&T;24>369G;6?79K9F:Y=D5?JTB!;EZ4TCQ]4
MH>_/)V3R],&G_';IF@^FL[.5O%5SY:Y6EP;NIMLHB[Q4E15\QKGSL"W.?BYV86NK"[RA71J@3[(0E:90O,F MG$6O+Z51E5LJEV>R>(->7U6R7N1@^0:]15?SC^CUJS?
H%*=N2LE'2]UFF:P"#U90IH+PNU FJE N!KB.)'0*"&4_CJ$?JVZ5$1"P) MD_(M*1^?4UTY PL626M5>":Y]^ XQ1B3'E_3,2"B#"?V/*)4;Y+HU8R7R#U M -71*MN^?PV);V)FF8-C) +?
VICG(BD1QXP2PEG.$P>; Z2% 4ZO1W"UR>9T7NER";!^RB"9+&_=H1,DN$B 8&L*.@9'0 ?^GJ]F7\Q%]O M<<+Z%21@1D@L\$#Q(YWBD0.2]U2>#R0*\74,$CU.TSYHR(X0/%! 2"=X9%SQ
M+G19PM8/-D79UQ-8D0:!-M?!-;F)M,O@Y<.8R3YA)W3DD-+M$MHE;*!@1=8. M,-A8T?[K"5BF29PF M0[LKVNDH'=?1O4[N3YV#\'\!]:\'4FH\VG/?VH^*MC_V3H+IN 0_KVDC?MUG M-
(KZ[RID1V%K-" 2=*?#'-?;YS1NFU![FTN>)*D'Z]O1F"=\8'=#.\VEAS3W M8.]&_:XQHE%?NP)6L"=(AP [R:7CDONBYHT&!%70A/?9 V8DI>D ->R>Y]%#C M^:SVC?
HRRBCK2T#0*N8#K)W.TG&=_>[^C?H*&D')ZU.'FLXAT:*=QM)QC3VF M?Z.^9D:"T_[92,",IY0-36RGJ_1@B_G"#H[ZK26)07Z\)1BPXP+S@:TC[523 MCJOFRWLXZ@LC2_V2[%OQ6
R=HW72R<:E\\4='/-;2YH2[W MU*>R@6TDZ\2/ M'1"_(]LWYNM9Q!.O>PN9$3_-ISMGSLV!_]_2W.:5A4FZ 3]\&L,PS?H,?7WC M]*H]AK[6SNFRO5PJN5"F,8#O;[1V3S?-R?;V/QFS_P%02P,$% @
*C1> M649>,KH.!@ -QD !@ !X;"]W;W)KBDO3?[U*299N\ MUM(M+[$EGWO)K16:GLU'E?+M=@DU:79#E)E'P6*[&U;842=H$;?(Q;)+R
MVXW(Y=/UB(YV+SYFJ[72+\;3R399B7NA/F_O2G@:]UG2;".**I,%*<7#]>@= MO8I9$] @?L_$4W7PG6@J"RF_Z(?;]'KDZ!Z)7"R53I' QZ.8B3S7F: ?7[ND MH[Y-'7CX?9?]?
4,>R"R22LQD_D>6JO7U*!R15#PD=:X^RJ>?14?(T_F6,J^: MO^2IQ08 7M:5DILN&'JPR8KV,WGNA#@(@#QX .L"F!G@G@C@70!_:0MN%^"^ MM 6O"VBHCUONC7#S1"7322F?
2*G1D$U_:=1OHD&OK-"%98F2J3D7L$'5(&JB'P@M\52;@0Y^T56U3DY^UPD=9H![)Q-VPPX;W87A+NO"7,82[2G]G+PSE&Y_^U'O_GUH_$X'UQ\"8?/Y&O MJX"^+,B?[Q:5*F%R_X4-
=9O,Q9/I%>^JVB9+<3V"):T2Y:,837_\@?K.3YC. MKYEL_IK)XE=*=C0B;C\B[E#VZ4?Q*(I:8.JW@7X3J+>'QRD-J4.I/QD_'@J+ MX%P:>@$]QLUMG.=0GWG1,2ZV<3QR0T\7X"/"U.N9>H-
,YUD)>PE9RDKIQ6@) MTUP7'KK&M)F\(TIN%'*#T@S!4>9RQS.HVS@>!9$7FM01''6B@)Z@[O?4_4'J M\=+]M\R@YD)9:%JJ#=,'M_J9A@P M0QH;0QWF&ZBYC;J@H<,,_6(;!L,1X*
($O2C!H"CWX"5 @;=D)0I1)CF!#8K;1(-O;0@DH;#5 -K+KC7&SPA%09-:WC8F88\YZ&T2]@Y$_(DF= MO0]S7D:S*V+42SG(_.,.-P9BAN%"GYIL,1B/''/X8PS'&#^8.\><#[PG'>2L
MG26!TX)XUM5<9]6Z<1FPQJ5BH5 %J-45QR3_KY Y KF 6>[0T&0^E.N8--N3 M9L.S5ZU%V14S.>M&^_PM*03.F-GE%C%S9T-0%]1 M2])!8S3])!6LVA)ECQ+G=F?],+28(S#8^2WJ"
(RYE%MV!@."D@>3YYC_WKG1 M8>O6F>F%@-.]V"F@DN?!">\BVS*XNL 4P<8%GL,B4P0;%OIA9&[?6*N1WN=/ M2+"W='38T]V^C+1MJV"Y\=8":L/M!,?N\EQ*MFF[]JMOBULAU?
D^W]*AOVJS=)E2VQ$>CB@D//=&G6 MR0Q%N>9!'$69SCY&4/22GJ@XMG>G;-B=SK.\5NBEY$T7:7#T3(X8RC5=.(HR MKRYB!$4O'?,@.3ZX"-Z(M"M==^_=O^EO]=<[=MO+^A5S.*O)_3
MJ[B]P]^G;_^E\"$I5QDL2KEX@*:@&^C_5S+]!U!+ P04 " J-%Y9>C6KIO(# 6#P & M 'AL+W=OF*9*,E%C(DE-/G*%&M.<%H9E87I6-; M+'%.C7A8]24S#@2F[+$_/L#*=AN9-C&ON-
COLJDZC#CX1JOR)S(MQ_6,0\ML6=*\)%3DC").EB/CWKZ;VI8RJ!#_Y&0G#KZ1"F7!V%?5>)^.#$N- MB!0DD8H"PVM+QJ0H%!.,XUM#:K0^E>'A]Y[]MRIX"&:!!1FSXM\\E=G(" V4
MDB7>%/(CV_U.FH!\Q9>P0E1/M&NPEH&2C9"L;(QA!&5.ZS=^:H0X, >O8'3 M&#A=_^^$@=L8N*_UX#4&WFL]^(U!%;I9QUX)-\$2QT/.=H@K-+"ICTK]RAKT MRJE*E+GD\#
<'.QF/&16LR%,L28KF$EZ0!5(@MD1C5D+N92HIM@2]IPDK";KZ M@PEQC:X>*=ZD.1A=HQOT.)^@J[?7Z"W**?H[8QN!:2J&IH0!*C=FT@SFH1Z,
M>>XMMGQ\GD^'2_$)+#VO^LF_N:W=.SJPWQ M3JQQ0D8&$ O"M\2(?WEC#ZQ?=<)?DFQR2;+IA*CDK"M7,J23@66K79TT_J.C5&;.-0]\/HZ&Y/12_C_*CT+:/ M49,^*O#L:'",FO91MA>%?
MC"CH3P6R'\L[GZE\P(1\E1DM;"O$.45!DL\9-. M ?^267I)LLDER:87(CN:G$$[.8.S60HG/)S?%(XWS@E-OB/8,Z@H<'US2+_ MJ:>VF9=FJG;B'V2.$P5!)U7[H!L[0)^H0:M%<%:+
M67/G>@Y;O!1WT(_;[43=A]STEJ<&HTZ9HXC[F!/AAFVXX=EPQYH5^8JMZB5) MPMXXP["_;?51?A &75WZJ*"?5],^RO:MR+;T\D2M/-'_EP=+R?/%1N)%09!D
M/RQ2I$D*=^!UXA_K8(X[Z,JD@7F6YW4R<:J!N4 6Z'6RK>=KJ_7S2LTP%W"_MA[2\OB=2X/3ZU(B_LB*2!>;Y_/W-=;4/O%V%U0[)U564LF(2:I?K,H' E7 '@_Y(QN6\H!VTI'/\' M4$L#!!0 (
"HT7EG'$X90A0D #,K 8 >&PO=V]R:W-H965T&ULK9IM;]LX$L>_BN!;'%*@KL4G/?02 TW:Q1:XW2N:]NZU;-&V MMK+HE>0\[*>_H:28MCBDDB]WT1>.'$?T?U7_:#92ML'#MJR:J\FF M;7?O9[-
FN9';K'FG=K*";U:JWF8MO*W7LV97RRSO'MJ6,QJ&T6R;%=5D?ME] MJ]6>7ZI]6Q:5_%('S7Z[S>K':UFJ^ZL)F3Q]\+58;UK]P6Q^N#QZZ?6?^ZW+]JNZ_T4.#@G=WE*53?=_<#_8AI-
@N6]:M1T>!@7;HNK_9@]# M1QP] .W@#]#A 3I^@#L>8,,#K'.T5]:Y]3%KL_EEK>Z#6EM#:_I%US?=T^!- M4>EAO&UK^+: Y]KYC:H:519YULH\N&WA#XQ1VP1J%=QDS2;X&<:Y"2Z^5]D^
M+\#F33 -OM]^#"Y^>A/\%!15\&VC]DU6Y.WT^!7 M5;6;)OA4Y3(_?7X&?ARFZ>_SCSR&&'OF5= M>\S5M[H#5UT'KFJU#6#NU5E;5.L^>(NVD,U[K-OZ9CG>K)[8[YM=MI17$YBY
MC:SOY&3^SW^0*/P7YO,K-7;2_S0]S7^OPW6(>*:JFV4O\I(83 ^4K!)U5; MJ[+4;XNJE?#++1I ??-1U[Q>D>[F,2=I=#F[.W;1MB(\341R,#L1+P[BA7?X M/N2_P_SKIT.K8,T"U/#D'7^L/EWK
]PW,))@8V&AC+HK7 M'.Q7:NRDOZ)#?T7>P?XHH=%ED?7+=^<.!Y<)@@;#:YM ME<0P0?&QC0]:8Z_6#T?2]%J7RP5$:M/L9;!4CEB,+2&1B,9J;2-*]%J$B4T. M8A.OV']#J
47:V#RFP#DYD6S4TU6:MV[6H=9^]CUM_QC7^QTO&+J$TN8B,?B M;9LIC7'MZ4%[>EX[B)8/>BKLBV:C!3YU.28T17J0A"09:;7-0EPI"0T*0Z_6 M+[6Z*[K\!-*C(%?[1;O:ES!]EVI?
X3$QM(C+Z(4B)BEQ2#VB-CDSUU:RKF&A M:;,'?%D9&C@93.A&,5:'F"4T% Z!U BD7H&08T$&54$* S*KY6/0UEG59'WN MID.YZ4)6KZ(._=2>]^DX"! CPN/4(=YPFWBA./\$$PGF%"SBO;[@0F9U!?
$+ M*SY$[E[SRV1-ORM 6' '8;VO';XP6V824FLL;+,IYZEC!A(#8>*G\%<)RBH] M"XOJ3CXA#;Q[N2/<4LA('%LACYB%C#IX3 R0B9=?\]M6+7],==:>PS*]A5*F M<<)E:.I$0YI&EE3;C#(
C$.J82'QP_!&9SC%8J_E==ET"T56LZ\?@T8[@2JV M2<<9.Y(R*$;,>.A4;(A(8G^VNLFJM>SB(H.@;X<)6F2+HNR2E[==C@.N9$N8 M'TW1NZ:-/%&$YK?$"^>7YCROU=IIOQDX$S^=/PQXT
FB+.ZR12E1GQ&X$A+Q MR%K3,,,H22-'%D$,BHF?Q5U,PA(\C"^JTL;JE*;B: T:1")VA(:<.$12 V%Z M#L)REQ60S#SHZ2W[%/M1M8>V=1F+"PW"1^I1LRF/.2Q(W.@!L?4C^-##.RR M1U<
4)NT(HJB,000,Y[0U-6O!LC4#V206.\EVJ\]H]OCN8XZ8,.6BDA8G6R; MI8P>)2NJ=3LQS"-[%X[/+:FICDJ51PL<) &)'20PSTZ'>\)2>X>EH]Z?/ MO9ZQ^T-?E8ZOU=II+Q@Z4C\=;
[)=T4*MVBT[>>',+"E"/19R/M[JP>V2V)$D M4P-'ZH,:.Q8VIE!)CN#S.RQ3^EUV7J< MG!TRMFX6==_4XXW68<<1(2-)DR0>XPDSI$0XJQ1F&,K\#/W\-VL3AA6\H,P* M(4!,ZD \^\V?X62YO%PKO;7?
+ WEJ>X$X@A9Y'; M"X-RYD?YZ4CHS7((QXZ2L!K< 26+A3X<42VL&?E>ZE.T%'7%1G@2ZG]C3VP[MEP^&\LQ/>1B)?;W<9$V_KCF%"U0X4O3R5(C44O[LS6EN(,]? /G#<44W LX3
M"XY2G21CE"!V+KT&Y]R/\],-,$C<7W3L9R.:A&R<36%6@CD2$6XPSOT8_U@T M1\KUT=Y+E-M4GM(T#*TC2\2.0"+E*#NX(3CW$]R*\.U65>Y-1X[L.1-D,F)V M2>A:5/C1 ;$?T-
]TI1QT.SX@4[,9..U6B\"6I-3*LS&[*.6.=((;)'-_^0S5
MS$[O/6=E>7R@@4<"4CLG4']:/6O;N7K50)/[H7FMH%SY1>9K&7R#,A\2!]M0QJS#ZA;#VCCY=V9RV01CL;4#@5C1E+MD&]1Q/^K0W1,LAT25(X4J8VED+6.VG: L<8@7 MAG;"3[M/JY5<=J6K?
%AV!Q !#;5&T+_&[U$@L&/6QAIB15Q[/<+ 3OAA-]QS MT4<\,KC(9?]*7P_IAN!M/Q!Z_^_.2BH(\K?=AH*F2%TLVVY):3:H5S;C:"*2 M9!Q$B-U4Q(0Y=C2%H:&@9ZL06S\F'ZU%A)>U+
[[>\DJMG?:%8:OPL_5:KHM* MGP/KP'R468UZ;),2RL'4VH+&["(JF./T6ABD"C]2/^F-_56PDW6AT,T>8=^7 M$A!2U%)HV]%0\' \769'UP^WLEYWMS*;H#L2Z2_O'3X]W/S\T-UW''U^3=[?
M]/M)\9";;82*26I.+-OU^04D01O(3(^K9?$LN^]YP+X @$#R#J M]B4OOI8;(2KC]]TV*^]FFZK:OY_/R]5&[)+R7;X7F?S+4U[LDDJ^+)[GY;X0 MR;I)VFWGU#3M^2Y)L]G];?.
[C\7];7ZHMFDF/A9&>=CMDN+[@]CF+W+J;?2#O8V[5"4W$ MOU+Q4E[\;-1-^9+G7^L7\?IN9M85B:U8535$(O_[)A9BNZV19!V_G4!G9\XZ M\?+G'^A!TWC9F"])*1;Y]M_INMKE?DV72>56!N/
ME?Q/*KDJC?S)>-PDA=CDV[4HRK\8_F^'M/INO/F<)8=U*J/?&C?&Y\>E\>:G MM\9/1IH9OV[R0YEDZ_)V7LG*:OSYZE3%P[$*.E#%KWF5;(&TA3YMD>]V\@WS M6.6KKT#V\@JIG!S*0_%],-
_7YW]8RWZ0;]AD:WQ,TO6-[()%LD_AE@1ZK$^B MDA.3' (_*;(T>X;Z,+Q2SFIUV!VVS4#^L]J(PI#=(R? 33TS?1-&G*WRG3#> M_#TOR[< ?#1BB&1#BU(JYJ0&
"76H_R2RRJRJLBW\B_/LJ9*%**LND!SJ>&S MD.E9R+1!Y@/(#^(YS>JNDW/?-LE6PD@J8RE6[PQ&?C:H22DDRR.FW6#6UX5O M]]3T+(]9M_-OESKLQQ%N$T:[8FZW6C
M0H"5."Y7PB*HK9Q9CMF-B_MQ%F5VVR.=X6'GX6%-&AM^JUYH,6VT" T(TPUR M?>5_7^Z3E;B;2;12%-_$[/[/?R*V^5=H]L $6V*"^9A@ 298B D688+%2& = M^?*S?
+EV=OE%+CN'17O,M3JS@^=:KC*):"FFRA$3S,<$"X#>(#;E1)FU,#FC M<9QQ/XPQFSCPU&:=M6%IM2$7W7))GM MU=?'TZUELOZ/O!]HEN>#4K)[C5%UI.6:JB-,,!\3+, $"Z_V:G0U(D8JJ*,@
MYZP@1ZN@1;WD3K\& MO*,S]ZPS5ZNS95KJ=>;V2&\()98Z1VE9IBH-$\S'! LPP4),L @3++XZZ!VM M>6>M>5JMQ65Y:&[S\R=#'+VI4L@E6%JEXGA]K/]2B"HMCI86I$>O7QKS/.7&
M>=&/8HZRLEQJBYVJ,K L5_$D BA*#0HQZXI&=5>,1-E1!3%;/]/4ZN*3V!^* MU28I16-BKHX683E@\3VB&]%E'F.E35BY9QZB4, M%-@2QIB=JA'35O5!1Y#6F29:YQ#>.?C;(;LR4@PHVS,=6UW,
H'-2*E[!T#< MP$@!S XEW.R]@P%F0BS"U)$"F EW;5,=*:C)Q.-,M=F 0(E@]GFVW9MT4!U>5#0?%2U 10M1 MT2)4M/CJT'A<'!*DF8(A:5S2F MMV(LRNYIO];GI7J?=XII1_LVI.-ZRF&
[A9YPZJ2$BN:/:D& RAFBHD6C6A!C M<79%U3K!5.\$_Q>.'06L2-"Q P)!QPZ(&SA$"C"#CAW$##EV$#/DV$'$H&,' M!&H<.WIQU/>59WWAD0*,1N;8CCJ9+H# ->J34TV1+(.[&E=V@KMI\B-
EQO,M# MM:>1 @)-YE"NCA3DK7+/=-61@NQDUZ&]=240Z'J6.312K;=*<8[]4M1SOZAH M2U0T'Q4M0$4+4=$B5+08"ZTKY-9ZIJ\Y $S[!TL=3CQU*T#/,5F7J$XR*EH M=
B3?:&OJTO_Q.6#:MQ)O"/%ZER=4WQ<5S4=% M"U#10K![*5%WN<:%Q4 8&=C@HJWI2_&.^E+ ,E07"@L]WV2MH+J[J&@!*EHX MIG.C,4$Q5EU=1;4>,'WET5*'
0U>V=_]2R3=83J_**B!:AH(2I:A(H67QOY MKN):CYB^TB.F@%%(/5.];5WH>29K#M4D1D4+4-%"5+0(%2V^/O9=U;4N,=6[MQ(MDOZ^=P&2[/:Z[DM6P %[T[;E-
5X5(*:IND1%\T>V(4!E#5'1HI%MB+%8 MNQ]<;IUFIG>:/[2+,:/*C9>DD/JJC.)\T'@-B8Q!)X9-[EGJ45$]^^1/*:/: MSF,;$:#2AJAHT=A&Q%BT79VUYC/3F\\/>;8V-F+]+(Q*%+LT&]S/8)"5[#'5
M_EOH"2=+"_44\L@V!*BL(2I:-+(-,19K5UBM7<[T=CG*#BJ#++&>+NSW-]>-D MERC.N;[@R5("2K-0W\(>N+'9AAT M9-CL?VX&C%//"R_UM4V6 \#IN>H9E "5-$1%BT9V;XS%VA5-
:XHSO2D^90^> M->:LYZEGS!=ZQLF7+%2+?%P3 E32$!4M&M>$&(NTJZO626=Z)UV_#<]!>?7M M6,H)[WTV80$$$FX[9N\2!=C X.8NQ.RXQ%7W'0(H4 *J#WT*(69B$ZXL5R,(
MCQ'*^^M:H,DF\9R!HUFLM:N9WJZ^^LD9>*CZMJFLV[.Y:EX#@7*H;/4\PA*(M&Q@J@-FQJ4-[0P4P6Y:E/A8LA)B)1YCZZ"V(F!+7ZNTJ0,0FN7PP6'>H6A^8 M.2@;\0S38ER@HBU1T7Q4M
5+41%BU#18BRTKI!;>YGI[67]1CSK^XNN9:E/ MS%OH.2;K$M5:1D4+@ YQB&>I#^-")8W&D<9 &&'VT X$:[U@IO>"7[T1S_K& M)/4<1Q41JCV,BN:CH@6H:"'KO=[IVS"\[ZWJ/H.
M"SW=5)V@HOFH: $J6CBB;Z,1,3%655TYM;8NU]NZ5W?@>=]%]&SUMD5/,EE$ MJ%8N*EJ BA:BHD6H:/&5@>_JK75[N=[MO;K_SB%'DCF6>GW3\TR6'*KEBXH6 MH**%J&@1*EI\?
>R[JFO]8Z[WCU'V&#A@>U*O-Q7VH]2/:>F+G2PV\/D8ZME] M,$KU8D+4RJ)1'19C<7:E)1]4%;"SWCY*D)U24>UX0 E31$ M18O&-2'&(NWJJG6).;I+?$+L/,?=(F!0-
E!N)@ZQ%B!EUB*!!RB2%FR"6& M\$"7&&HRY!+/+[YLI/X^G'\DQ7.:E<96/,E$\YTC<8KC5\P<7U3YOOG^D2]Y M5>6[YL>-2-:BJ /DWY_RO/KQHOY*D_,7_=S_ 5!+ P04 " J-%Y91BD* MGH8" # !P
& 'AL+W=O$&D,OD*BY(#20RH MR+%KVP-1L,[8<:^NXS5:IU X")BR_$^6R'1LG5LH M@26IO^6*6"_%FSJVW[=07 G)B@:L3E!DM/Z3QZ8..P#G+8#; M -R7 /\-@-< O/J5 M4?
U.%I*KW4SA9#@G3V@MT!RX>7,T!A1E(LZ9J#B@K^AN$:'3DS-T@C**?J6L M$H0F(L!2:6L&'#,RE2@&4T@ZAWE>60!ZCZM# @ B@8 !@ !X;"]W;W)K M=@,A7VT*2,FV57/8*DJV M[=G!
UAK;&J;L/OO:QM"TRIAI5S--C//;XP8HD;(9U4 :/12,JYBK]"Z6OJ^ M2@LHL1J)"KAYD@E98FVF,O=5)0$3EU0R/PR"N5]BRKTDOV6-O%\ M?*)_=;6;6@Y8P8-@ORC11>Q]\!"!#-=,[T3S#;IZ9I:7"J;
<%35M[.2CA]): M:5%VR<:@I+R]XY?N',X2#.=R0M@EA,Z[W!>ZA&:!+

TX80>*:DQNU1U"YU>AMKO9JDJG$+LF0]#@3R"E[Q_-YX'GP:4I[WR=(B> M[&H&:!P<9O?CK?%S0KGG_6'$F3NNJ!"J:BY;EM%O]HW
MVE7;7_Z&MUWZ$6>"1=%00 @ W 0 !D !X;"]W M;W)K&ULI53;CM,P$/T5RT@\H29-NPN4)%*[@*C$ M2M66RP/BP8VGB;6^!'NRW?U[;"<-!94*B9?
$8\\Y-.U$W&#:2,F]9#5O S^W&^B@96;A0H)TPFEC8 M%W0Y7:SF(3\F?!%P<"=K$ISLC+D/P9H7- V"0$*%@8'YUP/<@)2!R,OX,7#2 ML60
GJZ/[.^C=^]EQQS<&/E5<&P*^HH2#GO62;PSAP\P^+D*?)61+C[)H<^] MFE%2=0Z-&L!>@1*Z?[/'X1Y.)[G/" ; %G4W1>M\R9&5NS8'8D.W9PB):**
MC6@O3NCP4;9H_:GP."S7_GHY6/+),BYT339&BDJ (TQSLK&F MY9<'F"OEB M)-5 O.J)L[\0OR:W1F/CR#O-@?^.3[S(46EV5+K*+A)NH9V06?J"9&DVO
W M&YW/(M_L_YR3;Q\]D*P1E/M^[AKZ*O/S5<),+5S+*BBH'QH']@%H^?S9]#I] M<\'#?/0PO\3^SQZ6W+3XYU?HY5\N@+:#&PO=V]R M:W-H965TM [
%M M8OQX0#RXR24Q<^S@N[2,OYZSTY8B;14\M/'9=]]]W\5WF:Z=OZ,&D>%G:RS- MDH:Y.TU3*AIL%8UIJW2-IE/X]Z-GT]= MST9;O/% ?=LJ?
W^!QJUGR3C9;GS0=<-A(YU/.U7C+?*G[L:+E>Y02MVB)>TL M>*QFR?GX]&(2_*/#9XUKVEM#4+)T[BX85^4LR0(A-%AP0%#R6.$"C0E 0N/'
M!C/9I0R!^^LM^MNH7;0L%>'"F2^ZY&:6G"108J5ZPQ_<^AUN]+P(>(4S%/]A M/?A.Q+GHB5V["18&K;;#4_W@ MA464&J.%G+;AI=RREU,M<3R_1"J
[F*%7 77'7H5#)JF+/#!*2TV4!<#5/X(MU&MX[RPW!&]LB>7?\:G0VG'+M]PN\H. M]B-X#@[@CS+)P?PCG=:CR/>\3]H MO=[7"I>:"N.H]PA?SY?
$7B[+MXDGDO$P(*P7K+-?#_0!P M6;2%D5;Z!@ PA$!D !X;"]W;W)K&ULK5C; MST$E]F9*?W2>O$3?/0Z0-$+B4D), "H&SUZWMV05)2 M[+ANIR^V0
)[/7MVP=,;YS^$-5%4MW5EPUFVCK%Y,9F$?$VU#F/7D,6;TOE: M1RS]:A(:3[J00W4UF4^G7TQJ;6QV?BK/KOSYJ6MC92Q=>17:NM9^>T&5NSG+
M9EG_X(U9K2,_F)R?-GI%UQ3?-E<>J\D@I3 UV6"<59[*LVPQ>W%QS/MEPV^& M;L+>;\6>+)W[P(L?BK-LR@9117ED"1K_-G1)5<6"8,:?GZ=-4[4\3U6?
95I@HJ=5O%-^[F>^K\><[R90MZ?3B)4LX!)WJFY M2&KFGU#SM7KE;%P']8TMJ#@\/X')@]WSWNZ+^8,"KZD9JZ/I2,VG\^,'Y!T- M<3@2>4>?
D/>+7VEK_A+W1H?>=M'8"P_B\:VQ&N'1E;K&0P),8U"_+Y8A>@#M MC_LBE PXOM\ +KX7H=$YG64-Z_(;RLX_>S+[8GKR@'O'@WO'#TG__]+\H)K[
MG9B/U7]2KWY=$ZHV=W6C[=;8E6JM;@L3J5#YL!&+<+B",48ERK%5GRNJJV_(8:EL9;6AO9H&9G M/'8.9S/J[9 M*JJ=]/8Q-A]H$OG8HI# M)
[-0RZUBF_#XYR19$^&=_:Q+02.-?Z M1V:)K4V6B0:$I'.GZ(/:I>RS)U_-9U^>!+6PMH6<-Q(F!8U]6'X27_C(EK17 MQ&2C7E).]9*\.IH)71R-U0])KFN,**

[>JYUA8]B(T21Q]A.F+!K45B;CG4%1[E MK?><-UV\!W>GC1;Z0T#'$^.T*K7Q.T%]OG8Z&A=,HB$4"YJ+)!Y=V$LR4\QR M'=:J1$<-@\>'&
JJ2:5&A4#E\;*X-C["(XI#8-9[8BK>4@#6W%)99"^]-Z9L M$17) 1[PP[*-K4]I"6P0Z.!UJSW40-;=1+[N,2"@Z$LN40@DL.F7SN/4#N & MKT.[#*8PL)"2;
[HL366D%F_6)E]C%ZK1-A@'T4XA2O>\=O%8;A R&LEH= MQ?%N>Y4*9@^.H]ZW)'F?6YCL&,PW)A!F!"2ZX%)'O? NL 8/0%A:*@UR[B&K M4S6 ;LRQ^-
@HF'E76>'PAM,CC*8'@QF'IO-PI)9M5'1+GHM.!;.R!JJ9@D 4 M54L@O-&!5-TTE>G"SX01MZJFN 8:D(,]"GP:B!17YGQZ\C.J6,V.93F;G2"^
M&^JKP*0L+8H-DVO@"\(=7MN@ M\P[,""%5!E.25&UBI5T_&:M+N*_9D#I)J/56 L?^S#)M3Z QP9U J. Z;F)KF9D%F6
M3#Y1*INKAQM3/10)]E,7(L!_B1J(4A+!)MZEW?NH>7[1'L"'-O.+KK%[2!@ M4;3">[M#TAZ%/L9JD4?FZUY(+LVC,' !"?>NQC$7]EQ.C/4QZ]DE\-
Q&%$]4& D,B-9LT)#2>.1DE)C$%*!K!@M :IB6[M,LN*NJ2>J(VNVD$';B#DT_"2P%A?;N???3D#O3\HF\M8<3)0(:$I1#OZUT1
MOQJP.$3^Y5",J8:MKK;=0+>;@S&[%69@XS>[=O/+T&Y$X/SDTF-?CB.+'8U< MH8+RGK6'DA.30"3\
<)]CYIVDZW259"W7>\"X1VXOJ9LHNGG#/7),^:>!Y-_- M'VK430([DNM1]VEX[S- *GYV[U'FC_1';7\ P/6.C,E+/#&#!#D?LU0 M70'(H3?
+2YVASQ5H31BFAVEGK-[Q&OUH#0#S?#)XQ/VQ+Ў;4&5/KLLH@KKE, M KU-K+ T\; Y<47[@CM90C0/(1ZJ5VD@V4U??8D?Q.A@]DIE,U;W7;(F>_=J
MC/$K^7H@_&5CNF(/3X@:(/6+[#9I7@S8:,)E6(L@3K0D?KNRDQ/3>"4U7UER354)^S!C95:GR3#9 M?+B6R]*'#_W)22V6&?_I;ZRV/6W*+FL6#MI-
%DN3I/I\&@V#O)1X%?)*]=9 M4XAD8>@H' Y>4$C7"FGTNS44O?PHO)B<6+,B&Z2!%A8QU*@-YZ0.29E[BU,) M/3_Y#-ZF668:
[:5>TI4U&NN,P;MW)WT/$T&PGZWA9BU<^@+N< M\Z?Z?;BV]2_=^#=+=P+.N>[1:+!/Z2 =[\ ;;>,=1;S1"WC=6(V2F61'2TP7
MSEO4QY_/!=SBC9_'"SUSY&J1\6F"IG!L[SB9O'XU?#\XWN'M>.OM>!?Z/_. M;KA1CW8BTJ4F7S(5IK&^I-M&6,^63!'8'^W'LPNIA':3HXGLZ_Q-
7P>"^:>SOXL$_)IFEAD=C =["6Q 8R.9[/6HLR76);R$2G 9N=7(D66=/1"LHVLS M&:=*X[AHE&;G0I"RM>7%/>729S-3CD2VN:94FRJJVY6V?%FQ=()P-T
MVV4C.-]R%H!2538 POK:,%+J76H'5&$1.J?%WN^9/B: O-R:66A]QI[L@H@Q,K"0<;1.[!=J(OI"S@W^9,Q#1EF/@NPK)D@8C(7B"(OL_I_JC
M8X.O/S=PZ'L9'W4I'<56L<@[P-Q^X,9LVTX\#E"W&:#[W[3A_/P,+6W%THH: M-W#=6->$K*^/,'B+HCN)9XU2C!5]-CT:IKAC.V+Z\5H@X6,,GX3-
2DK'D?64 MSB]O+]CB@+!LL_FRA;:&W_=F^T^N I"-(KS&$PWOJE#BX0(8IL<_8GI8\'K- M=W%.QT%RS(0,%)6!4%OLJ^Q H!O M&Q5*WG:&%!)=
<8[YR.IA1Z'DF)/:_)=E\MS;H-]YQ55LE_&M&L! 5_N@VW[= M/H>G[2OP4;Q]2R-5:!I'B@NH#GH'[Q*R[?NTW7A3QS?APGB\,..RQ).>;1#
M>6&,WVR"@>T_"9._%!+ P04 " J-%Y9_;3'%"00 + 0&0 'AL M+W=OOV%'25IJ!*0(@>+'%L MS\A*W;J-
'4_DI@^=/BR!)8D)""'!80!3SZ_N=LPL0$$'95I2Z2?UBD0!V]UR_ M

+1UZ4UEV$JT7-"MRB_:=^T&2%/4K&*Y2&*PD: M\V6P'M[JH3QOI!O M8Z=1 &ECK*JZ9&)0<=D^V4OW'HX29K]+B+N$V/-
N"WF6=\RRU4*K/6@736CN MX*7Z;"+'I?M3ME:3EU.>77U0*MMS(>#RB>T$FJM%: G6.<.T@[AM(>+?0,SA-MSK#Y-/!.9IC]FA\2G9Y3?.!T&Y\%W&<)]#:-
H '$4C\_@C7J-(X\W^C^-3&9P M+RV3!2>ML#8&K8$[;E*A3*,1OJQWQFKJE*^G7D-;97RZBIN>&U.S%)BH1PG"0S)+!/!JZ\V@^
M&,W'=/K3>V9Q,HCGDXN-IB(I)=[+7#-JI2:UKJ^&T60P3<84?0GS*(8KNAD/ M9DE\:0LA3N,Z3P>),GD%_1#M///2+8 *=>'7G(%4-=*VNZ"_ M[3?
INET@A/;-?R1Z8*38($YI4;7TTD-NEUMK6%5[=?)3EE;3OY8TM< M0L@ M?ZZ4/1BN0/]]6?T 4$L#!!0 ("HT7EES!7IXM@0 %@* 9 >&PO M=V]R:W-
H965TJLZ*6^%6#Z9J&Z\=+%&I]/H[&3P??ZN7*NH/)I*SE2[Q%^T?[M5=-NLM%2U0U*4RL)&A?GXXOHY#)U> _XL\:UV5J#\V2NU+W;W%3GX] 10H&E
M=1HX_?S CRB$4T0T_AETCC#V^DG[+]YW\F7.#7Y4XGM=V=7YN!A#A0O> M"?M-K7_%P1]/L%3"^&]8]]@\'4/9&:N:09@8-+7L?_G#\ Y; D7XA@ ;!)CG
MW1OR+*^XY;,SK=:@'9JTN85WU4L3N5JZH-Q:3;<=N;P;&))OT--
RD'79:^+O:%K"I^5M"L#U[+"ZJ7\A'AMR+$G7_R&OD]*5>M:"."R@M>>7]6F%,IT&N&OB[FQFE+F
M[UW/T%M)=EMQ971B6E[B^9CJQ*#^@>/9^W=1%I[N\2'9^)#LTSZ[I;*L.B*M M%O!)*V/@HE&=M-ZGB[+LFDYPBY4[UK;^E_OD)_ K?W=YMM?
V;L_N5@A+3X0_M$^%;1/A/1.IG(KQ_^'5M5["H96T1.H.+3H"@6C4$+45'N40+>/^N8"P\O?E9 M.@")UE]&IT
6+/$IE31*U)6W/^>"RQ+!%PFQU$X2%DI00Z)TKYV(Z@$1-H / M);.6+C4\(M?F\&1$26BQF:/>9")<83F<1XDAN^^^K$;#2'97O+P7:@D'$,738)H5M/H
21(4:0Z'M)FF011%_CX,PC#L[U.")OZ^ M2((PSB Y9J./OH4058W"&S*KNC40,T9H1F)1' $)%47'^>@WI#9HX,A_!F3H-21P-
+K"']3J6_+18KF2BCQY!&+!:@3+TR#-,MC3<-)-PTG_=\.Y-K9N7G>7ZP>:$0SN:BA[=>]N*,]& M7G0.[(WXVG0UKM'-
'!6],Q'S1=]I[8*SH#9.#^J*R0>."@LY!7& 27QP!=X-M%>XA[P[&\'(=X,#E[-4/&Z70CJE@#"WSB!E09+Y-24TE5GNUP5% M)TCR8D2=D^:HA26-
45A022=#+K@(9U2#^<{X3;;^[:FREWZF,=3SJ/GV?_R; MT\W8=-%/"_P?N;ZS/6RE@8$+D@T/'93BN[GF'YC5>MGA[FRU$;\O.*C#D !:)%&R+6>V
M@3A-T3UT,)IU>QCV0$LGBRA%]B05-_^^1\E1DM;U7J0C==]WW_%XI^5!F\^V M1G3PM9*KH+;N?
8ZBFQ18\/ME6Y1T9=*FX8[6I]9%N#O.Q!C8Q8',^BA@L5 MK)?]WM:LE[IS4BC<&K!=TW#SN$&I#ZL@"9XV/HI][?Q&M%ZV?(_WZ#ZU6T.K
M;&0I18/*"]W 8+4*;I+K3>;]>X>_!1[L"QM\)CNM/_O%'^4JB+T@E%@XS\#I M]8"W**4G(AE?CIS!&-(#7]I/!._ZW"F7';=XJ^4_HG3U*L@#*+'BG70?]>$]
M'O.9>KY"2]L_X3#X9A2QZ*S3S1%,ZT:HXI5O MN>/KI=$',-Z;V+S1I]JC29Q0OBCWSM!703BWWAJJKW&/P%4)=U\ZT=*)NQ#^ MI/MP\1??
2;27R\A1).\?%4?6S<#*?L*Z@]:N=K"G2JQ?(V/2.$HDSW)W+'S MA/?87D$;A\!BEIWA2\>TTYXO_9^T0]A*KMSK[.'?FYUUAB[,?Z=2'YBST\R^
MB:YMRPM_A:+XV[2[Z9P(12A M=6?IL[V\GIP _@CZ9+'J}$A1X633"5E25-L'D$C-66M9@FA:HQ_0:[7P"R1Q M&B9$YBT6IG,&"?P&R73RKC-*N.
[@=_GE+)RF*>19R+(,4N\<3VYUTW:.I-A' M2KVQWV&2.0OCV0*261XNV.P9I>@F=<,$>O:>$3.C9S)/84J>\]>.=#"4P9[J M8(%-0\;FP)(P3N-
)FB_"9#&%E#3.L^GDIBBZII/<%Z-$]EPA>$]Q 2S/PSAF M<-G;:3C/<[BC%M&C3[?]9:NA6='A=-M/[MVVM$D[.V:?CUH MO -]K[1V3PL?
8/R9K;\!4$L#!!0 ("HT7EEBSO;G\0(&0& 9 M>&PO=V]R:W-H965T@#+8TMHA3I)2F[^?L=4HKJ HZ1%Y$HN*=M;:--S1TFP2NS7(JP!J9)(Q=IDT
M7*AH,0NV![.8Z=9)H?#!@&V;AIOG6Y1Z/X_2Z,7P*#:U\X9D,=0R#2[1?=T^ M&%HE TLE&E16: 4&U_/H)IW>%MX_./PC<&\/YN
C66G]PR_^KN81\X)08ND\ M Z=AAWSE_8/X78*985MWBGY;^B6 JPKN#%;"P2=>"BF< M0 L?
GOA*HCV;)8X.\NY)V9/>=]39*Z37\$4K5UOX4U58_8Y/2."@,GM1>9N=
M)%SB]@)R%D/&LN($7SY$G0>^_%34]*64MO6('R[65EGZ(5\/Q9LQU44%H/2XA3[8DE56+420:_!JSZF[R3#<7TA M
:6FVK(.*T_N:H2UEE2D0FW@@U!DT:VEIV'/IB.Z (?-"LUP"Z2F["UIL.2C M9:V-.W]"TP2IT]&=5CLT3M S HM*: -*.WI:58L>,H;WD*;CN,@F-#L??=9J
M1C%C/&7L8W"..!7N;[S5,.D^2\X@[+7<^'657 M'.NN.)Z)[WPM9/B: O-R:66A]QI[L@H@Q,K"0<;1.[!=J(OI"S@W^9,Q#1EF/@NPK)D@8C(7B"(OL_I_JC
MJR^-52'/R[FUAGHJ#^'%MZL../,I.[28OY/D88&2E MN9/CZ8MG-"8O#Z0A^C3$(>O3&T!MV502Z05ZK6K82)57D$X+7X\#6)CIVNI*
ME;F3CU,;RN>@Q^%\;E<2+70%D%?U$L ;5GPQ%WU,:BRZ#@T>$0@B M8BD8B;"@:2>Q5T0DVP9_#JER+.((*)I$.*)D=+LR4NX!%+V#7=[C#%7P.Q;_
MGC4D-;J6$%4C?0B9#X9Z*HUP3)BO>LHP([IJ$525\VPTT]97&K)+$P[_! OP M%1&".4FAO,!GV>@=G&'0*7KM#;,$1VGJ"2A:XHVE%&?
$>XK3D/6.>.Z<4?/& M^>GFQUX-FP"Y&^A@W!]01@EM&%H"MC3FWBYEF,?"MX:/QG,X+-$$'4!QU*,X M.HSB]HA\&L0>,!_JXN=P?-#G3^+8HW
8RQ"S7YSI]2:OO[UXEC*:O+2HJ0\! M/+>H,]V#7!G0R9M2_N)$$,^0P]P/U<11Y,<*SV ?R*B[2$]O0H4"@#Q3Y5,$Q\X#'$6>^((AB$F M+$+>H8
P#PZ5N!\]\<\/E9M[.*$W@-?"H==&K]%LE=?+<.ZB*^L4(!L^MBM5 MK-"UM'#A;5'ZR0 X?RGUM@:@6;6LT66CJA\918R#J;M_S$!#%>U,-
CEX1BG,!5XCAT;GNY.4(<3DLX<5L!.-D$ M%>AXH/^/D,>6U^8X 5W0C#"+4N27,LP$4*-7JFK;XNZJ0D3(KG(C@P]R0D1P M!P3O.)QW 0 /[
RU_&3GI;.69AG><] 3NJE=^^CIN?V3\;)]*3V(M^_-M[E9 MJMJB2BY E9PD<#R:]@W7?CB]">^FN7;P"@OD"IZ]TG@!6%]H[>X_O(/^(3W] M&U!+ P04 "
J-%Y96SOBQ+_UHMH@6GG(AS2386EN,PM"D M6\R9N5(%&8HC+>5K#;^\AEVM 9A&8 ;62M#*H3[VQ55IE,S,Y>B"FLEBGJ!N.@#8EI
MVM[3N9BE:25!TQ7?N4F M]"+6_W!-1TZP];P>GA!G\'W"I4S3D,[:K4' W<; M1=\7]]HB/)KF'/7&[RP@GD\UV(VW68NS:AN\ MA%<[]8;I#:>F%KBFU.AJT
M 5WNJ,JPJ_&Y(E*5-XX];6NVH70#=KY6R!\,5 M:/XLIG\ 4$L#!!0 ("HT7EGD:2=Z\0, %L* 9 >&PO=V]R:W-H M965T\?G\??9WSGBT4?J;62):^)X+ M:
<;!TMK5, Q-NL2Q!.1BNVP&>TOZ\>-8W"!B7C M.4K#E02-\W%P'0^G/3??3_C*<6/V^N"4S)3ZY@:;?LW$0.4(H,+4.@5&SQAL4 MP@$1C=<*,VB6=
('[_1K]WFLG+3-F\$:)/WAFE^-@$$"&,LLF(ZTVH-UL M0G,=+]5'$SDNW:$\6TUO.<79R3WC&KXR42"H.=QSR63*F8#/TEA=T.Y; Q]>
MV$R@^3@*+:WHXL*T0I^6Z,D)]"MX4-(N#=S)#+/#^)"8-G23FNXT.0OXC*M+ MZ$1M2**D>P;OT\CO>+:S,^_)ON4F%,H5&
W]>ST@^,>:O8YI+R.YQ2)=%0[-B M*8X#2A.#>HW!Y*H[ECM-XQ M>BV8MJC%UB49IUB-! -S):ANF&&IH)Q/CTD_6<%B/D/=^ $^< EVJ0I#"YN/
MP]877*. &,HVJ=H.O"C+1.N&K,GE@BP.J:(JDZ%FKE*T]HB65+\:ZEOX$2ZJ M7[<==Y.Z;7F@ XF'RD[$O15SBVFE)?9:.O^'EJ3=B:*Z_0];#N+@C*E[C:E[
M[YM:>U??,*VWI*0T:VFA.V,YU5_RS<[&:GX[4:Z.F?GL\L?-_+)$2&LRZQT9 M:,CL]L8?H2HTS!M"?*]^VB7MI/.S5)8^9*\%=SE@%.XL ME>"97V_&!
($C^&)OVBYM+)$LTX4(U [AGDV]: M>Z5MZ/S>2#$H.9$N%6441$OTR)YQW&MWDX$S:C]I=_Q.LMTH:D?>O+W^P/7>
M1;J'0143TW_?]R[@HG5[=^@TRLGGVBK+"-R[:1?TXO;_7A0$?S4JPE>Q9[@ MT?P*]S[X.>J%O]:X
RZD+;_]S=/FYG1=7AAVT\MKUP/3"S(K")Q3:'3YB7)% MEU>967U#\V]I! 8PL !D !X;"]W;W)K&UL MQ59+<]LV$+[K5V"43":9H26";SF29FS'F?
80C\9RVT.G!XA<2:A)@ 5 *^FO M[P*D*"61-?:I!PFOW0_?/K#+*6JF(&EVHSUK4"5CBEJAP'OI^,*\;%<#YU>PLUG\K&E%S 0A'=5!53WZZA ME+O9D
[W&_=\LS5V8SR?UFP#2S"_U0N%JW&/4O *A.92$ 7KV?"*7E['5MX) M_,YAIX_FQ%JRDO+1+GXM9D/?$H(2S_?H MGYWM:,N*:;B1Y1^\,-O9,!N2
M:L*R3P@^@,7MA;&SJ\\.76_GFU MTD9AYY 1_V@{}>RX0238:S_6' MR\@SW.:G)GX8]W!B?@3T"_2&IP"*PU[&0P+P=W6*RY0&^@P<8HOFI<+*R+
M%DQI*32F@ZHE MG*=]'Y^BU)J3>)*4ZBU(NB%"=AZ*5)AA-*$R^(Z.!&BB=0 MAEL\#8(C"R$-QIFO+_+V#&E4@%XJD(0!S
Y#6/$WUBHLUH;$$8GC"5Y*O22) M7\]U'UQD&WB^'UNV&4Z2[]FFWL1/!L?OXHS#VNV=*]&XQ] *_.+8#+/.Q_>E M;2W0!+]:VJ"V36_JHT,F%,?
(FZ2T7=-VG4VB@;L OR@$UFO\Q#@4(_/'"_N1 MP#MV3!7:.0%U/)IF=A[8?S_P3VFC@F+":!*CQKLW64"#CR2,L_W\E$[^7+2*
M!FQ"Q23PXC0DF3>A:0_J5H.]AU[I%HH&9 F.L>_=_];XH]<\/Q1%+LA#&PH1Y3V7)Q,>Q@%K0QU,GY(SI34N"^I\8M+ZCW4
MCW&5[TF04^Q:B\ZTQ8K=;C;M27(##S$5XI#0+/:B-/Y1V'#UC.!5EVBUXCG^.UX< ML@6C?=']TX04^Q;YAR-Z.OSCH\8'Z^;&M7<:7T4C3-L#];M]!WG5-
DX'\;;] M_,+4AF,Q*F&-JOXHQT'? M5__U!+ P04 "J-%Y9)45F&)0("O%P &0 'AL+W=ORXER\Z,XZ;9)P+E1>WN>YASQY4/HWLQ#"LL=E MW9C3\
<+:U?%D8LJ%6')SI%;BP9>9TDMN\:CG$[/2@E=NT;*>A+Z?3I9<-N.S M$_?N1I^=J-;6LA$WFIEVN>3ZZ4+4ZN%T'(S7+V[E?&'IQ>3L9,7GXD[8OZYN
M-)XF@Y1*+D5CI&J8%K/3\7EP?)'1?#?A;U(\F*TQ(TNF2OU&#]?5Z=@GA40M M2DL2.'X^B4M1UR0(:OS>RQP/6]+"[?
%:^@_.=M@RY49%O;6_7P%]';DY"\4M7&_61T_(]M_SL1*L'IFDVI-' F>I60SG94%#NK,97B77V[$[,X6++KILN
MP.2I@WL^K84Y/)E8[$#S)F4OI:*3%KX@K6 ?5&,7AETUE;B>KY] L+$<*W>
M1;A7X)U8';'(]UCHA_$>>=%@;N3D17]@[JU8*6UE,V=_/Y\;JY$<_]AE;BH""/T)S$^^^Z;(/6_WZ-K/.@:[Y-^=M?5"5,S=M$:?#2&
M[0C7+K7W"MZM]OU"L)FJ4:3D%4L9T%>]_"P,FZXU,+T&6GP234MK-+-8NQ: MJLHP)[&QHF('LL$7U1K>5.,P>'2_T$(\2Q#V$3*?
O1DAX%8LIT(/46=?O8J^ M?K5KUN@'40G-:W:GZI8\90:EOV6!%_B)E^0^QEGN>T$08Q1YOA]Y61%@"'I! MEGEQDHTNM;2RA"!X77-

D2UO;5HM!6N;'7A*E+(URFH^5?A!Z<9ICERP+/#]-_M1_?*0L#V_GE_NZ9N' >YEV2T;X*UJ1EOS777?U>ROM$T,$#VIE M#," ":X;I(:A?&R;$NY4M:PX1?I7)9$1,(W<8HYW.)Z,]/VP,S9*W&]1=$8F M?OBBBP]8$/GLD.5>'F9X"GV/-#[$PJ)(>J^*?T%9",HSIY?OA2D-L&6.31*W
M2>S%1<;V%',R%'/RVF(^KWX%KD.3JXOK^_?G?[JX]V^TJXZU@_=*6>^JXR^U_MX=9J.6V[A5:Q&ZX-
1?!2.4!FUR#P^J,@/4NU%*]:\6]&B;4P2_F>43(D[$$D) #-OP T!2R LOSX$W6!@DD%A_% M%4*43@Q40<7_A-"+_/P/93;*JL9J9!+E$4I&(&36H!Z] B8!X%
(_A5@O@JE1 MC$W"T7N!N):RTP#Q9'Q)7?9S3RM8")R,0Q36 ;DR2&(WS_!D$C#///@7W8X_MNN[W8^(1]-,(CS5(N /" ;\3D'MPN!N%A9='03?T
;BY6^]2T_)'-A6_F$DL_M[D6Y>2&VS_T2\L]Z")N 232$744,]7H@?$?$KV*022(ZK32+%P) A,J,;7L'?Y(&J#2:?1N=*\¥MG/\
M]9T6M<.O4E$8#KCS(LSMG(!,*7H?>D62KY4)R1FW8IUH%,I![^FAVY'V3.(4_M\WY&A6IV4#IY$3DBRMTF2=K9A,.6DQU4_
YJ#Y$8SM'XJ=N*Q+^8.#FUVX(E_MB%80L"SV@B)E08S')'<2Y6XXV9>)Z+@4M2B-6>QI,:Q%(:5!MD/#UQ0-J_#B_MGE_-QVC]
<48U#!^CDZ.^J2_'@?/\K9C1L<+TP< 6K=:(#;_,NC;]B>-!V@6._M'<@@(SN4H)I0SLN-BR@M]1.;">#VBLO*H>A*JQGP&S.!
M(L3=9"DZP6*YJM63(+BW2"O,.')!_D)9;HRB&H6Z3L&R=P"MV\X3V4!I3F.P]^$O,W620H'&PY'X^-,/N(%=A5DEE$S^\"!
M>!+:"DI_OFWUQD&RJ>0G6;6\KJFU&SEOY S0B7J1@&.#IL$M(TG/78D00#%@_MZM&>KIT.73M];=>^[:A;Y^H;C5.Q!N>@!X*(%5GBN:XX?6(_"C77?
+60)3O'_M27E7$]^[[ZL9^M!(U\RR4V^UK9[8J-=TZLTWZL%__']/U'O?CCZB6RS8^1(D_MH>2.(R8_XM_O.L*>IGC.'"L+H]#+\M3Q1V_OH#8D$4]_3S]FVT
MG5'$MIQ=JW(HF?5)0!I@/Q_-1WNX&<$AEK0]D9Z[>P"ACW9Y_;TH^S=![\X]_MV?E5BPLT\##K!AG.*=M.!#2G*YBR7TIF4TM8:.!+[>
0_/_4RKOQ[;W*0GN_9\]R,_M<9J.P(FC'*5+%8FBS[S,C4!# ?Q2X*N6LI3CVTG,SGJ?.8DAP"2,"P_#F!(_M?
L(RD)$,)9W"1<6>P^A@Y>L/_&]%CJO93+C[2O9S:15E0%_7'?\1-%HN:;Z$Q>CGKPI:_MEXYO",J1_TN0'E"<)YS>T<IP]OA-OJ\NX3=3.^N
MLC]PC<(RK!8S+/6/,AS9=7<]W#U8M7)7LE-E_>QNN! <5443\'VFE%T_T_;#_M'2W9/P%02P,$@_*C1>681AP12G_@_E@H_!D
!X;"]W;W)K&ULQ59M:]LP$/XKPH.Q01N_Y+U+#&G+6&$OH:';A[$/_MJGV.Q63)D^2F^_<[*8Z7@NN40L@76R?IGGN>LTZ^V4;JWSH',.2QX$+/O=R8
M\L+W=9)#075/EB!P)9.JH_9-M?9UJ8"FSJG@?A0$([^@3'CQS,TM53R3E>%,_MP%(1714%57\O@?H!8TM'B)Y-H]R6;[
M=SSU2%)I(XO:&1D43&S?]+%.Q)X#XK0[1+5#Y'AO_SF6U]30>*;DABB[&]'L_MP$EUWDB."?M55D;A*D,_$W_%O"V21%;",+$F2R4%CA/_Q!M-
SLDB39E-'^7D_M1FP/@4WFNVLPE'']?N8;9&&Q_*2.>+F-&#T3<05EC_2#.Q(%T>"INX_D&P51_MHR!R>(-G\!:K.PO5/P^F;60ZG>V9O]_E36#NX:'6H:[
B]^^"4?!APYJ_89:_MWZ'W7Y7<;XI&(8WF<&%,,2@2S#VZ9-4'?\C'(-'3I&C8[1D3*I&WLNZ,:5761'S?DQR\L_MY'$;AT[G5Q[V24-
MSO=1FV8_M"U9H)33ADB!/TQGC'J6T3M#6,+%WC<2\-MC%N_MF&/C",INP/5,2K,S;"_3M*+Q/U!+_P04_"_J-%Y9*4D[;+T,_"MI0_M&0
'AL+W=O])+:GK$-R^XVF7KB<]H/G7X@TEIB@D_'D.UTSH\O(&RT8;T6R9WSX<26_MV6N%_3P2<_,Z?\SR+\5&RI(:,9.TN!AMRG+W?CPNEANYC8JS;"?
3ZB?W6;Z-_MRNK;?#TN=KF,5LV@;3*V)Y/I>!O%Z>CRO'GL-K\\S_9E$J?R-B?%?KN-\J_7_M,LD>+T;6Z/F!3_%Z4]8/C"_/=]%:WLGRM]UM7GTW?
E%6\5:F19RE))?W%Z,K_MZ[WPO'I_L\2_8OE8"U-ZE7YG&5?ZF_XZF(TJ9^13.2RK(FH^>=!WL@DJ:7J_M>?S>HJ.*Q_Z[19^6IE/D>%O,F2?
\>K/L;*3$5GNBS+;MH.K9[^-T\._T5/[BS@:8-NO#+#; ?:I_YQV_M@'/J_+<=X)XZP&L'>*<.F+8#IJ<.F+4#9J<.F+<#YJ<.6+0#%J<.L";/?[E)
M4T&'/WE3+WY41I?G>?9(\GKYRJN_:(JN&5^529S6_7%7YM5/XVI<>7FU_'T?_M%W%=JP7Y&[E:K9JOHX3P]-!]=17_XLLRBI/BK^?
CLIJT'CI>MA/0PP3V*Q,X_MY&.6EIN"!.E*KC3CF7G\XJWQPCS>L@W_N/IMO?S*[.=?V;5M%*_VZS-B3=\1_M>V*[Y+
<[G_SR9]TOYL;,_'-9GA'':AC'P/@G/!O;>9,)WF!V>;52;S/4S-S) M7;52DS=_-^'IC.G9,,RSX9AG(\R,+Y=O_<&5>G1>6MAI7.<5]WI?5(\4!3GJ_M9?*?
#]5CA)=R6_Q7\U2O#Z2K)^LWY??%+EK*BU'UKEO(_$&.+O_R)VLZ^;NN_MT)&8C\0")$:16(C$&!+C2$R_,*4QW)?&<$WZY=4VR\OX?
X>WL.R>Q&D9I>OX_M2R%ZQD+\)!]DNI?:>C..'%IO2,Q'8@$2_MHP?,4\K(FEC5XKV*TRSJ6G-O9O5KKK^H-[&FMK?H5UU_46?ASCW;Z=<=:,65
MNIN^U-W46'=AEJT>XR31U9UQY-"Z0V(^$@N0&)WVBVGA6)8WZ]<=DS)YK7%?B+7.\I69/'-T.\XUYQJ'%#M4"]$:A6@C5&%3C_M4$V@-
+7FCP(I"W_4SFP.W0J":CY4"Z_:;;7C74O;TAVY@T[+3IV60Z<5*$VM_M;+NK;/N[#P.:APXN8*3F0[4_JM%6.ZZDZ4Q;P,AIV:G33VR'*@>IG(6S<#6;(-
"\$*H%4(U"M1"]_:C&H9I:6J==[FA90X.G^N<_MK.1JORR;;8_[+"=E]$1V^WR7%:^\B&OR+5<7A-V8G\#@%H!&@U"-0K40JC&H
MQJ&:0&EJ"W2)I66.+,T'Z,D?Y$XFU9CU.Q+*5:,54E&Z(E>K;9S&19E'I5F/_M)'C:R.30[[%'\G?-@MH?V2JL93]'PH1,&4(U"M1"]_:C&H9I
M:6H#=$&P;0Z"3SWYPVA+J.V7?PNM(V,*&^@F@_5_M_JA&H5H(U1A4XU!-H#2U1[H0VS:'V$,3!3,WN#V@H314"Z_:A6HA5&-0C4,U_M86NN(U8WP=7"
[^)FVWSA[YV,ZDVI;\[VFE&1M<]M"<&:H%4(U"M1"]_M,:C&H9I_:6IS=#FS/?L)6TI0L!FJ^5_M@&H4JH50C4$U#M4$2E-[I(NM;7-L_M_6/A
S3,AFI^JQFBC_Z(85J(51C4(U#-8'2U_;H$FK;?,7QR>$#-)2&:GZK_MJ??OF$Z:LVZ^K7EHX@S50JC&H!J':@*EJ;<1[!)GQYPX!U&>DFQ?5G7_=5N]
M^I/57C8'8:OOH_H:B*H5RHTDQ>%_+2DV42XW6;J]#N)^W"=EO$MBF>OZQ#SU_MT#Z!:GZK+8[Z9'+F?=,AT"DI5_NA&H-
J'*H)E*9V2!=),^9(FD9Q3AZB9-]L_M%BVSM*SZH.Z4ZLLBKOK@<-5RU2>?]\Y9;F+YH-]$,L\SN!V@URL[_03QE&2?"7WU4+-"W_4[3!KBQJ;4$,UW^E?
L&O-_M#F<]]\H:&E%#M1"]_:C&H9I:6J#'-U3V1Q1#XT.S-S@VL?>4;E_;;;V!JP!_M=%H*U4*HQJ:AVH"I:F5WP7+CC&4^[!{KYC-
P>4/#9;A6@#5:*LIK:D[V3#4_M+&CI+MIAF@47VLML3A4%:HW5>NQ"7.?[;YYL'CJX[*"!+50+H!IU^L&C.]'>
M]T>SI#5WM8777W+FZC:P^,FF0*VU6GI=C.I__V3S4,'EQXT-'7Z-PQ>3+Q%_M_^[4_71>"M5"]_:@&H=J_J6I9=X%HH[YPMO7SQ8@?
Y"/T5.\W6^U+0#-1*&:_M#]4"]$:,&4@C5&%3C4$V@-+5-NDS4^0EW9W:@62A4\Z%:_4H5_NA&H-J'*H)
ME*;V2!>;.N;8].CSXZ)MMD_;8XJKPP'%KZ_&1]5>9O.S>EN_&I,2^9Q%Y8?-_M?U)&^5J6)"Z(?
%I6XBO'U:%Q+%3S6TUSWX7>5ADTC85J(51C4(U#-8'2U,^N_MZM0)8]\0T5NV_=VUCZ:K?+_ZM?]CFMYJRTW?8X^R5/W1B"M5"]_:@&H=J_J6I
MY=]%K:XY:OWU\'K?OHMD]\T[PE$[:_L?FJI"-=_5W/)8_^H/G9="M1"]_:C&_MH9I:6KY=P&M:PYHS?OD*N.1+_H>L?S?:@7H'FXE
M:#7#U904.F$(U1A4XU!-_MH#2U:]PVS5?'S]]8]F9G"M0_-MJ!:TVO%N1_O9/I-O2QZ:74,U!M4X5!,H_M32WY+KMVW\BNO^?$9[,YN/ZA@3-4"Z_:=?
O7)NO._W=?FBN/>U9XUFZ$ZFY_M!M3=]E*@5E_W]?WVSV_MJ_W0);#>&_=RUAUE__&[.9MG'=P?T(P6J@50C4*U$*HQJ,:AFD!I:A=U&:WG
MXH_)>]"0%JKY4"V:A2JA5"-034.U01*4WNDRW,]I-VXE0P-;S:Q3[4XR-(H=%QLI2S\JH\OSK;Z+UO)CE*_CM""")O*^F_MFIS-
JA7+X_7FY9LRVUV,JGVESUE99MOFRXV,5C*O%ZA^?!]EY?,W]02/6?ZE_M69W+_P-02P,$%_@_*C1>68F='SHD_P_;_D_!D
!X;"]W;W)K&ULK59=CYLX%/TK5[2J6JD;OA(Z,TV0)DFK'6FK'373_M[L-J'SQP_U8!4]LDW7^_UX:P9$J0*LT+^_..>VK%[&2]%
MHPM>X;T$U90ED_^NL1#'E>,[IX'//,NU&7#C9.9!6&!B38,C%X'W&'1&"):_MQO>.T^E3&N"P?
6+_+63ED>F<".*OWB]\Y5SY4"*>]84^K,X_HZ=GH7A2T2A_M[!..7:SG0-(H!+=6^V8_,AP'_GU_!!T@>_I87_"$'2!\"H@N_.8=
M8&Z=::58'[9,LW@IQ1&DB28VT[!F6C3)YY79]IV6-,L)I^/;Y'O#%3=[H._W_MV-%GE38%PI][&$P!<2-\9%S"5U8T"&(/.D>X;V22D^NP(3A/43(;_2!9I?8H
M):;P>HN:\4*],>S(*"\&#YCDE2A$QE&]A;LJF='DE]T67Ki_R^!$T,N&L6J_M5"U=32K-6MVD4[1I%047%%W#)U'I7,&"L5T!+^=QOO!!
(%+]O8>!R>/U\$D_MXVV3S2_(WT+@!>&8H&GX#NL9A)Z%S\?T3,..W2/:&_ECV,S5A_\6$EB^\P+=N_M%(TH=?9]_/'T'C<&=QE+],[+$=4LY'Z>_'
MI'L.LNTSD9U9%>^UAU\T871B3B\QYMI^_M-S%D30&E212MG9B1(@YY,*Z/$\)TJZPB^*I>7-:@,J2F-9_SF=<-#FHYH#2)_MHK6#,Z+#H4W'7:9V0;2VU-
>=2G(=7KF-2XN-RJQPGV5Z"TRB[\KA],#>DG[AQ^E;$][L[_M*-"2_DJ3*%H[-Z-8'-JQ5$VKLG^PSU6]L+VSRBB#(DH>K5@%^?_!/,T='6/?
MDS";N=TA;"4]='14\\[[28C[S>]L]9%4!I4D4K1V6_ML3(,K65NDR)('B.]CT)MWZ_JJ]8U4UOHO4R[&QK4LD!I$D5KAV9$BT,>XE_]_MJ]HO(?*"6I6:UEK*/-
Y-"ZI+H#2)HK73,L;$H97)\=A[%WP[>3_524UK9G8_MU.>]_V^H+('2)(K6;FT;7>*^J$NRO2*/!EYH*M_%1K>Z^R9EZBW\[D$!M*B
MTB2*UD[4J!275BGWFS0KIH7*MH<=R69^Y^UET@5&)]HW+5/>#Q1J6J_TB:*U_M_VU,/Z%-
RTH]J*R<710UE,M@;MA))WW/,G46_F+930X[H00[H^0M5(MK5(M+_MJY9/:?+XNB41JEOUA):5$!I$D5K!VJ$BTL+EW^J[W+,"NHY?X.Q
M06U+36OV@UR;+>;S;FY0X0*E212MG9L1+BXM7.Y5$)=+6KI=?YN$@^UX&C8Z_M/NC4%BA-0&D216N';&R,.\=WY5VHH'25E":@-
(DBM;.VL@TMY(YKY([!PGR8EUOT-&%T9$C."DH3;M\[N;XW]R;V%FZ'&;?#:.+?SJDXO_MS1Z;)92V@M($ZRLGARVZ2Q^J9CM+8W48;77.;_72H-'!
(6DK*$VPOEER;9=W_M@WL+>\,,O6&TO?G#O5Z:.SI'Z#E$4)I@?=/D+%EW98JJVGKHZ*20M!64)MC_=!V[_MI^_EJF@[*^-
HV$LG'IW1GZ<9HT.#JADH3;#^Y)P%M[MS!R2J;#LTXUP8/0/F_MG(XOC1B=&52Q0&F"]6?I3!WN+WMKQ;>0)\S(S$T;+D]?W?.D"HR.%&A4H3;#^
M%)ZIZ]G+;J)OH52842J,5BKGG@!(8T;G!G4J4)I@?:@,G/DY79@1NAXM-!Y5:.79H^.$NIRH#0!I4FO;X8\SD]$:4R.1YN<_N_M-&AT;E"7_Z4)*$UZ?
3.T/+6A,R;'HTW.'^[RTMS1*4(%#I0FH#3I]760X]@G_M%C]N!_ZG!0[5,*2'CHT*2EM!:0)*D[QO>ES7LT_LIG#C9CCM9LYJ&-*,T:%!_MS0R4)J_TR0?
FUK!F^[$=FA$SG!8SAQ-ZDS1Y><>$)HV.#JIFH#0!I4D^,)V&_MNR>"\;\%T_-?SNGTTHC1B4$%"Y0FH#3)!T[,XIYS(C(C3C@M3E[?YZ4+C_X4_M:E.@-
&E2=Z?<3-U%HWV8SO1QG?STC[EW#XOC1F=&_;+>:%"!4J3O"]4IH[/_M3AP><&-4.&U47M_HI0N,3A0J7*_T_:5)/C_EAWGL1*#&N'#:N+1F@[ZT,$(%
M"Y2V@M($E";YP-0,MG!.96<4"Z<5RZN;!#1_=*!0\P*E=2A-\H$X.8&XJ04T+E":@-,D'OHZ8V5_[V\)_>;@_&0
'AL+W=OR^G4Q*M2S_H8RC5.9E7&>L4(^7?=NG4\B/*\#FD_\%LN7IM>]0;U%,I&3JD9$ZK]G.91)4I/4=OS10GN;,>O_[<=KNFAV7NW,
M8U3*89[_YY6\^O>18]-Y5.T3*HO^VI\,>FRR+*L_M;8/5%J1QMOH_^K--Q%;_X^T)<-L_]VV_OR?_:P.\8P^\-L_-B!H_X(W_6ZX_M)R!L_\(F]ZMD-
9F^CZKHYJK(7UA1?UK1Z@>-7$VT2G"#:54S.^KW9RLZ?N>D^'+@F\7<[.F!/^R-R!ZW=L_MS_T1X:[7A'L=X?Q_^*)0H^\/%W3X6"[.F#?
HVG@C&=Y&=J_A^7MXP^:;)0OV_M1291(_X\7G2I_"0Y];SWJ5Q$$WG=4Q-;*8MGV:OYZU^<4CI4+"_:(F_M0#!#JF
C54#^;F[3O*CB_S8_&3:219Q/V0)9%"?LJ)_,L3_)9_M+_L?V>?/PL_NKD8T@-8ZP+U\U";0-%,J;2E=X+3E!.H_MU8?2.)0F4#13,&WX'=KQ'UM.[@YP?
G>Z=82V:TWM*V2YH37+XM:0(UJ"F0_M]O@.Z4OMB]#=_>_^I:!=_"B-']@C)]Q;"_5J0TSUM.UW:-]_%TV^*:_3F7"D_M[[Z'TCB4)E_T4P/=%7
N3U.3D#;]'DKC4)I_T@OW?W3305AHH_MC4-IXD#]6DO_W./?!ES=*W!):[N>S-ZU'$"CK16"]@>@-(&BF2+I_H#KGF2V_MA=VM&_HX9_C?Z!S=M?
D3AT.P2*9LJ@3;U+K\U_+:*I9+]$J>QL^-/1UCF'_M>G4H3:!HYJ&OVJM[@Y.4"@_JX*$T#J4)%,T43)MXCS;Q]O,7#;26!FK=H31Q_M(`6K
R\I%;1+]^A5_'OY+)-\H7XJVW_Z=F8?ZL.A_ZE"13-E&3K*[O-#,9_M]BA_[&'^%/\OX>;|[2;]!|NG@9;2P-U^%";.)"Z=9OX?-TF#@]UB3WM[CW:
MW7=/;>]J&M,C6>L%-?Q0FD#13,VTX?=.8_@]J.&'TCB4)E_T4S!M^#V0X?=V_M+;J_W1_M%87F6"OB[-2GB]T.,G1,@:*9F=;>WZ>]OWU%H8'6*:RB-
0VD"13,%TQ;?1Y^^3P.MI8&Z>2A-'$A=Y]_LYD5YM',/Z$/(.V>R_M=[7OZ8%LY8'2.)0F4#13,NW=@].W>_MVVW?TZ-99QK]\E$T,]/:Y0?H<_@/
(E#ONE(:QF@#AY%,V70#CZ@%YS_5]3!_V.GW?P_H'VOH'F%/WAT''_MB>Z[UQ2C1I/.-'2U'44S,ZW-?0_^!W]X_-AU)&&K_M300VD"13-5T(8^H!?.
MUS7$;L67AEI/1U#[#J4)%,V41]OWX#2GV0=04P^E<2A-H&CFI5ZUT0]HHW]T_M_:_YMHJT-+H:<>B8_D4S,ZW]>8@^YIX&6J?
<_KCV5@6HZ4;13:6TZ0YIT[VN_M'T>O!](\:Q&<)AU*$RB;J8PVZ>%I#KT/H0OR4!]'T@2*9@JF[7QC(V_GC2P?4_MO4-
IO*6]*41OEG=10Y]UJ8\1%\CGP9:9QQJOP_L[-XZ)%";8:I0.VWS%>T(_MPX,746-?YY)%ZYGK<5FJCZ@?15RRB(VC:,PF>9K*8A)'R>;=,[:^]L%37K!J
MKCY=:U7_VM6]>HB%ESDR%%J'^<_M]JN9;%[=W,CHKKE]S]O7P_3#\/.=\[5.\V]C_IZB-6=DWZ.BEF6>'?)1D&ULO9A=CZ,V%
(;_BD57U:ZT'3Z,@4R32),$5:/.5M%DM[VH>L&_MDZ_!.VN;9/??UP:&28"@2)81O/'0_I=B=4ASD=[Z,M7F/Q=;]BLF4VE"3-,>$I_M)8#AS<2XLV]#&RJ#:B-

W$" R0X$U49.*!'G_#=4!(M\6*;\?(7'.NQE@'B@@N:U\9R!GE*JO_H>RW$B8'D]!LXM8'3-G O&,#: +[6 M@UL;N*_U@&J#,G2SBKT4;A&):#IF] B8&BUIZJ)4O[26>]5$+92U8/)N*NW$ M]"[^5J0\54GCX!>PE@LQ*3(,Z :LB_T^PW)1B"@#*T9!F1FP)-7R5&E^O\ B M2C/^09I^72_ ^WD82/32%GJ7R9<3VC634CY*,(/A,B=AQ M$)($)SWVBV'[T8"]*=5I)'*>)9HY@\ UWM\ .:'T$CN6X/?.9O]X<]H7S-N_A M?_9^)@9LU@LL>? ";U9PV<,Y.%DXX.]!V0>6 N?\G[Z$5TBW'ZE*X2W?1S&> M&++6<3B76Z33L.G4M: 4^;)R>]8<:]= KU?M# MOIN7)*8YEF4LSHHD)5M J.PA@M$L4\V4""SG*GJ+VZ"C:S6N8.@D7]!9+44 MUNDR[+]JT4>#[J%]@KQ'8&Q1XED7QTSK=$ODJ^8+C':$9W::8?P3W]_.:/AT' M>=?JJ!.VT D+- <'.DN(W2?'UUW)?9UYTPA8Z8:$FV%E>@B8OP=MK>= MOX'M M0<\|+P[SH/L\NX[O>7:KB'1YR'(#!Z+S<6&7!T<^\ARWOT",FIA'_U<%'G4B M"= (^BU=1ITX$/1'04N5+LM#GMT:%799-I2?6Q=>2K;U\FUN#8JR7/V.?W"P MHD?,P"IB@F#6_T4]R+GVJ=1*6VBEA;IHYQDYV2W9^DMFS=25'9VTA59;J(MV MGAWG)3O.VPOG,./J;#@]]=4.D-^NKUK=ACUNX0C9T \NU)R7_9T]N$W168B' M/5VM-.S68LM%]*VSUBU=CU,:.0YJRVR>G,#DF&W+HR\.8EH046VNF]IF>.VN M/%1J] <_LV[G=T[]0QW'EB<\+OCK+^QRQ;4HXR/!&NK)N?+DH6'4\5C4$W9?G M/X]4")J7ESL<)9BI ?+^AE+QW% .FD/*Z;]02P,$% @ *C1>61H>@"CG M P *!0 !W;W)K&ULM5A=;]LV%/TK MA%8,+3!'O6=V08:2T4++*@1M]W#L ?&HFVADNB1M)W^U$?D269$9*,>;%% MZIYS>>^AKJ@[/5'VD^\($> ASPH^,W9"[*]-DZ]W),?\BNY)(>]L*,NQD$.V M-?F>$9Q4H#PSD65Y9H[3PIA/J[DEFT_I061I098,\$.>8_;O#R(%E6,LEU_-.0&JW/$MB]?F3_5 4O M@[G'G"QH]F>:B-W,"_R0D T^9,*.GCZ3)B"WY%O3C%>_X-386@98'[B@>0.6 M*\C3HO['#TTB.@#)HP;@!H"& ,<)@-T [,=ZN\ N@%1RO%VR\@65^K*F3MR),6!@/<1$3C-^ <)^+Z*P/MW'\ [D!;@VXX> M."X2/C6%7&?IS5PW:[JIUX2>6),-;N6J=AS$14(2!3X:QX%/FITT2>DS2 M#1HE7)'!%;"MWP"RD*-8S^+Y<%L5SO_S'K_:>R\9=KMC[(K/?H)OL!>^GO?" M7W\(4_!%D)S_K5*]YG74O&5%O.9[O"8S0Y8\3MB1&/-??X&>];LJY3K) (IUD ML2;RGCA.*XXSQCYOI% ^=#72JY#E^^,XAP&T(/2FYK&;686= P/7AWV[Z-+. MM:"'W+!O%U_:V:$3N.5F/"I"==M0W=%0/Z4/))DL6;HFJFA'P2_=;#K)(IUD ML2:RG@)>JX#W1I7 TRF.3K)()UFLB:PGCM^*X[^Z$M1(M_- ^{J}5(&M0""[- M'!=YUJ!>1)=F"*(0^X872SO6"P2L_4MA!RT66,R@QL<(P# /+]M4U 78^:^!HM O* MQ629'=3ACF)? NN&TLD5:V6)=;'T5T%D%]$8EH2'6)9%.MD@K6ZR+K2_1^6L. MCGZ/C)<%^^+H[GDN#-"P+"CLH(7\X4E!80<#VPD==U@6%(8^]/S.F:(.U^QT M/G+"ME7+B8,U/12B_J1M9]NVUL>JF3.8OX'7"ZB8C\HV6-5I,=/7;1;S+9I MP4%&-M*5=>7+(L;JME0]$'1?]5WNJ1 TKRYW!">$E0;R_H92\3@H';3-P? E_M4$L#!!0 ("HT7EF1F8/#9 , (_ 9 >&PO=V]R:W-H965TAV@<3 M+L1J8E/;0/??UW9""))'5H>2.S<<^XYU\:Y#+=KL@2IJ ^KQZ$'KDURYP6P"3E# E8 MC)Q;[V;B^09@(_ZAL)6->V2LS#C_:@;OYB,'&T600ZH,!=&7#4P@SPV3UO&M M(G7JG ;8O-^QO[7FM9D9D3#A^;]TKK*1,W#0'!9DG:M'OOT;*D-]PY?R7-IO MM*UBL8/2M52\J,!:04%9>27?JT(T >JG'>!7 /\8$#X!"'I 8(V6R]RM>Z+(M>"CX%@D3K=G,C;V- 16LWE)EEG"JAGU*-4^,)9TKH6DJ=5V5H8C."D.@UFI8K MB_@"[:+0K92@8PF;[^?>4S*C.544)+JZ!T5H+J\U_O/T'EV]O$8O$67H4\;7 M4L/DT%5:MDGNH7$NU*B_X3$!'W0J3*)WK YS_QKK9;>_9WGN_\3L(IK'HH MP*^0C_VP1<^D&WX/J89[%AYTR GJ)0@L7_ $WR-L@*T!+00Q]E4]6 [TY78F M[?Q_;?4K^<-V?G,0W,@526'DZ%^Z!+$!9_SG"R_"?[69_TUD!Z4(ZU*$7>SU M;D3$[K,VKR5!9 G,&;49QPG&V!NZFZ:+EK!^W/? Z==B!OGZMK_]S^O+]GF\3 M6;+T&]D#C.,D.1+9%N9Y.&X7&=4BHTZ1'_7AGQX6$ETU!%^W*8Y.I(2#1&_P M(\7125G#?A3B0;OBN%8<=Y<;)K CY/PR%ZG@ OM>7C_ M&L2=!A] L,"4[EQ0^IS=6-&:2^T.]W 8'+GK3G^IO<9;WOL%>V?6[PSW%>YY M^(^V4V72C;S4M;]W!? _RHO[,']J[2"'"]R["4'G^,E[Q3W7/-NH\?3'<'2MKY2 MNUDS5;9[]6S=7M_:IM+=AY>]^0/*-O=62_UD\TQ P M"PH !D !X;"]W;W)K&ULK5;1;N,V$/R5A7HH M$N!JR9)C)ZEM(+%;M, %"&)<^U#T@9;6%G$4J9*TG?;KNZ1DQ4X4P=?>BTU2 M.\,=(;GD=*_T%U,@6G@NA32SH+"VN@U#DQ58,C- 0%4KZLE:Z9):Z>A.:2B/+ M/:@481Q%X[!D7 ;SJ1]U/.IVEK!)3YJ,-NR9/KO>Q1J/PN&P6'@B6*ZP;" M^;1B&URB_5P!:N]%+4O.2Y2&*PD:U[/@;GB;3ER\# B-X]X0T8O0,8-8"1=Z;6XGU(F67S]59[T"Z:V%S#F^G1))]+M^Q+ MJ^DK)YR=+Y2TFLPW- *\M8.%G1&W@!UC6.P'4&@Y1<&<,4BR3^:.;"P$\RQ[P#O^C'W_3@0W*OM3 ^6'@?]Q(NL1I GV.(I' M7? G\/WC:#T\Q(_C0PY,>-4F[(1+/E[S#]X0[E%N$M5;ERQJ?; [XXVYE_/B? M7OKJ(^] M/6A4*RV=D/?V?DTRK(^KJ]F[^74\N)J&NV- 7SH!*.Z(FR>"ZC3K1<=7JN/I: M'1]!*@OX7%$MQQRL@A5"Q7CN#KK$9PO#&$I_Z+HDU_/=\&69)&\4GQ.4]F;^ M']=WW/HR/L\7YDLD>4)W=B88+PU9E:D=4BE%8SG=5=CIP_B-Q/'-('[EPSE! MZ?CMP@^CFR.[3A1.6H637H6?E*FE;"3_A]99HV#->I_JY- WZ)F^SBH>#\2N! M9T6EO9E^[4J'1]-?X88R-16VOHF;4?;E\Z=O^##E_#ZF?3](9+ P+7 M!(T&$]J2NGYZU!VK*G\9KY2E6NJ;!;W64+L ^KY6RAXZ;H+V_3?_%U!+ P04 M " J-%Y9W2&M&K($ &0 &0 'AL+W=OLM*KNI#V2\"/ %!!V2=*NU%-72[?W4/7!) -8E]C4 M-K!7]8^OG80L+-XLW/GA>(XF?EF_,UD[#&C'>.?Q0I HJ<\HV+LK*1<7[NN M2%;08!%B:Z#JR8+Q'LUYM7K#G@M%#*,[?M>8&;8T*=R:BX=\$WR-L@<*T!+00Q]E4]F;^ MSY'8Y#GF7VXA8[NQXSO[&P]DN9+ZACL9K?$29B ?U_=.ISV"#!*I(;#ZV<(4LDPC*3_^ MJ4"=VJ96/+S>H\?%Y-5DYEC E&6?2"I78V?@H!06>)/)!];[%:H)]31>PC)1 M?*-=)>LY*-D(R?)*67F0$UK^XJ>*B ,%A6-6:%<*[9<*W5<4.I5"YUP+W4JA M>ZZ%7J70.UDJ4 MGIQ,&95A2 QR<1I)?(X"]&[M'1^/7*EB'S?K#!GU745#ST-[S<-MN M!)S!NH4ZWA5J>^VNP9_I^>H=TW2^S7KT;=;C9O40s$]7NF]2/N.S4.=4I\#JO MX#W %N@&KM #Z-I&Z!+= R\RB": ?I]G9%GDTA6*GM:JQ$"*_B"YEF,+-%./ MQ *7A>>OWQ0VNI.0B[]-658ZTC4[HJORM5CC!,;.*KL"^!:]30ZU)"5M2\J^*/*%)ME$O,4JJ4H0R@N(E? E#@ZV5S,_&]OJ<_(W=[&,U3P<'0(!<: /M#DV1DD/2#P" 9-Y+P ME13W:HI[C13?Y6M,N%K\I7Z;:E*Q$""%B=$2KG6A7I M;&*UT=ZEEO7<>N_44_V*\R&BF+A("II'935Y+2@-'IR:1#.MQO9M!M; CL*UJ .UJ Q6(^M60O%D)7 M6\I?V!8X+5C'>?B]I/^& M-E/#)EAH$RRR"19; CM*#=]I[C>]-RIV F2+YYE:01>%&>F^U>&KZS;$96;<9FFX/:YC'C!QV^W\CXE*LV/BF[>(Z%Y)M$ M;CB@_U!(U#Y_ M_;W4XLH36QEB$RVTBA9918MMH1UGR/-AC=_8\$^FIPV/*L60%8V/9"@MBT12 M%(F#CM)<)3JG//*IEYXV.W5Q>,\T&QD$@ZZIJ;'E7QD4]^" -@>^+ ([2A:)R M0V5YKE;?K8_K;XI#ZA?W;_WKJ6^X'_K747D8_PQ?_C?P$?,EH0)EL%"FO%9? M-72\/&XO!Y*MB^/A.9.2Y<7E"K#:I&L!]7S!F-P/M('Z3X_)_U!+ P04 M" J-%Y9MT.,BIP" #-!@ &0 'AL+W=O|OFS 0_5T$?)!%0":/%4E5U.GT+J^"0#'+:E/I.;+Y 5X\5F(I2V5^RZ7(JAZ2-TJ+JP*B@8KQ! MTJ>N#WL Y!D&!!T@> Z8O ((.T!H"VV5V;+F5-,XDF)#I,E&-K.PO;%HK(9Q M,\6%EGC*$*?C1' ML9<*[]4%2>R-(!5Y3Q;M8(G(25)0O@)%&"=;)DI!0BC M/- O%OC&Z9"73#'-/YZ I*]494MTOYN3TY(R<&(;OA6@4PE3D;JS Z'#33NUU MJS9X1>TEN<&K"D4^\0RR 7QR'.\'1PA<;%W?OV#;O^O@*,,"ZG,2>N](X 6C M(4"X7-($>Y;>'A$3MB/,[1\X2M\=[&W@#)I:AV8SD8+?DU6RH;_5TT@)9_ M-,QO/.5*U32%J8.FH4"NP8G?OO$GWL>AXO\3V4$K1GTK1L?8XUGZV#)&4FW M;:#VC1TJNF6:6";C>^LX#+S+R%WO%_,R*;CPQWW2@/;,6Y>[26Z._H7+%N"(E MY CUSB]0@&S-L]UH45O_60J-+Z!=%OB] 6D2\#P70FWYH+^"Q;_!5!+ P04 M " J-%Y9.-V50:4" #T!P &0 'AL+W=OT!"=&P/TQ[1:*H*\]\S*-EF M:KG65G!/5H74 CL*:]R"!@;OG+?N-B5W% MLL0"8E9^)YDLIM:EA3+(<5/*>[;Y#%T\(\V7LE*8+]HTNHZ%TD9(5G5@Y4%% M:/O'3UT>=@"*9QC@=0#O.2!X!>!W /^M%H(.$+S5PJ@#F-#M-G:3N 1+'(6< M;1#7VHI-'TSV#5KEBU#=)PO)U2M1.!G%C$JNJB6475F@V%@$+M 96K2M@UB. MX@+3%0A$*+J'-= &T'$"$I-2G"C- AT6"CH].T)%6^%JP1F":B="6RD%MQDX[M9V:M,]XKSOCH5KE3"#2G&60#^.0P_NH WE:)Z;/C;;,S\PX2+J ^1[YSBCS' M"P;\B=\,]X?"^3_K\W^VOI<,OV\5W_#YK_!M*Y]S5]%MW^RW#?IQO11&_G.H M^BU_,,RO(^)$U#B%J:5&G@"^!BOZ^,$=.Y^&4O^>9,E[DLW? B6RO2$%?I. 0 M>U\D4BD3\A11D$.5:$G&AD2ODG5TYKEC;QS:Z[T;8Z'6,G"MH-YSQN3V MH@WTBS[Z U!+ P04 " J-%Y9/'8C7/,# A$ &0 'AL+W=OF%MCB'3KDXH&> M?L2-H$#Q;6C.]2$P%6127- MP([1 CS@(U$GAP-2@I0+(A.(.;A*L$ DY]>2['&=@*MWU^ =L '/$,,:^U@2 MP=_+13G^):,'CLHMG]E""E/;LS>-B+M:A/N*"]\EC(R#M)RB[<&^^2R?7S! MWI8!;,/]/D?USKU(N,;5!'C.>^ ZKF_8S_+MYIY)SK=Y3_^S]TXPO/:(>9K/ M>Y5OKT_, ZXH$Z3<@U595SA5*7[_).%@)4\5_\.4^9K;-W.K,GK+Y4'$QCDB5CDJ4CD742Y+<)\B^Q+WZN,$,Z,:3F;-1$H292=]!Q :$? 3ZYR%LZGF^TT4E0Y3G3MW]\+2(%OM#L]BP%1M>%)N0_"#PMIM?(-->UV*3])HP.MN(,F#&G(3R'=[PDT@KQ?# M= B"$\-.)C57B3ZMU5F3+)D3+)T)+). M-J9M-J;_XS4P'3-!8Y(E8Y*E(Y%U$A2W"8K'N@;B096Z<;W [17XY1#6OP(, M1%ZD7SLZU<$$F&^<"0S[XN$_BSB)HI1NN)RID,Z6'F>SA,5, ^7Q'J7B>* ?MOP*+OP%02P,$% M @ *C1>66_9ZTG4 @ V0< !D !X;"]W;W)K&ULK95=;YLP%(;_BL6JJ9/:\A4@Z1*D--&T76RJDG:[F';AP"&@&IO9)NG^ M_6Q#6#Y(-$V["9YW^/GG.#C\9;Q%Y$#2/1:$BHF5BYE=6_; (LFAQ.*.54#5 MFXSQ$DLUY6M;5!QP:DPEL3W"">T2%]2*QV;MD<=C5DM24'CD2-1EB?FO!R!L M.[%<:[>P*-:YU MV/* [P&I8@GZM'KF9V%R4M2J"B8!1QR";6U+V?15IO!%\+ MV(J],=*9K!A[T9-/Z<1R-! 02*2.@-5C S,@1 =2&#_;F%:WI3;NCW?1/YC< M52XK+&#&R+F-H8M\JF MH/I?7$JNWA;*)^,9HY*K6@JUK\S1S.P(7*!;M&S^6,0R-$T25E,E6D "Q0:O M"-R@+^H;NYZ#Q 41[Y3^>3E'UU? OT!4J#'K*62TP3<78E@I3;V8G+=)#@^2= M05I"=8=\YP9YCC?HL<\NV^>0*+MK[/ZAW5;%Z2KD=17R3#S_3+P%;(#6@#+. M2K0KUV&UT/? I2ICU'WWI-O$'_?'U,;T7%4Y@8JES*(!OP(K?OG%#YWU?\O\I MV$$I_*X4_J7H\4-!"*1]*3:^T/ATX]C$H1M%H3NV-_OP/;)!Z$=!)SO &G18 M@XM8SW1U%JQQ!GL[#CS7=8[!3F5>Y'ON&;"@ PLN@CTQB8GJ5.WAX7N'9\V9 MZ#T;P0F)Z_C#8>@=$9_J1NXH&#G]Q&%'"%XDGA+5UC%- U.?..$I9O9)9_2>% M/N#P!.16\Q[A]L8]E&@==/&W6TT;_6EX+L@XU./D!5W<$H.L8]W<(/2'1[SV M7N/5E]YGS-<%%8A IHS.7:02YLU%TDPDJTPO7C&I.H<9YNKN!:X%ZGW&F-Q-_M='OO;O/X-U!+ P04 "_J-%Y9&^X"]|T$ #(P &0 'AL+W=O/L@QCFHB0)8#3U<3Y&5Y=XY&>D(]X(Z0'43@&FLHC8]_TR>URXG@: M$8WH0NH01'WLZ8Q&D8ZD^J)Q>.7Z)]3\HK,(Q%TQJ(_PZ7<3)S M 4NZ(KM(WK/#KS0C--#Q%BP2Z7]PR,9Z#ECLA&1Q-EDAB,/D^$F>LD04)B!4 M,0%E$U"*^WBC%.4-D60ZYNP N!ZMHNF#E&HZ6X$+$_U4YI*K;T,U3TYG+)%< MI4:H^\H-F*5WI%R "S_/BC 5N">Z@<<)FOPD @B0[$*Z1+<49Z61;*@X,MC M%*Z)3K0 OSQM5CGT&'V^H)&D/H/($S UPW;"9(LQ=B5BH-&XBXR MO-='O*@"[YQN+P'V>@!YJ \>YC?@XX=/K\.X*@5Y'E">]Y3&Q15Q[^F>)CM: M8%K.+B.GV'\-8SWLRRIC28YE]M=O*C*XE306?Y?1.\+HE\/0&KP26[*@$T>) M3%"^I\[TQQ^@[_UD(8ESDM@6?6K([0]/<5L@RLQC+ _#.^GX;7>]U- _Z.F_ ML;LOP=7/2?O8Z_3TPEX1+H+1 K](:N8#>A0?+R%@Q-7P2 M@YSQH!OE-FB!I)^3]-LM-_^DW' PP*,|+"^W88YK^/_*C>< RT'U 'U)O\S+ M3;PJ- S4Q9,LR\'8,$#Q3PBU)#G(RP;FT,ZC6CA53P[(:Y8Q'W=#.J 62T#,+ ML]>N>K+X1?E 'P48!^7R@07/ #L@H!H0M0]"9NV'UE6W30WYU1JR@VI:7\8+ M0-P-&4&K*6G*TW@+6&IJ5H? <<=D1R5O/1E*>Q)++#. MD]Q52,=X#65?N])&<'4;MT(>,2D-TEG$=B%F=HQ]NP])"Q M)@AV0V+ (ZDZ:\BRT*^HLRQLEEL4O2FS0QUZ5.43&5Z"Z)L-[**P&1+W"C'] M=O]P'H59?*,=;]/*,Z8%=:1U@=KH72!C7E#++W0MTVKY WG X&E8HS-@(U(7^ MA1W$]]M&9.P#LMN'&0]EN%"2NTU6G C)=PNYX_1LKM$.MVDA&LN".M+O0&TT M/+"Q,KCEA@UI;%P%[D+#HP9$[9J&C7O =O=P%H593*,=;M/* M*_PLTI%6"&ZC%8*-E<$MMT)P22O$"P:XZ@<@;%P%[D(KI 9$O<*,>\!V]W 6 MA5E,HQUNT\HSE@5WI/.!V^A\8&~= <,N=#WS:^1CYH\K7,FQ7PR*1D<7]XH42]NND! MZOL58_+E1&^]3/\#4$L#!!0 ("HT7EF-$LZZ_ (/ * 9 M>&PO=V]R:W-H965T M=0%@&RJ70@^PICJ/ QU5@"G^EA6(/#+5"I.#7;5+-25 JH[(UZ&213U0DZ9 M"-*!&[M5Z4#.3,@-)."*)@.@XOX?!1WK8&\9W!4N^TB77E0%N>Z/^Q3F/SCQ0#9>R_,%R4PR#?D!RF-)Y:>[D M\BNL'3JQ>IDLM7N293VWFP0DFVLC^=H8"3@3]9NNUH'8,4CV&21K@\1QUPLY MRC$U-!THN23*SD8UVW"N.FN$8\+NRL0H_,K0SJ37@"Y\I% 4G4!V33O2!)%'2)?>3,3EZ^]ZCVVEBT'&ZG;TQT!J N%"0,>A,L)-#R+TBQHU!P];KV'K M_5/ #"@\3]1 &Y%? RA1,Y2YH'J[3ANOTY3'S0OIUGPE;O\'K>V6^5:#P*A S M4CI0(0UZ;D@F.;>\.:)CBM"MA+5TSTG;_+!(HT&X:*$Y:VC.O#0W3# ^YVUK M>0U?>!CC:'N- 1]]SAZ3/SWSO4?'_#WV=_,G@97M@*$V4KJ%\H?NX\Q,F6 M*?%O,EWMVV2_Y4NCM4T4\2MEBO4U8G\S17Q(GF"!475[5'2,K5](\ M2(,%DFL66)*"LA/P^U1*L^G8!9HB-_T#4$L#!!0 ("HT7EEP<]INC0, M &L_ 9 >&PO=V]R:W-H965T!G-3Y1]Y15"GQK:L(73B5$>^VZ? %NA!O(KVB(BW^PI:Z"00W9P>*.3V*&A-TQP_-@UDWV]134\+QW<>)C[@0R74 MA%O,6WA :R0^M7=,CMR!98<;1#BF!#"T7S@W_G69* [P&?,;HQ,^>@5*RH?2K M&KS;+1Q/!81JM!6* [1$=:V(9!A_]YS.X%(9GC_L+_1VJ66#>1H2>LO M>">JA9,Y8(?V\%B+#_3T%O5Z8L6WI377O^#489/4 =LC%[3IC64$#2;=/_S6 MY^',0/+8#8+>(!@;1(8A+U!^%0/46\0/=5#W!MHZ6ZG72=N!04LYHR> %-H MR:8>=/:UM#@Y0H)B&O^_M2D(^K5? @Y8M7X 7 !'RLZ)%/#LN-S5\@X%)N[!7W>=CZ#1WR&X/#TEHN*@)#NT ML]BOINWS"7M7ZA^2$#PDX3;8)%RC]@J$WFL0>$%DB6?Y=//0)N? _>2__L_>+ M9(3#B@@U7SB](OZ\V7#!Y#[^RU;@CB*R4ZBS[9JW<(L6CCR\.&+WR"E^_<5/ MO-]LV7U.LM5SDI7/1'91AVBH0S3%7OS1(@8%)@=0Z_VXE?O15HJ.)=$LZE:X M+V0 03!W[\]S;$-E67R)6IFH*(^SZ!)5FJC82\)\0%W(C0>Y\:3<=469F G$

MFI_H[6CB\QBCS!O)-4%!IG;'A5H3Y/NY{A!<::+R+_OL8I-!;#(I]J:18O$_M4-^5\L1EZCJ;T?WL*
(5#SI&P'JN)&5B?)SHU@K$Y7X7CY*6VFB8KF$TY%4]ZQ[_M:A_[Z+:52QE'(KIKZZ=+'1M5A#B2^O'/2?G7-_X9K:1ZKLN_0RYK{C0@\+-
VQ=&KO@I[.:KF$)YK:^5CCS>Y:<52_TDX(H*.;>67BZF-IX_M%_"9P49OC8EULI+RNYUT0>=GY'ERR37[I=LNMC_(UFCC:PZ_M,"JHF&C_Z7V7ART
\@P#H@X0[0*2)P!Q!XB=T5:9LW5!#4UG2FZ(LM'(9@K;116-'?AE+44B3#%/8M/]4US6#NX6NL0=V!_ME[YX%HZ#-T/^_A/9([=)
[S8YQ)Y^K$%A]8@UR6Q-%5A3FF!)$=EO<)>0H2RT_MU&-';;^FNW04!B$>PMVVO8&H.$B"/NJ1[E&O>_1ON@LFJ,C@@.J6>+2E)I[3_MO!\33L)AQ>-
>\?B@XDLG;%>QDM5?2!{OR8F2\&1'\WY0.!V/AD5/>M&3@Z)=_M!SF2Q5&C@5"MP6@B5WBG"+QG\'Z!^ZRD8@TN]0(;Q$[9$,[HBG%FV+"QR;[F
MT3C>/8W]J&2:Q$]4T+2W-OV_UAX=TY^,3?>*/@F"75\#0\GVJWT+/W.=:V?|'%M[VXE_T[3?!1^H6C.AT5F!E,'Q!%.MVE[; M3HRL7;M:28/-SPU+_#P!90-
POY#2/$SL_H/GO074$L#!!0 ("HT7EEH ML^WA< 0 ($2 9 >&PO=V]R:W-H965T4#>S*JT!+/,/]6W5-Q9WC*TK>#F%B710%M\S
MO&8[UT!*>2+DI[SY.A];CF2$XCR72(+'?RVHU7U3.NY>;|"_M*/%"S!-B>$KR']F:'6 M1GD+-5DIPSCC5+S-A!^?W&*Q!@R<@YE(D'F=8T
68%9758Y%L#C*P37*49EB M,%-9A0 ME>!Q16HF4-C(YH*_9&&G+=?KAJL[P'6&JPO@.6? =5Q?XSXUN]_@5+A#Y>[U MW6VQ:MW2N=W2N0K/&\"[JS
5\LMEJ_E2IZB!\/40LD8O6852/+9$$3),G[$U M-7TW&#1_Z/2="*RGUNO4>B;TB2KP<[(XKQD&B#',M1%L0$(%(K>0YPGT B^,
M1O;SKA*-69"X$'9F/8Y^Q]$W1D3% >09>LKRC&<#(?%/&9(3@?7D!IW'HD(J?Q$ZRQUAC%H5..)#/ M<<$!GVRT=(\NK-*6U:'3X1PEU!FY;JJ]GH-
U+SL",BTXN6[\>*NWQKU:6Z& M\, K1J2!&!2DY"L&H OFZ%4?]..@H+/! #:Z0/BEJNV$ Z/W)?)-QE)2BXI_$*6OSV#CT/3N##X16E__=EZ"QA'E MN
QN(&2'[?9@Y\+Q_?VM>L!NJ EO!QUHGG2.2+U$_^G]J7/(;G^"MW?.!^3A MS%^(+K.2"08+X>=<1*(2:7/>T=QP4JDC@R?",2G4Y0JC.:;20+Q?$,(W-_(4
MHCMUFOP/4$L#!!0 ("HT7EE [@F5[@, #<3 9 >&PO=V]R:W-H M965T79@_(?8$2+!SRS-Q=S: M25EP,T]Q:S*IK=WPQ
M8Z5,:4[N.!!EEF^^>&D[#"WH/5TX1O=[J2^8"]F!=Z2%9'WQ1U79W:KDM", MY(*R'"RF5L?X/425075$W]36#LAS[YG,PM1Q.1E*REEL#J;T^6
M)$VUDN+XMQ&UVC9UX?'QD_IM95Z9>< "+%GZ#TWD;FY%%DC(!I>I_,8.GTAC MR-=Z:Y:*ZA<*4!- ?K5_K>@5N1X@JXSI\ M.
<@;*5^:RV_(6I7#JMP!+;=5-[5]A=J^0I6>^XS>7P7A6-)\" ^I>&S-4*WCC M"OJ;O!8%7LYI3XZ0?B>6(NW?\# >3]F[TQB)V;=UJQK4E_H+@<7G.BI0%F^
M'#-;*P25@IXO]@OHQT$PL_?'+HSM3'3AM2Z\EUSX8^1UE7]$[KM>Y/?(C=H3 MR?V6W"^)/!@C]P?D;A Z;H_R)YV)*'
M+Y%'8^3A@!Q&,$(]K#O,XE/AN_R&TP{<#A,<1H.EAUE*GP7X7!:AL-AB(>P'X%F]:GL78C-#MWTEQ.
(QQ=V#@-4(<=BD.SQ/C<"3''1@//N+7R''4Y3@Z5XZCD1P/G?[@F)N; M:J=+,R:<3O7?2[I4M_@-02P,$% @ *C1> M6>?CJ[1K P KPP !D
!X;"]W;W)K&ULM5== M;YLP%/TK%INF3=H*)@D)78+4I/NHM$I5LX^':0\NW 1KQF:V:=I_/QLHI NA M6;N])!C[GG.O[7-R,]T(^5.E !K=9(RKF9-
JG1^[KHI3R(@Z$CEP,[,2,B/: M#.7:5;D$DI1!&7-]SPO/9C(!!K"T$,5_7L #&+)++)XU<-ZC2<-G#[^0[]?5F*>:*
M*%@(]HTF.ITY$P4K]%7P@JPDTW(U2VZA%Q(M;:>7L#:'I='+4]"$,O4*/;?AGU-1*,(3-76U2=>2NG&=VKQ*S=^36HC.!=>I M0N]X LG]>-
>4V=3]W]4Z]WL!EY ?H8'W&OF>/T1?EJ?HY'3&R>U?[QO=[@ MH3W_LG,H#,.F?K156\%,^R&L?H[5CF)8>88@2F0U!$+Y[AP'O;D^2P27+8
MAQ[-84TYMR[@'C7O>Z%>.0=#)L$PW\CE/ _M)(F]UA*]ITNEQKAWB,$D"#WWA; M^\2]QG> 8&J >R5/_ /]Q@3;ET1]]OB0]J-
CHUHSOA*$]5E$>M"=B?1B_38 M6]EZ*![]&_'@7C-^;)ZMZ^)^VSU,/;O&B[W1.-AWAUOOQ?WF^Z!X=KUWW_UM M;1<_X+N'Z&;R%
[\TN#54W&N%AT@GW/U-]X;3X$]J=ZN'S$"NRTY9H5@47%?M M9/.VZ<9/JAZT75ZU\N=$FBN@$(.5"?6.QJ9J677'U4"+O.Q(KX0V_6WYF)I_M%"#M
C._$D+?#2Q!\Q\E^@U02P,$% @ *C1>62P*-4HB @ G 0 !D M !X;"]W;W)K&ULA53;CM,P$/T5RR"T*T&3IMD" M)8G4;KE48J5JJX4'Q(.;3!IK?
0FVVRQ_CR]I*%*WO,0>>\Z9,Y,9M2U8C]M:4847:R&TP(<#A,<1H.EAUE*GP7X7!:AL-AB(>P'X%F]:GL78C-#MWTEQ.
MS]:JR.3>,"I@K9#>5XC(\']W37&'<0%5E+=K !\]"NE;6B@:6B M'(2F4B %=8[GX]DB=?[>X1N%3I_LDY;(F&6\F^T\HT.7Z'404UV3-S+[LOT.=SX_A*
MR;3_HB[XIBE&Y5X;R7NP5<"I""MYZNMP DB29P!)#TB\[A#(JUP20XI,R0XI MYVW9W,:GZM%6'!7NIVR,LK?4XDSQ65=15BC"T$N%WN[I=+<$0
MRO1U%AD;T,&BLB=?!/+D&?+WZ$X*TVCT4510_8N/K-!!;7)4NT@N$FZ@':%)_M_!HE<9*BA\T27;V\OL [&:HP\;R3_U7AQU=[@U8&N/YY+M]
DYZG<0,TTRTI M(<=V0C2H ^#BU8OQ-/YP060ZB$POL16A MB+/HGN# MD0JS$ PC6]]_6VEL-_MM8Y\/4,[!WM=2FJ/A @P/4O$'4$L#!!0 ("HT
M7EFO;_'B^@8 "(M 9 >&PO=V]R:W-H965T[AW9F\>\CC\0/C7ZLEI0)\+_*R.IDLA5B]FTZK=$F+I'K+ M5K24W]PQ7B1"/O+%M%IQFLP;I2*?
(L\+ID62E9/93"9P\O;C.%DM1OYC.CE?)@MY0\65UQ>73=(,RSPI:5ADK:=W M)Y-3^.[<1[5"(_%71A^JK<^@=N66L;_UP^7\9.+5%M&WI.\[Q&
MDG9\ZT GFS%KQ>W/3^CO&^>E,[=)1<]9_GFZ$]SHE*4%15;V?Y/O72"V%% PHH Z!310@&1$ 7<* MN'&TM:QQZR(1R>R8LP? :VF)5G]H8M-
H2V^RLOX9;P27WV923\PN2Y&4B^PV MI^"TJJBHP!&XD7-EOI9OV!WXG;,J_J<%6Y<").4M MR6C$Y!A\9*585N"W[_Y"%BL.?
M)YP_9N6BFXPFCUN8H(&I\]?]C,38_WCZ?VV+P:Q /M0B?6L]#=6^E8KQO;& MR= 6R=<RX A&/O3PP%*C7!B3VA&QJL#$UL)KZ29:''<(9:*-C+XQ]-
#!2%T.A M[P>!V<9P8V-HM?$L2;_F;&&RRZJX[\1V!-;S,=KX&!UDI40>!.0 MV,U*C[4Y!W$6>T0*2N1U:<*K-T8/[".05A4@4+3\ 2(P3QY-#.3<#O6#JP
J!@"M]71VWA__MRL$US9L 5,ML9:9*3JN*[2^VZK.0W*0? BM?&+OH#A"ZP=%T0IHYQ4[Y\0. M9WL!8X3B8%BOHTC0-BEQFB7U/@2! $]
MA@#M%.$#E9MVDBF$@[R"I$%F)S+Y!<876#XIB,LC.9'9. MA4CG,MY@N2*=QXRF0*18#+)SC'U28 ?EVXS418Z@-Y)1D*(7R$XO=LQ\'8HU
MBEB/XDAB1HH&(/M^WT""><V8$KU4U3O&7J/9(57MDK_87])[F;"6=_TS39*2_2\UF R/#8RR0&_0CA$5L5>4!V\K!KXHMURA<$ MVHX=&8X7_#
,S59B5?NQ_73!0?Y[9H2GK7#XQ/>"4;IG1K!58!5R!V+%6+"=3^R3 SNHP89VM*,P21$XEEH4OK%C L3Z44(4 M:B;JYPA^-)*BL>("V'Z(X"+YV4=H-
[O&N?X2%1^KBH^?.9!@9^T]>$*K7^-2K$*W\XJ=E[OSDX6M'V400:'8S>]%)WP M[71BK[M>.EL8KB>#R!'>HAU]*Q6C\.WU?L_ACPA=968&6;H+
MQ+VM @ ^P< !D !X;"]W;W)K&ULK57);MLP M$/T50@V*%&BL-9MK"[M!S60 $&,M(>B!UH:6T0H4B5I.^W7EXNL.JEB!&TN M$I?
WWG!FR)G!EHL'60(H]%A1)H=>J53=]WV9EU!AV>,U,+VSY*+"2D_%RI>U M %Q84D7]* C._ H3YJ4#NW8KT@%?*TH8W
HDUU6%Q<\Q4+X=>J&W6[@CJU*9 M!3\=U'@%LQNN%,E1)-60%% M!S\[S+\\P/=U)-IP1+MPC*.#@G.H>R@./J(HB)*.\TQ>3X^[W/D_Z]-_MOXD M&'%
[-V*K%[^@=T4847!RK5]R@?Z^*_^N-1[-%%3R>U?JG7C2+6[]7U_6.(>A MIPN M$A!?ZD?9)@O;9'7EQTF'KC*8?K))P[BG+\YF/_!=J(O>Q5-
4UH%*@N>H:0?J M-.E=MB@7 W^OFE4@5K:-2)3S-5/N\K:K;:<:V0+];'T<]B=AQWJF.YMK1'_D
M75N\P6)%F$04EMI4T#O7Q5:X5N,FBM>VEBZXTI79#DO=G4$8@-Y?H@T)D" #D!@ &0 'AL+W=OGVWX >!5NRTD7:R9NQ%=^ZSN6%I04
AE3H#5J\MW "E.I&2\6?(:8Q(M';C;?LM^UWE77M98P VC/TDFB[D1&2B#'#=4/K+V&PQ^?)TO951T3]0.:RT# MI8V0K!R"E8*25/T;OP[!L!/@. <"G"'
Z73WH$[E$DN2^DKC:D#4%M! "I$"?T4I]^:Q1(RQ'MT(2Y1TRM"@9 ME^0?[C;S]E6="@'H? D2$RHNT!DB%7HJ6"-PE8G8E$J<1ICI(.2Z%^(<$+*"
M^A*YUB?D6(Z'GE=+='YV\3Z-J;R-!W1H-/=E=0_D_ MRY[H+9G2U$<%792^?=O$]NUH%\0;"9@WPKQ3,*UD?Y.S!_YMO.-,P?8?XI M6# %_=ACA<<@
4C+#@%"Z=@P1[,<]WP "P<8>$I6#0%"_=@3NB%T30L&F'1 M4=A3 :HBYQ+X%#+:0]I69-O>-',V,F?T4QB.H6;[9U*UPILO?7O<.9.T=+U
M_SOF&U()1"%7@=9EJ 3SOJ;V'T]*D)YY/Q[<7$['W>\ MPB,6LYDL)$+U\L2F+(X+)>7'CTJTL[UG85A__Z;^N0Q>!?,89FS*X[^BN5R-
M.T$'S=DBS&/YC3__QJJ >H7>C,=9^1<]5V.]#IKEF>1)9:P\2*)T\QJ^5(FH
M&6!_CP&I#,BQ!K0RH&6@&_*L&Y"&4Y&@C\C48Q6:L6;,C>EM8HF2HMIO)=" M?1LI.SY$ZHBA'Q%83I'O_[(H[6:(_D1_:XJZ!.Z5U4SSV.&^)!(\]NF
RC M.#M7-@_W-^CLPSGZ@*($4_;'B>.8,LE%7*F^+>W9GE6?7&_('L_NV?H"4>\C
M(A[Q+>93V/R&S90Y+LVI:=Y5.=HFBFP314H]>BA1=W&82G153P+Z^XL:C6XE M2[)_;)%NI'V[=/&D7F;K<,;&'?
4H9DP\L<[DYY]PW_O%%KUM7>RE#X$C,2,[@FX!!>TO!P&46'(D960BV60C<+@?![NV<<>Q07 M:[M1LX&EM D=$'O1#K?
>#O]WT:)_T==.$=B1BJPIW_SO?8* MN-)VE A7:F8F:O2#P;)XR-@BCU$<+1@Z>V6AR,ZM,<,J&!6FUO! PU/#T\R"
M01@XNNK#EWU5#]^@\6RWP2Y8PPNF+=8]2$:_,^%(S*:*[4 MS$QH2,,@_33GDTJO#B@!Z=%=IJZ&U0$E\(GOV_D$:YS",$_MJ5@82F#-QC/F
M2,W,@$8T/&RQ=IWRF2LUL]6@ 8V V'/L\GQ A>Y?G6'+4^/3V$5@8)J?3^* MP)J-NRAMD!FI=9/:;">Y[2>U 65$0QF!6TK'UCJL@CV@V-M@+:)9B\"4-.7)
M.I=,H/O7K)C2PT0""S:>WS9(C&@2([T6*]TIF[E2,S.AV8S C;/&1%+I&2V3 M ?'ZPQTDJ<89/9-^,"1],Y,0S5 $9BBX=&$T@:4;3UT;K2ZBX8P$+1:Q4TAS
MI69F0D,;@1MIQR[7L J$)FV@%]7H16%H.ESR^PD%EFXZT:[4S$1H1J.XO9*G M3EG-E9J9"4!GL+W78 M\M3X-&7Y,!\9I1ZEQ7FSI;J/[>
<'EFH\L6W0EZ_IRV]Q5])W"F2NU,Q,U(YK MP9VRQAA2Z=4QA/0(&>R>V;(,PQ[U=D"D6SM&69QA_1J*991F*&8+9>==#!3(
MB,VQT,V%Y.GR94CEY(GY=L5"^=,% /4]PO.Y=M%<5AS>SAW\A]02P,$% M @ *C1>6?7R_P"I @ Z0< !D !X;"]W;W)K&ULK55;;]HP%/XK5E9-G=21:
[N6A4A F-:'3JBHV\.T!Y, [@:W< M6R,3R9SS>[.Y+@=>8!P""H4R"EB_-C &2HV0=N.AT?1:DX:XO]ZI?[&QZUCF
M6,*8TQ^D5*N!=^FA$A9X3=4MWWZ%)IYSHU=P*NT3;1MLX*%B+16O&K+VH"+, MO?%CDX<]@M;I)D0-(7I.2%X@Q TA?
JV%I"$DK[5PWA!LZ+Z+W28NQPIGJ>!; M) Q:JYF%S;YEZWP19NIDIH3^2C1/95.A2TZH)X19B28/:U+K(E!GZ)LNT8]H
M6);$W">FZ)JYHC2W>Y]#PH3*#QIR-\O1Z$4@V0J:^T;\:"7S1^ MC)P?T0M^Q.B&,[62:,)**#OX^7'^U1&^KW/2)B;:)684'16<0=U#<7"&HB!*
M.OP9OYX>=X7S?]8G_Y5!(EQ6R6QU8Q_4B5G:$HQ4X?%@GX.YU()_N>IO]E/<0(/%DC")*"RTJ;#W2;=6X0:+VRA>V\XYYTKW8;M&Q=K?7+C [+C"
[=H'Y<8'YM;\'=_#RFQM<.X;[^LMN_[;/+_+RZW:0_GV[+[]P M=_\;?WMX++[?R%Z%O^Z+);+ MWWG)I]R)-_?.79K<+W,GB!?+U3)?)IGS%^?]??
&MHKSBE2,WARY1%MN_>$D> M+U?9Q_[T-B]6H83>+H[#?3@,-SPSG.N8[29_RAQ_VI>? M7EI>V9>?6Y9_6VSZU^T_?-G^'X96,$@^W3C#^0_.<#
<.W_[Z#G_\L__ZMP[M_^R\=;*G.$VRCI6\LYL?D^<;9S38F\,7LX/Q[(S:;5X9]W75_*_YH6]W@+X= M?+][++$!W#PXZ7^OYEQQ<_Y*KS6C=B*%=-
"ZNK)CRT84UZ_8R,+([_A==+U] MOV-[N-,7;FK]O/ETJ@4:ZCUW8YVKLC6[N4FRQ/=\7A M2^[\ERY^P)%YLL[^NZL;'K1QMU8>E?V8/<>+Y.U
*O:MQ60F$=B/HD%!VRZQ\ISS_O1H.Y
M.RC__/3V<[V^R6$%B4D24U=OD(@<5G<,.QS<=@QKH&$;E3EYKQ/6C\I3G^R]1.27'5UNNKEBKFSTSW=Q173Y(H9"&M4S>UKU=Q:
MJ^:W^*N3/#PDBWVE[#9?EIO[HH2665E$SJ=M\=53Y;/R3FD9A/ M8L'MR9MP/)E,3X\^R4$%B4D24U=NCH@<5)\,.IW?WIX>>4*#-NIR]EJ7LPM'
MG@])6IP,.GE1H*ME_.EX[;RK#JU2WSHD,8_$?!(+9J<[@]OYR#TM1')406*2 MQ-2UVR,B1]6GHQ:%.#FM1&C01B7.7RMQ;JU$?
[]W7'Y.]J68QGFROZM5?O$I MV20/R\YC2ZO98R9)S",QG\0"$@M3)"8)#$U/]V!SN==5V_(436)&0AK%+<[MJ.Y2#Z]?T<99EN2=^UB[TK>@4FE\1?
GMR1=_M.WH;=\4#/MBUWN5):AZJ^:@6H%J{:@+5)*HI5(M03:.:H;1F'QA6?6"(QB*. M'-4(2,U#-1_5 E0+44V@FD0UA6H1JFE4,Y36;
15/,JU1C".MV*S;!=O%HFS MV&9YYBPWBUUY[-[9"-_"_%*IYJ.:C6G#4ZH>(7>>3(3JJ0#6):NK*+1*AHVI4 M,Y36+-
XJX.3:$TYRDR>%F^\OGW56*YIE0C4/U7Q4"XY:>;)6W:N\&4S==K6B M:294DZBFKMPB$3JJ/C?]M'U6_6>DF=PJSN3:\TRO=9A\?
4XV67UX*C5=Q.3[CTG&F1R3_-"G<-*=%C5\6K=VZ[\7M2Q@NYTVO&3&EU#0VG- M4JO22*X]CO2=T4&[VKOZT%02JOFH%KBGZ9[19-
5.PK1@06J2513UV^4"!8 MNZ<)JC,#FZM^M%F#5;;)M8>;#A!//%]K:(#[Q%WQFCUT8!_5 E0+44V@FD0U
MA6H1JFE4,Y36+.HJ&.5>2D;5+P3=GSNA1$-1%U;I]1.*^P\%=NXZT204J@6H M%]*:0#6):@K5(E33J&8HK5GQ50#+M2>P3@ZEUW&^2Y?Y-^S_K;9
M964RJTQ^K+;QQEELU^ME7C:![.RE9+O9M_*/FCML7M@;N+>3UD$].JZ/:@&J MA:@F4$VBFD*U"-4TJAE*;U9Z%?<:VN->=]O-YR3-
EY]6B?,QV2RWJ?/7;9YD MCK=+RH/J26>EHZ$O5/-0S4>U -5"5!.H)E%-H5J$:AK5#*4UNT$5^AJRH:\A M&OI"-0_5?

%0+4"U$-8%J$M44JD6HIE'-4%JS$52AKZ$]|'4Q-V)?OG?EHRDO M5/./6CMAL#\T^MPH:G26*U03]"913:%:A&H:U0RE-8NZ"H,-KPR#64(H=J)W M7:-Y,%3S42TX:HVP1=<]<'14T3%J5Q1$HJ.JH]:XX3KKNK?=L7K#45< !5T_ M0VG-,JNR7L,KYJXZ?_/;OG3O"D-C7JCF#T^C2N-!YXWY !TX1#6!:A+5%*I% MJ*91S5!:LZBK5-G0GBKSOR;I8IDEY60]V^?]G-F?OCG+S3)?QBOG>9JOG#TTA4=T@G0,<-44V@FD0U MA6H1JFE4,Y36[55NFUH3[?]DFX727*?.0_I=ETE8LK)2;)XE=AFOK/+O>L= MG;L+U?SAZ61/H]F\Z^@T0 <.44V@FD0UA6H1JFE4,Y36+/@J^3:TQ\Q^2^-- M%A\>2_.0)-F^U+?Y4Y(Z^=,RO?_+XZ_[6^0 ME0F9[C)'8W"HYJ&:CVH!JH6H)E!-HIJZ\ ;^[2EQSD8]XL4BW27%^_MX>3@N M_G>8;Z\XDAW<#"?_I\Q[%CN]S6Z]? ^O')9$EZ^3?RN_QLRMUDVE57H(/T+=1H9J':CZ]!:@6 MHI -8EJZL(;NM%5NIH!NC8:U0RE-9M!E>4;V;-\YB6=[YVY:6]? OG>MH[D] M5/,O;*G]8^O*7XED^HVZ[7A?G3%F^7?SN_./\8ST_ MV,?M7>'L0RK9IU2RCZEDGU/)/JB2?5(E^ZC*8T1R5 _Z#&^&F\497.&UEC2>WL_0_'9E ^E[F,$BR2HN2M3S_^8!^@=]F3FH=J/JH% M1^VVGE,:W\RF[3T[.:A -8EJZKH-$J&#:E0SE-8LYBH#.+)G 'I [*M2G[>K> MR=-X/_/4??PM*RJX\S/S=JQWX;*10%3S1Z=SD@W;=P/1$4-4$Z@F44UU;-M) M>_)%=$2-:H;2FB5;)?Q&]H1? 5;+%CC=+%KO#HX>N*5\TQ(=J'JKYHXYYS4[* M%XWOH9I -8EJ"M4B5-.H9BBM6>A5?&]DC^_=U8ZKDW11'&O'C_M;G8<3Z\.Q M=IXN'Q^3M+/]H>@_5!*I)5%.H%J&:1C5#:[P-&('JKY%[:<9'_8TWG* MC";V4$V@FD0UA6H1JFE4,Y36+/HJL3>R!YINNH_A;56/)O90S4,U_*FLU0] M&LY#-8%J$M44JD6HIE'-4%JCZL=5'&YL3P_5[ZA=_$[.]>WYE'-0S5_W/$ MRM,@/CIFB&H"U22J*52+4$VCFJ&T9H%7$;?QA8A;$F>[-- EG[P^[\A!J)_&= M)8YFWE#-0S7_J-7/U@!=O&]F#; M+XUK?@PPO[S#/L436<70#-OJ.:AFG_4&M?LVBT MG7T.U02J2513J!:AFD8U0VG-%E %X\;V8%RS!9RK\Z(/O,R[<5]^9FD19T^=-MM8^FX5#-0S7_J%EK'XVXH9I -8EJ"M4B5-.H9BBM6?M5#&YL3>;\^VM25G*: M? BNOV'V.5[M]#SB_8R=30W>HYJ&:CVK!46M<#W GXZXIZ]"!!:I)5%/7;Y0(M'5AW##R:3R==CVVC!FZ69Q5L&]N#;6<_1'Q_F"]^WEFD:+X-U3Q4\U$M0+40 MU02J2513J!:AFD8U0VG-;E!EYL:'] XU7_P83J:LX7_QO^?;CG(;3]C3J=_:1>E?:_J39YX^CGCZTV+09 MV%>P;S- -1_5 E0+44V@FD0UA6H1JFE4,Y36; 95!FYBS\#]@>GGCW+C>4$S MM^M!17?VE>A=\&C2#=4"5 M13:":1#6%:A&J:50SE-8L^"H1-[$GXLCIYR<= MDW;-YIT- VYH9J/.@&JA:@F4$VBFD*U"-4TJAE*:S: *@\WL>?A^D_?P$L MIP,O;]8WY@2_8C+PX_[B\NF- MXPSU5[F]BGROO M^R>?M\-]XP*HYJ&:CVK!4;LP^3PZID UB6KJJNT1H6-J5#.4UBSA*K$WN686 MO#]A\GG[N+TK'$T#HIJ/:@&JA:@F4$VBFCIJC/D#OLD=S@*CFHUIPU.ISK<_'-Z[;WK.C*4!4DZBFKML@ M$3JH1C5#:'5&CFJ&T1LE.JX#?U![P^_)VZ>G&;[VE.QW]L'[EB^J^:@6M%J(`M:@+5)*HI5(M03:..H;1FH5?AO:D]O/=')Y^? GD[R=C(E^YU]'7K7.Y&=0[4 MU4)4$Z@F44VA6H1J&M4,I37KOW9O=Z3SU_PSD[.?&=?L'?1HWD]5 M0 M+40U@6H2U12J1:BF4].*#77M./G\!=_? GRQX-Q*&:CVH!JH6H M)E!-HII"M0C5-*H92FN6?16(FUHS-KUGGS]R]GN8=_9!>QWW]=KG=KYQ_EY\B&CI>LXF_%'MI+ MXR_.;TFZ=O0VWG36,OK\5U3S4,U'M0#50E03]"913:%;A&H:U0RE-3K";96M MNSU$>]A)ZF_1A*BFH=]/JH%]!:BFD UB6H*U2)4TZAF**W9"*KLW:T]>R=Y68_U -5"5!.H)E%-H5]$ M:AK5#*4UR[N*VMW:HW'MN:PO=;_-5)'AZ215Y>U]]MOBR+HX/DZS++ MRPO^G[;%5T_E44-G4R"C3'>HYJ&:CVK!4:N?_XRGPZYK_>BX M4DJJFKMTF$ MCJM1S5!:LYBK.-[M]<^BO7S_[_S#.?OP6N_P\-I)9]FC#Z]%-0_5? %0+4"U$ M-8%J$M44JD6HIE'-4%JS?511OUOVX;6WZ-1UJ.:AFH]J ;P%]"903:*:0K4(MU32J&4IK-H(]\'=[(?!WS/'9XGZ=#>'VY"!N.)QU/DW'O@:]JQV-^*%:@&HA MJ@E4DZBF4"U"-8UJAM*:U5Y%_&[M$;_\/@LN]S[" "-^Z&:CVH!JH6WIX^) M'C $M44JD6HIE'-4%JSX*M$X*T]$? CA]:K>_JY_9V&CV3]4\U#-M1[4 U4)4$Z@F44U=>,=.]DJ'ZCKFC-#UT*AF**U1Y[,JYS>SSZ%73;5SG+5Z MOV\O#^1WS]M-?49;V_35]D'ZM@)4\U#-GYW.'-CY), '39$-8%J$M44JD6H MIE'-4%JS\JM@W^S2I'I9WCYYWS^6XKC7MZ=^[']COBD?GWD,U?W::1)Q,NH*(M 3INB&H"U22J*52+4$VCFJ&T9LE78;_9M?/J-1Y,$2_^OENFR;WS:?\\W'S) M]S?VJR?V7P[W!+.;_^_X?S0"BFH=J/JH\U%J:]:BFD UB6KJJ%T\"HO0836J&4IK M-H,JWC>S3X_G?TW2Q3)+CM/G%DWAI=8O/K;"+OJOFH%J!:B&H"U22JJ:/6^)37J.NF1(2.JU'-4%JSU*M$W\R>Z*O?B:_" MN%GCYIRUZ-&L'JIYJ.8?M4: U.T*D ;HN"&J"523J*90+4(UC6J&TII%7^7P M9O8I[!SD(4G+<_8_N]LEO&GY6J9+\\.,N2,SMF]*&PJ.:AFH]JP5%K MODPI./ZS,\7/O/]X5_YU\)?! MM+,)H/$Y5/-0S4>U -5"5!.H)E%-H5J$:AK5#*4UFTF5L)L=DCW4)VEF:-P. MU3Q4\U$M0+40U02J2513J!:AFD8U0VF-1C"O(GAS>P2O\U3^FY,F9? (NZ7SR ME5WLVPM0S4,U']6"^6EZSQUUW3@.T7$%JDE44U=ODP@=5Z.:H;1F#5=ANKD] M3/?^_GY9'O/'*^?^7#FOXKS\[M99Q,_+/%XM_[? XLOS43'5[;K'-NB\%V(?O M7?!HW [5?%0+CEK|S3W5+'_>DZ.I.%23J*:NW"(1.J|&-4-IS=*N0G'SBP^AA:[PW5MFQ[&O1.^2 M1_-SJ.:C6H!J(:H)5).HIE M0C6-:H;2FNVC2MW-Q^@UO3F90[I#-0_5?%0+ M4"U$-8%J$M44JD6HIE'-4%JS$529O+D]DR5*XN9,6)_V=E8^&[E#-0S4? MU8*CY@YJ! [F#F\'^0*MYV(]F[E!-HIJZ=I-$Z+ :U0RE->NUBM/-[7$ZOQ=P&BH#M5\5 M0+40U@6H2U=3\-(PX=,>= MR3MT8(UJAM*:=5XE[^;VY-W[Q2)9) <5.N3Q[7SS%Z>%YM?%Z6YS#_^_AV\>B MO^:J/!K00S4/U7Q4"U M1#6!:A+5U/QT[L11=P= ,WRH9BBMV0&J#-_\_WN& MKYOI[AAHF@_5/%3S42U M1#5![*B)5%.H%J&:1C5#:A;\"SGLUS E$.S0DN44RT4LIUG.8%RK_(>U\K<' YOE_QP7 M_ YXM9_>[EYQ;98FV.S[NVF3E>QJL?$1SF^[TTQ^^%$? HW"C2BR'+^ M"U>??'8\OIE-6],"LL.&+"=83K*<8KF(Y33+&8QK=8!IK0/8$XV_).FBJ/SX ML34O:/VB0_TA'YFSW"S2),Z2^Y-FT=T?I DRWDLY[]PLUI_&-R,)B?M 0TW MLIQ@.2SGLUS MS<_)V%4*6$RPG64ZQ7,1R MFN4,QC6[@5L+2+H7 I)_]J4)^_B]>P7*>2SGOW#U2Q-NNS>@0X8L)UA.LIQB MN8CE-,L9C&OUAEJ"TKWP5.+X^;DH\[MXM:I?@.@NR_DL%[!HA2K=(7M)P44G5&0YC^5\E@M8+F0YP7*2Y13+12RG M6>4SE%Z8LHV!'A\/AS>C=G[:/ES_,F?SC2@7L%S(P7,AR@N4D MRRF6BUA.LYS!N%;7J,4?W0E\SL"&'5'.8SF?Y0*6"UE.L)QD.<5R$^FAR7_X-N1Q!=3DU,*-M*(8\L:;M'PJTWYVAD,+>'Z]-G= M &Y/;K<-;CIJG\TGHIS/<@'+A2PG6$ZRG&*YB.4TRQE.:]5^+9]HIOL7NY MC%#T@([E#_AEWP/^_:'X_GI=!9\S+>+WZ\X+)B=!'9N)S?#P^-W#G_Y@.5"EA,I)UE.L5S$=([&\MP,!PZ7K**OQ7'#%X:?W%^2]*UH[=Q=T.PC];[TB+*M>2SGLUS I6R>?KA ML4/Z+!>P7,AR@N4DRRF6BUA.LYS!N%:-UY*(0WL2L7&^\#I+0N_3!':Z1I3S M6,YGN8#E0I83+"=93K%P7,AR M@N4DRRF6BUA.LYS!N%;AUQ*(0WL"\>._![\Z'Y+-XFD=I[^3=QG8V1A1SF,Y MG^4"E@M93K"<9#G%1(S8!"/*>2SGLUS R MG& YR7**Y2*6TRQG,* [5%FIQQ9$U^?3N>(0/Z9)LN\+]V=/"LA$UAW+>9=> MIMIM;IS1X >GO&+J=K< 3:S. M%A:'9O!@/5M@\XDHY[UP];D9IB]W*IM7&WQVZ(#E0I83+"= [;&?%#AVQG&8Y M@W&M;]IE#T=7S(*X\)=O%DDSF#;Y?N'*^W*F=2["YK-%:*<|\)-:F\T=]Y= MSFQD$.5"EA,L)Z_>RHH=,& (YS7(&XUK%7$L#CNP3&?;<-;-10)3S7KCZ+F-R M=M?,YOQ0+F0YP7*RQW96[- 1RVF6,QC7JN9:B&]T86K*]KGV.LYW:5'-Y8RD MR^V9W3,;Z$,Y[] (KGCC?DCCMFE#19]QG&8Y@W&M-E#+ M](TN3#_8;@.;7?F9H')&PN1KGFRR_0-1_^'X+U]T]P4VR8=RW@M7/Z RH4L)UA.LIQBN8CE-,L9C&LV@'$MGC>V3S\H+P9P[$#OXD8YC^5\E@M> MN';;:-KJ/R$[KF YR7+]VJT2L>/JL^/>-L('5EWCSSK&-E@([=*MI9S&]MS;]\ [TN3KN_F9PNXN3#:YUC3OI&%BR ZNN@:?=57?Z@\,N^M3L&AJ,:Q5=+4@VMD^& M=S9<6IRRVB;6[BY.-F2&QG&8Y@W&M3E'+NHWAF>_&;-P-Y3R6\UDN M8+F0Y03+2993+!>QG&8Y@W&MME +S8VAF>_L3O]VP ;E4,YGN8#E0I83+"=? MN),Y#:?#R"\:-[<$XV[G"==-J=S<&-BF',Z["9NQ0SF/Y7R6"U@N9#G!%V^<3]L\WZ[W?WU*XOLD+7^@^/>'[39_^:(37,": MQ&9M ^V_7SM),P1""AJ_E-CQ.??:]]B^N1WL&?\AU@ 2O:0)%4-K+>7FUK9% MM(84BQ;; %5OEHRG6*HF7]EBPP"'&2A-:,]QNG:*";5&@ZSOB8\&;"L30N&) M([%-4\Q?[R%A^Z'E6F\=7\AJ+76'/1IL\ KF()\W3URU[) (E)BE001A%')9# MZ\Z]G;F.!F0COA'8BX-GI*>R8.R';CS$0\O1'D$"D=046/WL8 Q)HIF4'_\5 MI%9I4P,/G]_8PXOS3(++&#,DN\DENNAU;=0#$N\3>07MI!,:&.YHM8(K*_ M:)^/[?D6BK9"LK0 *P]20O-?_%(LQ % \=0#O +@'0/:9P!^ ? O!;0+0/M2 MESH%H'.IA6X!Z!X#NF< O0+0N]1"OP#TL^CFX$$/=!\9VB%?9R Q"01 MG]20Y_D$??SP"7U A**O:[85F,9B8$OEC>:TH\+R?6[9.V/91X^,RK5 8TA MKL$'S?B;]_#39KSK-1#8:AG+M?3>UO+>:V2/0N!G^B+F" MNV?AD\NM^W7+^6O.A[]F?=H,GT!4SMVM@<\NA_L-D?3+7>%G?/Z[NP)-B(@2 M)K8Z0 M^*5.?XV$QH2N MT)C1':CN10)H#I0PCOYF$FK3MMQ*]W#9CH)^.L)S7<?[QUQXWVKY6-2;+@(O]#DR:G)LEFAL@]NKDI=7/3?$,0O") MD:](?=H?) 'JTU^IB5G30QVA.Y5E='I.X+K*X3K;$-$UE9H/:^R&UV#@_Q M=O]$48V>7:LHDV3!1?Z')DU.39+-;DXOT4[GP/^*5%SG9V'(>>>0B3A@H9/% M4^"KK XM5 JSI3(ON)2]9:W[+]OP'O7?N[<3MZ8_<&_# MO)+]DSXOK#]BOB)*A0DLE2PXU:K?"Z8E'S-'M> 8^1Z@'J_ M9"H'+AK:0/D?@]'_4$L#!!0 ("HT7EF5-=?@O00 &X9 9 >&PO M=V]R:W-H965T=- MW93QS%G,RE?W5;_LJ2:B91 $!PR" MVB#XTN#\@,&H-AA];0_CVF!<,E,-I>0A9)HM9E+L0)K6A&8N2C)+:QH^STS< M'[2DMYSL]&(I,LVS-6811P5OX2J.N0D(2^_FJZ:5"<^;$#7CB?I^YFKJU=BZ M4=W#LNHA.-#!=Q1'QL%/V8QQEU[E[QM7 Y>7+X.!@%_*9)3\/P3"+Q@#!\> M0GCS;;]?PS /F)_"R.O"P#)A/.T!"[\"+!@-^=09ZZ@)SZC$'1W O<4U1>)> MB@@QIC@I^/.6FL"-QE3]U>/G=84W[L12Y2S"N4-I0J' A\6N1/J(${L8+(!%@!I4"E668XA7\.1OUZ$/58-BNP M20EF\O%VX1 M[B-I$/=8DFR"A9; .GQ.&SZGEI?NU";/-L%"2V =']\:'L^&YV4JBDQ#G@, MC\]4:]#L%!*TH)KA<\$EPA8W/$IH^Z+]"B+:,"15$W1)VS]F,2-C:IRC--L9 M* (P*R?4S&#]YA*HO$H,>'1N)"FS:6O;!A6?^OEC\ECKMD'S>D'QN8?%3IKQG M4HE,P>^292H74E>M?Y*BR$^H9(A.@;(JL#65G$K#56(J&'C@:ZHH3* |]C>)0 MFBBXO5WV<3_HZ+'\%3? M,1F;Z1VSE)2-_IZ!WB#E"$T,LS+:,]/%9P[;7L>\%DYZ5O!SVX%BZ;*%U^6H) M!'^0+P)[^W<1KTGL:>)*(W723] @SK$SSBI:6*.U@S<:>]W8=?D)]OP$=E+G M'<]X6O26F<-='$V=3;30%EJ7WKT \FTK(-^]!+**%MI"ZY*Y5T'^L QJUU*T M$4-JE+FICGJKIE:U1;- Z54[I2C[UTFY5*_FOQ9+O]55-MKKM,KH73?ZP:KH5 M2I7L58D_A?"R=\K)W]04!R14MG3P91J54U910MMH77IW0LJ_\QV2K4J MB*RBA;,0NF3NA9,_K)S^AP1@51'5:)TRUN])JU;%CMLZH$Y1KLN#?D,;[4;5 M677SM/F8<%4>H;O[YM67B#LFUR0M(<$5F7JG9Y2J9'6X7]UHD9?'W8]"D_0L M+S?(8I2F ;U?":%?;DP'S2>6Q;]02P,$% @ *C1>6>L/4GZ&ULO5AMC^(V$/XK%G>Z[DI; MDI#PM@=(NQMH5^KJ5HNN_5#U@TD&8IT3I[:!Y=]WG(0LF+*D-1EE)(ZMD"5D,B6(B(1*6X]:#).#=,:,??!6FKU&F A\|[]EFV>%S,@BIX$OP/%NIH MW!JT2 A+NN;Z36Q_A6)!7<,7"*ZR7[(M9.T6"=9*B[@ HP4Q2_)_^EXXX@" M/-6 3@'HG *\,P"W +@G@+,F>07 NU1#MP!T+P7T"D O\WWNK,S3/M5T.I)B M2Z211C;SD(4K0Z.#66(R:ZXEOF6(TY,WT$P"IHHFCY# DFGRRFE"? B8/8PB85;GS0E"%UBR)?YSZY^7A+/A*6D!?&.0JHD:71+L-N!84-C[D- MG3,VN.1%)#I29)]$$%;@_7K\L 9OH3]*IW3V3GGLU!+.(6T3U[XC';OC5=CS M=#G>X9O&*1<[#+7(OA&OFP3 MD"IB:9YF-]/YE]=;XC,5<*'6$A3Y\S=D(,\:8O5752[EZKQJ=:80WZN4!C!N M8:55(#? 0FGSZX/3LSU6!;)+,;Y)LVB39K"&RHP3PR@3PZM@G\XB:L"[7G._(`M!I2&\([XH +)4E-1JF)1[961[=6N$=,WQCY%9=N-RL,,+;72- G-I\&2@*^S)[/W M5$4WY^]F_*8SWTP3:T%VL=MJDVEF5VN['0[[@U+M M42#Z92#Z_Q4(4T=^4D4L(N A6>S.NKW_+T.ZWL!UT $G7J]5>ZW7+]4Z;5+K MK$+K<-?#KK]:I\/2I\/:GWN8S,?:"SA2F<;QQ,VQA+K/&XX24CF>(##Q+\C MOV"K+]&Q-Y,/(1XKF$*Q;#>8ON.A5556O5K5UU:])LG\)LFF39+-&B([2H9A MF0S#_[?U'C:9 $V2^4V239LDFS5$=I0 COW]=&_7U@,38Q*8(L 6Z^S\#N>_ M[X+++<0[W K=]6GXKQ;SV\%C,KQ+SW+9W4E8KQ;RV+1-,# #7$P &0 'AL+W=OD M[/;?CY0457(5S5FYOMCBY9Q#?A]Y1'%QLPCWP$(]#E+<[XT=D+LYZ;)XQUD MF(_H'G+9LJ$LPT(6V=;D>P8X*4%9:CJ6Y9L9)KFQ6I1U=VRUH(5(20YW#/$B MRS#[<@TI/2X-VWBJ>$^V.Z$JS-5BC[=P#^)A?\=DR6Q8$I)!S@G-$8/-TKBR MYY%M*4#9XP.!(V\](S651TH_JL)-LC0L-2)((1:* LN_ ZPA3163',>GFM1H M-!6P_?S$'I63EY-YQ!S6-/V#)&*W-*8&2F"#BU2\I\,-E*)$ZL;O(# M<"&7BN"(R&3G";I#*CB/@/2-!T6^4Y)ID,T%DS6O96-"U)+ *;K)X6KM%LA% M *3E%_*+@_W ;IX=8E>*<);DJ:R U^80HY6:9IQ/;+K;F3,,R ST2W-Q8ZC M,$\@Z<$'P_C9 -Z446I"Y3R%ZMH9)+R'_0BYUB_(L1RO9SSK\^%NWW2^3SW\ M/O5H&!Y +.%V'[P32[=9=F[)YSXW'.F029$">K=!X:>"B"_H%L2.)JB] (/\ M*V'H1D#&_^I;0)6&UZ^A/'G.]SB&I2%-EP,[@+'Z^2?;MW[MRYY.LD G6:B3 M+-)$ULFZUV3=&V)?O04A@'%$-RAF((T$R7<=%])T2+Y%.*- %+OKR7+';E8>I M=^5AY5]SD;TP#^T,#HJ_-(/G:88Z-:,^3<<:31K-3M3'3=3'@U%_R&-IP#0E M"1:0G%AZ7[@'Z5ZZK722!3K)0IUDD2:R3H+])L'^#S!37V?6=9(%.LE"G621 M)K).UB=-UB>#V_IW^=F1$"X8>2S4&8RC#:,9NI";O54GZ"4JN@;P=VD AP$# MJ(1G;1OR1MZ)VTYZS,H_]]Z7\Z@-6W'I&S?.?6R];#\2[-XIFJH537J5?4FWQQ$S=:]0P9L6]X0 M<12K&%;?@DUM=UBMB7R_9;'1DK) M, [(\@+'J%JDJ"+HO;ST>J1 T*Q]W@!-@JH-LWU JG@I*H+G+6_T#4$L#!!0 M ("HT7EF*Q\J6B@8 #XG 9 >&PO=V]R:W-H965T)ZVR(8;0&ZZ2- !^,1_6YFV(\$AN9 MI3F_*4"Y6:V2XNL5S\3#Y0 -'D^\2^^7LCHQ'(_6R3V_Y?+#^J901\-]E7FZ MXGF9BAP42'$Y>(TN8LRJA#KB8\H?RH//H&K*G1"? JH/K^>4 5E?$,SZ358E$ M_=OR"<^RJI*ZCL]-T<%>LTH_/Q8/:X;KQISEY1\(K*_TKE<7@Z" 9CS1;+) MY#OQ\!MO&E1?X$QD9?T7/#2Q< !FFU**59.LKF"5YKO_R9<&Q&$"JF-.P$T MUA/HB032))"^K1)H'T56)/ ^B9X38)7L]_!JDE/$YF,1X5X $45K:I5'^K; M560:I;Q;6:AO4Y4GQ]? YEI=2=159@E3=Z'P.7L^W23{C)9 "_"[27(*/ MZNM-H<[\ FYW/1"(!8C37,6E20:N\UT7K[J*^@0F(B]%ELX3R>=ZB9=3+I,T M*W]2Q3[<3L'+%S^!%Y7T^Z78E$J_'VE:EAU><-9TXBK72/PB480\$;D/N4SE8Y,Z4.74Y:C"=;S(._ER Z/,FE5_!&RZ78@X.^^[? M? Z@T<"WYJOS'U(%V&M2L40W?%^4ZF?'+@1J?2UYL^6#\XP_(@[^:[H[+8E.7 MQ2*7Q6)'Q8[N.MW?=6JK/IYLBD+=6)"4)9?&(6&7[]7YU?

MS.\:,48\%H^'V M\&99=BL4$4$9]A;R]ZA)CM$3,KXO="JK'[-.!=-CN099020K$& MV*IR+N">HI%+T;@K2@-(H8?,@+T]8*]7'\[2Y"
[-4IER(V>OHXX\&JINI7&V MBIW+N:=HY%(T-HA2!(. FCG[>\Y^CX[\!&6_HTT@#D*$-,I6J7,I]Q2-7(K& M75%,L4_HB>$BV%,.>E#^MY[-;7>S.<#K]
[$)=]"]"((P9?K@8=4\%W=/T<--;,/N8Q0@B)"GL0T[!PWUN 7,UWK?M%N/ M0>1A%FK8NO5(2 -6S?(.XV)KPYXY;T"P-330/NJ*TOP^;_*.AQ\.!D0? DR!
MJAL1R#1PAD 2^B$+=`*F0 1#'^GH[&U[+KL#,XBL[-YR"5YFHE3N+,UG8L5! M(F61WFUDQ4EN;J"$]T9=UM+ M/*)/?TUAF'A41]P-
HY#B#N)N&"$>\G7"5@+/)=PZ1F2U)F/+^H.1I%-SZ+3: MU&FUR&FUV%6UX[O<.D1$_X>% >32JDV<5ILZK18YK1:[JG9\\UOOBNSF]>GU M 62PDI#
,-0'2*?^M:=JY%0U-JA2['F$F,>@]'6PR&YAWZH7TM.D#;X.!J'N M7^U29X/N)1HY%8U-HA2'[3FUL"B/@[60KCKZ1@B84ATQ$[=:T_5R*EJ;%"E M%
(8'4Y%CR*U_178#VW,Y!G4-'8&^AW3G:E<[FW4_U&#]QZ8VSWQN>M?^&N%\604(_IR!UYT09Y M/]7(J6K<5#M::/(90_
$\M8I8[M3MJR!88.M#55+]14&4US U!BG^5]#'`LP MAOJ\S12'*"%:7&QOV3.GQ[AUP/@I!WQBU:#),U[X9X&OSR2,<9#J:WU30QR# M:L+;>2'.N5N6(!"
MJ/^,8 CS@L/GL&'\/:P:;JT;MELW1^M?C[VNMSAIYZ_0Q009SD_11;3; MRM66W^TL>Y,4]ZGJ[1E?*"GXRE<-*W:;M78'4]SKS45W0DJQJC\N>3+G116@
MOE\((1\/*H']EKGQ?U!+ P04 " J-%Y9(W6&&AL M"\I"ZY+GB^8,H M/I8KSB7XO,[R\F*TDG)S-AZ7\Q5?)^5+L>&Y^F4IBG4BU6UQ-RXW!4\6M=,Z
M&V,(O?$Z>2?^M:=EU,SL569FG.KPM0;M?KI/ARR3/Q<#%"H\<';],.[E:P> MC"?GF^2.WW#Y?G-=]+OQ/LHB7?.\3$4."KZ\&+U"9S$,*X?:XD/*\]#:U!U
MY5:(C]7-U>)B!*L6\8S/914B4?_N^91G615)M>-3$W2TQZP<#Z\?H\=UYU5G M;I.23T7V=[J0JXM1,
(+ODRVF7PK'G[G38=8%6\NLK+^"QX:6S@"\VTIQ;IQ M5BU8I_GN?_*Y(>+ 0<4Q.^#& >L.](0#:1Q(7P3:.-"^'*QQ8'T=O,;!]JG? MD54S/4MD,CDOQ
,H*FL5K;JHAZOV5@2G>36S;F2A?DV5GYQ\E&JJR!*D M:J#S!7BUN$_R.2^!%. /D>82?% _;POUY 6XV - MW[P$!/X*,,34T)YI?W=BZLZWH4??
AA[;W6=\KMR1R?V(2[*?HZ2.1TXU1Z73 MQ3;CX*\EB#YM4_D%O.9R)1;@2K\M_31-HAT'-&%4"/RLWR9Q? MC%2&+GEQST>3GW]"'OS--
'HN@\U[5_M8+>3S!CU&/!^?C^<+"L.$,']R=HY!(T-H BXC/L[4&/*&9] MBIF5XG=*[NQ]FN"=-SN 99020K%&L!5E*,$]02.7H'$7E :00@^9"?;V!'N]
MYG"6)K=IELJ4&WGV.NC(HZ&:5AK/5K"A//<$C5R"Q@90BF 04#//_IYGO\=$ M_@K+?@>;0!R$"&DL6Z&&LMP3-'()&G=!,<4^H2?
21,!G.>C!\G_U;NY^MYL# MO%Z/370'W480A"G3DX<5XISNTTFW8FB<'6_/M M\2;[:%B,\S_LOGNA8D9/,M9V/?IB12\58@(D##$^D& 1;I02MX_&6*W:W
MW"A.8!9J%&G2$B"6G JIWWH6%L[]T3 M-W/H0&>Z:$>)[^D[88*9>#$R13K*5A*>2W(I, M9%4SDT99JDQ;,:URK%@.S[$-QF%?U4J@T]LU0A!
[6*>W:_8~!1 SG=^NG7[_M?)W=[Z'E4"OFD%W-64M"1B9=]PITV@SI]$B!%B]&.QE5E(C]@%H--^(?/YULKLZL"I4P:%_41
MO1;2#>H/T6H3J;/L5.CVA8VJJNS#T,-%K MOG:TP6SW0XV301 H2) M7J@PV'F$AD0O!!GL$ L#W^M09S)$E'EZ+MR<*&=RJ6&S_,'JR6(D-7R<]
MJ/*ESIS!+D!0KWG-#':*.8+U"F1D,J0^#<,.<]]# N)6 F*[!'16JL1=[82A M3Z%.=->,D2#T=)X-9DRO>T8&*Q(R'^H4.Q*)QQ2WV@_;M=_@4IH]WM!JBM-
H M,Z?1(J?18E?1CL>Y59XX^_&E-.Q2_TV=1ILYC18YC1:[BG8\^*T=V_"[H]>OD^(N5:M9QI<*"K[TU>)1 M[$XS[VZDV-
2G;V^%E&)=7ZYXLN!%9:!^7PHA'V\J@/V9\LG_4$L#!!0 (M "HT7EF)JY!@-`4 4; 9 >&PO=V]R:W-H965T%(NVB$JB*U)V"^S' MC[I$UH76XI;
(2RQ1W_F.OG.80QYQ>B#I%QHBQ,"W.$KH;!0RMKM6%+H.4>S3 M,=FAA#_9D#3V&;]-MPK=I<@/"J,X4C15M938Q\EH/BW&'M+5&0LP@EZ2 '-
MXMA/O]^BB!QF(SAZ&7C$YV#E \I\NO.W:(78T^XAY7=*S1+@&"44DP2D:#,; MWR2'#Z@29.9\:Q+1 MXB\X5%AU!-89922NC/D:Q#@I?_UO52
:!IQ';*!5!EK7P#AAH%<&^FL]&)6! M\5H/9F502%=*[47@7)_Y\VE*#B#-T9PMORBB7UCS>.$DGR@KEO*GF-NQ^3+9 M(IXYAD%F.3-:* $?
[P0D#G_CC+.4C5V!53BA -N ,)QR'_0BL MF,]05@&6\8ZG'MRE) :+T$^VJ*#U*,,\]?SF$,)U"!X1Y8E$0?ILLE?XFGE@HMWE^ =4 -_;1T\I1@1M_S07[]
M5T@RRL70J<)XE'*MRKJ*R&T9$>U$1'1P3Q(64N E 0H$]NZPO3-@K_#LU"G2
M7E)TJPT2KM!N#'3U/=4S1"\S^+UYKI(SL]Y]W[8>RL8>CU?]8)/\7'*V60 M12B?@-[7#+/OX!ZQD 2@.9/__LC-P))/2OJ/: :4/@RQC[PV7U,^C]%LQ(LO
M1>D>C>:__@(M]3=1^&62N3+)/$EDK409=:*,(?;YGSN4^@PG6_[ON"8Q A<1 MH?12E(V2R"J(\H5M/X?0<":3J;)OQKD/F^BZH;91;A^E:Q/---
HPKP_3H.K M(ZPEVJQ%FX.B_^ K^[*2^_&47+/GVH:,"3MJ^RC#-@R[HI:/TG7;ZD3.ZZ,@ MM#0#BL5:M5AK4*R+HZRLX8W\ I[VLB:+I)>$=N-
%U+%E=I2+0(;6$2X"Z9T8 M>GT0'*NZ6+5=J[8'52_X8/E8"(S43+)7)EDGB2R5J*<.E&.K.7 Z56K*TTWM4ZA7_1AW:5 M0*3;Q3:D525$,-5VQ&4"JL>-M?
KS:T"%T7(.;=-R.F(%N*Y:$95F6Z;5D2O$ M:SFH&)L%^DH=0ZLK'OZ_>"&3UM,NA*G:">W:4;LVJ/V):TXH MB7#@YR%HMRY"Y8-\YY8YV @L!S-
0GCM4M'0*8V=V.>P*4[IBV>]DR'!L&..PQ M#%8.\"X8[K'L.GL22]3S97*YLEB:^?LV/= ZRUJRF!W=7;Z9+*Y4MD\66SM M=!T;-CC,+(K
M#A6>"6,D+BY#Y .<3 M]N8" #W" &0 'AL+W=O)>K@$4>L@HDT-GK53>]SR9K"'#TN4Y,/UDR46&E9Z*E2=S M
3BUI(QZ+=_O>!DFS(D'=FTFX@$O%"4,9@+)(LNP>!P!Y=NA$SB[A1NR6BNS MX.6#'*]@#NHVGPD]\VJ5E&3).$,"5@.G
M.CT'I;#$!54W?/L1*C\VP(13:7_1ML+Z#DH*J7A6D74$&6'E/WZH\K!'T#K- MA%9%:!T3HB<(844(G[M#5!&BY^[0K@C6NE=ZMXF;8(7C@>!;)
Q:JYF!S;YE MZWP19N|)7 G]E&B>BF^ 8@4IFF&A'M$7@9G$]@@E>H0N M"QVWJ.6WHH9XQL^GATUV_F_WZ3_O?I",L+Y$H=4+__82H6^?-11=*N9
9E<3 M91-'7;6U M;MN>(B:-*"'"<'(O#F'3)E@G MX&6 MMAM0@=\[SLZT"1;TW/:1;6^ODF<@5K:%2NVH8*I\'^O5NDM?VN9TM#X*^N.@
M87VBNWK9A'_)EY\$UUBLB"[[%)9Z*]_MZI!%V6;+B>*Y[2,+KG17LL.U_C(! M80#Z^9)SM9N8#>IOG?@G4$L#!!0 ("HT7EE1%BFN(, *T* 9
M>&PO=V]R:W-H965T$]NX[/N?%U[V CY'>U M -#H9\6X&GH+K9=7OJ^*!51$78HE*[G7PHAQZVBH!!H2T% M,8\UC(
QRV1T_&A(O79/"]P=;]G?.?/&S)0H& GVA99Z,?12#Y4P(RNF;\7F M/32&8LM7"*;<+]HTL=A#Q4II435@HZ"BO'Z2GTTB=@!![Q% V #"IP*B!A Y
MH[4R9^N&:)(/I-@@::,-FQVXW#BT<4.Y_8P3+XD MX8JX!"OT&DW,H2E7#)"8H9%9$HR6+OJ:,,(+0!-WTK8<6J]R#4M0*&Q%&M: MUHOWO-@%?
Q24:_0 7*^DB7QQ YI0IEZ:#>\G-^C%Q4MT@2A'=PNQ4H27:N!K MX]3J]8O&U77M*GS$U026ERC"KU"(PUX'?'0:?@.%@0<.'NW#?9/?-LEAF^30
M\45_FV3T]9,)11\T5.I;E\V:M]?-:TO\2BU) 4//U+ RN0M?/<5P6Q/TH;&?C),,8!P?Z.L+B M)
[B;GUQJR]^FCY&R90RJBETBHR/=H\P3K+L0&176!#@I%MDOQ79/RGR9,EW MJ3U)I[<'_4QD>\Z3UGGRGVH].6<*SD2VEX*T34%ZMEI/CXY?'/:3PT-
Z'!6E M:?9(H6>MS.Q?"ST[VC? 09(/H\+;L M# O3PT+W=WH)V\A])G).33? 8&9P^#(Q/F7=&]43+9:NO9@*;9H5-UR8?A*D
M#3#O9T+H[<1V+&V'FO\&4$L#!!0 ("HT7EGI]VRJZ , *P7 9 M>&PO=V]R:W-H965TT%!DIX(@A7N8Y9K]O(:.]F>,[SQ<>R6HMU 4WGF[P"A8@
MOFX>F)RY+4I*1"IA"KB&X$=[XV1HO)$Z0\U^9S.'$]5 M!!DD0D%@^;>%.6290I)U_&Q G?:9*K$_?D:_K\A+,D^8PYQFWTDJUC-GXJ 4 MEKC,Q"/=_04-
H9'"2VC&JU^T:V(!R4E%S1ODF4%.2G]?_RK68A>@A_M20B: MA.#8A+!)""NB=645K3LL<#QE=(>8BI9H:E"M394MV9!"M7$AF+Q+9)ZG[S%A
MZ!O.2D!TB>Y)@8N$X Q]+KA@I>R7X.@#6M1-UD,^<0[R+BY2]#?!3R0C@@!' M7P#SDD&*L$!]=-DR] A)R1@I5N@6<\+1NSL0F&3\O7Q&%WO1B_N
OB[NT+LW M[]$;1 KTSYJ67#Z13UTAV2L.;M(PO:V9!GN8+F!SB4+O @5>$ VDS\WI=Y#(M=+]*#_5T5ZYYN_!!N_!!A1?NP9O30DB"$ M.+4YEL
TMJ.6[V4+3N??*6T'3BG5OQC;[@3'TVH":! M&D/T8CN7X1^P&95"@\&*C)DG-\42FLZSLR=^9$^-5GV*+32=>,=4?*,G.%>-`MH\-J-
(7HQ78.PS]@,6HU'KU?&M%.;I0E-)U[9U?*WL*M>I@;*'IQ#L/XQO=`MPKD*G1Q6J"E$+[;S'OX!\U$I-!RLR)AYE?W)US"3Q[W]Q6;8LM-)XU
M9UL"HSLX4XT-Z(`/G(&H_=\Y0>]XY(#AJ#5Y[*Y11CNY7:]Q2!)T_B4(]>G4 MJJ&QA:83]PQ-8#YP.5.GT3$'1 -1 SIU>T>IZAS["V8K4G"4P5*F>9=74N>L
M/AJN)X)NJM/5)RH$S:OA&K#LF J0]Y>4BN>).K!M#^CC_P!02P,$% @ M*C1>69S22)YV! D1L !D !X;"]W;W)K&UL MQ5EM;]LV$/XKA%8,+9!&
(FTI=F8;.QE"Y!L0=QV'XI]H*VS+50279*V&V__ M?J2DZ&66U"CAX'R(7+WZ.[A'?F '!T8_RHV !)C\)8C*V-E-M+VQ;+#414 MG+,MQ.K-BO&(2G7+U[;8/
3KC=0/[,EH2]_5G9VC^$$$L0A8C#BLQM8' M?#DEKG9(+#X'IE#+TDTC2Q):T8EG8PX M*NK16:0DBX2;Q5-D&LAW$NN7H;*#\YN:8!1Y]IN
/$5N@ZB&F\#&B(;F(A M^4Z-EQ3H/9JG@ZQ-II3SQR!>ITX"?8A]]*N0@6(4?%3 "?1G$]];&4@:A.*=
M0KZ%/82(J*M/\QEZ^^8=>H."&'WK,G//V'/^:4N8T-@E?Q[>?Z] M!+WWPP([0UYS@;[<*D1THQZ+
M6J9Z)IDR!%9AJI\SU6^ME%L6K]]_!!ZA&2SD6:F7ZM).L;P$2_5^PDFGMLG M@Y&]+V=T;'?A.NHO-
ZO$ZN:QNJVQ/G5\,FD44\ASJI[5O.N8&0*K\.#E/'BG MK6[/)%.&P"[7>1,71BL[A3++5>WAP=]S_E/=1_;#?&@L;H'>:R#UEBG+-X# ME\$B5*,)<< X^H-
)M:3-5(VK=<%%_Z 7SNNM^XZGH; *AP-77M@^&Q,G(MXC&$5B6GD(P$G[;JB5'!: JMRE9I2[!]3[!;U6=@Y6+NN36S_X_MJN$6BHVT M*[;&RG_EO-
_^V;F/4=_M\$.[-%R[=%ZB#ZON*%\':@A"6"E'Y_Q"X?#T_">]D6R;'*$LF)0L2BXW0'W@ MVD"]7S$EB;(;?2J3G\)-_@502P,$% @ *C1>6>H,&O2T!0 RT !D
M !X;"]W;W)K&ULS9IK;]LV%(;_"N$-0PNTL2A? ME3D&$NNR NL6U&CW8=@'1J)MH9*H4E2<[->/ND07AV;L[A1(/MB6S/,5HO2./5)WY_D[
MWYV]5XI1(^91R1L=*T4BPB",\F)T0VOJYUS*F,I2/_A1+JN-7,YBM&)QFHM* MTG]ND.(7\/?
O$HP^":!G_RCNZJ;ZBK'Z*HK)XS)+B4^O!G)VR"B_IX/E+S_A MJ?&K2AZ0.!L2YD#"7$B8!P3KB6S6B:-6B;: MBF;E@-*J)5.)0HLX=SR!A-
D5;%+"BE7M_=)8#.^[97^QA?N\!1YA8S+J-_,4 MS>:3\6S2-.OU_[3I_ZFV_S_1(*\6O6&"ON6$"\JC1^23%-V3**=(?I,=_*)5 MJXH:;9IS:U3!IU[-2=&^=?
O%!LRJP,)>-YJ0N5!+2< MR9W*7;5!""S.I P%Q+F -<%Z$I@W$IAK)?"1/(1Q'JMJK@T\M^:0,!L2 MYD#"7$B8!P3KZ<)J=&&|BN<)"U)DD# ;$N9 PEQ(F
<$ZXD,&ZT%8[RPZA<[MQL-_I:#*Y6*&V*9\FFC6)D>GI)K<74E@PU M)5:G-[553=6SDZ._M7.+>GIB M#RIQOV8=VPQ_UU/@.WFN<(#E"(!
(6]=.0Q*S/!'*8FI3CGL.@-+LFM:MC*44 MCP.:USTYKP>5MR\[LQ6$]16$\RT/Q>/[PA8/T/6>\$#YJ*>GG%UC2)H-2G- M:2XHS8.B],72VI3X=?
B4&-2H!*79H#0'E.:."TCPH6E]LK5V)7_ 4NV++6K'1 M)[%M"K'Y';')U0=]$ELJQ58N2I3Z@K3I5J TNZ9U'["ML74X5SUO9%H8'QA8
MBE;CL34[G'^>MQJ9\[':OL*M?XCU!N**)?>4B_ N*H:*)&0<_<&$K%^0T\(E MGB@+ ^HH@M)L4)H#2G-!:1X4K:^N+
MK351L=Y%_9&S#*CO"DJS06D.*,W%SRWFD34W+7-^.'/!"\5M^8KUKNOQV8X MI19 _5A0F@U*4YH+2/"A:?W-7 M:\Z:>G/V2_E?
8@(SO6G,/_UEG"LV4)H-2G- ::[YW#(V+94_")6VTM&PL^4R MIGQ:[J;-I)D>:L-:\W99L?N=;E/]> "\C2\=K#COXDNOVH_;XJOMP1\)WX9)
MAB*ZD:F,BYF,2%87'[<41)07C20WV?&BG%]K=R)!L^]Y M^1102P,$% @ *C1>63,6F2;B! Q4 !D !X;"]W>)K&ULK5AM<^(V$/XK&C?
3ROZ28/G99[7/2JNUID4H6^Y1F3#]9>J<.] M;69[3I..:$_'O(\WX\<""UNO UW2W5^6 /9L>R(ZNJ'HZ+ 4\V2U+DN:4R90S M).CVP?
J$[Q_)@.>6,.$8WJJ0@\.^%SFF6 ME4PPCW\:4JOU61J>_WYE_[4*'H)9$TGG//LK3=3^P1I;**%;4F3J*S_^1IN MJ@EN>":KO^C88!T+;0JI>-X8PPSRE-
7_R;=&B#,#X#$;N(V!JOOX5PR\QL![MJP>_,?#?ZB%H#*K0[3KV2KB8*#*;"GY$HD0#6_FC4K^R!KU25BZ4E1+P-@4[M-
5L0P5*VDVA)!5KMB:#H#JU@.29%1A'?HI@R#GZ)X@(1EJ O14Y%]51(FB#% MT9SGAT)1]$ADNJDP<9K!0((6RQ6ZC:DB:28_ ._3*D:W-
Q_0#;*1+'U)E#+T MQ%(E/YX-_+'GA00>&+RY>)[:"D(N)VYOFO>Z_#<*^%YZ#-G:B_1@B4T,=C' M_?:3'GL;I&[U=E_U?G1["5?T,$*>\Q&YCNL;YC-
_N[EG"N?'O"_^M_<+,;QV M\7D5GW>%[[26H.*9U\^]*>BB, Y=_^3R0!@%23H%63.V0L5*BVCEY2EL& 95V7!VMYMZG>P8G.J]CP!
MY12%G"A$DK^AAL/!JDS:U!Z#LYD&OB:_ 1),-%FZ&$>3I(O 81B8!0E;0<)> M05XW*1MJI83=E0+M3J)TD7Y8VB*.$FZ*--*Z:(PCB9G9!?"1*TP46]5.S\Q
MWU?7HB'KVI!D\9!DBX'(+I(S;I,S[EVU=3*.5?\(F2"P;Z$?1JS(U] 0;_3 MM"'04TL%.8/>R)2I<7=#.:$[T9/(@T6F]FP!EL8V<83W[Q<)ZTBD^_O
M8VC6$=UNH7NO-%!\WQ7]M^@T)$(<^ A:$*7.WZ73K<2?F?I?OW7H&EUZ@BS.4RTL5SSXB\'M5W%P[M+Y."EOUC8)07=V)U@\C3]>VBQA.L-
PL&E'XL?H_H4@WWI(;]II/QAZM,X^=R M]V!G'.J"F"'!$^JGH@GGC/$DTG4Q>?EC[TH+A4_]/NYO^-NOS:03.(:E13& MXQ /VN'_=[Z&1WD;-
C2@_T!>?">6Y M^M+KHO (7UMXI^8=]W?OS98TQAB88M3;3B/*=_4832A/\<-*#QR/"U&^^Q2 M!SZ3=]5MFH2Z6C!5?V*WH^V-W:?JGDH;?
\3WT2VX?5S3TE"10F]UL.I;YY*!VT]YZS M_P!02P,$% @ *C1>64_^O%OB @ K D !D !X;"]W;W)K&ULK59=D](P%/TKF>HX.J/T&U8LG0&*HP\
[PRQ^/#@^A/;2 M9FR;FJ2P_GN3M%1@NX"Z+VV2GG-NSDV3FV!'V0^> 0AT7^0EGQB9$-78-'F<
M08'Y@%9R0,RH@HL9)>E}]\8X$23BMQT+&MH%IB41ACHL24+ UJ+G)2P9(C7 M18'9KBQ0=# +@1T_:"/E9$WI#]7YF$P,2TT(>C5,VX
MC3UK8CN/Q';1+2U%QM&B3"#IX4?G^6_/\$V9ARX9SCX9,^>LX JJ 7*MU\BQ M'*]G/O/KZ6Z?G?^+OOCGZ$?)<+L_P]5Z[O5_QK?
IF@LF]_;WOL5NY+Q^.77> MC7F%8Y@8\D#CP+9@A"^>V4/K75^FGU(L>DJQQ1.)':V)UZV)=TX]_$0%SMO]
M)D_I_<[LVSNS1LG72JI:;$,K,+>':,Z(B!XB;->V?/<8MNB!W?C>R.]@1V;] MSJS_-V8%8?U&_8M&+R*BAXA>HSVP,T:'G='A6:/3+3!9DU"%2"R?
F"2HDGM. M.^\SW*@-SQB^B(@:A&T?0$;#P:G?!C4Z 'GNP'9/[)H'Y:< ENJZSU%,ZU(T MYTTWVETMIKJBGHS/[/'<[AF/Y%6DN3G\D6_N,;>8I:3D*(>-
#&4-5.5GS=V@ MZ0A:Z>*WID*64MW,Y'4*F +([QM*Q;ZC G07M/ W4$L#!!0 ("HT7EFK M&_D:P0, *D2 9 >&PO=V]R:W-H965T$38R=$,3)-OMY!COD-
+8#()QO* MF49Z9C68&9XY08TW$Y=L^F8[H764K@GB&^SW/,OLT@H\>) M81M/ P_I=B?4@#D=%W@+2Q"/Q3V3/;.A)&D.A*>4(
:;B7%KCV+;4@ZEQ=\[M'/E)&ZFEK"C]K#IWR<2PU(P@@[50""Q_#C"'+%,D.8\O-=1H8BK'T_83/2X7 M+Q>SPASF-/LG3<1N8@P-E, &
[S/Q0(]_0+T@7_'6-./E-SI6M@/+0.L]%S2O MG>4,\I14O_AK+<2)@^,\X^#4#LZU#F[MX)XYN,]-R:L=O&LC^+6#?ZU#4#L$

MI?:56*72$19X.F;TB)BREC35*--5>DN!4Z(J:RF8?)I*/S%=PE;6B4!WI*I2 ME>W?T&V2I*])L]:#MQ$(G&;\'7]#4H+^VM$]QR3A8U/(J2B@N:[#SJJPSC-AM7?21$K'C:$$22#K\HW[_L,??E!(T.CA/.LR<7N 2BAOD6N^18SD>>EQ&Z.V; M=QWSFE^/<7LPT2MF@^I<=> 6>F85]V,B6$N,W8=I:>\V->B67/=_:O!"LI$ M2K:MHOOT09JC.P$Y_[>KT"JVU\U6&_.(%W@-$T/NO!S8 8SIK[_8@?5[5W9U MPB*=L(5.6*P)ULJVUV3;ZZ-/_]SG*V"(;N3!I/*-5QD@7I4 1__U5/FL%_S2 M5.N$117.+V'],#],G;%Y.,V?SG"Q)E@K?WZ3/f\W?P]P +*'SDV \@Q.9+"' MMF7:05N,>8>=9P_]@=VVBR[M?,L.'#\\$_?2S@V]H>^X;;NX=V6OU"UH= MZ M=;MG\N\@$]^0/#$1?-FGA2KS]XA 9ZT%Q6EA S/5C3OC?G2*KXNYD)GS#BX M2%TX#/U!$[*E]:#1>M"K]2-)!21H*;#H+H=]Y?N)#IAD4[80BISMC&&ET>,W6$7 M7?+M=:-D?]*4U?UW0A=:@ M<6?0\"1H);AY\B:=]N6=QXF>B.J%IAEM[E5NR]N$L_&9/9K;'>.1/5I4 MMR8_\-4ESD?,MBGA*(.-#&7=#&1-LNI>I.H(6I3O\2LJ!,W+Y@YP DP9R.<;M2L531P5H;J>FWP%02P,$% @ *C1>6;_=BS0!' G1, !D !X;"]W M;W)K&ULQ5A=;]LV%/TKA%8,*;!$I+Z5V09JRT4# MK$ 0M]O#L =&HFVMDNB2E-W^^Y&2HNB#\=)%P5YLB3KWD/=<\HCB[$39%[XG M1(!O>5;PN;$7XG!MFCS>DQSS*WH@A7RRI2S'0MZRG8&5",BM&8F%HL#R[TA6),L4DQS'UX;4:/M4@=WK!_;W5?(RF7O,R8IF?Z2)V,^-P) MV>(R$W?T](S"T";F*+Z89KW[!J<%"\0E%S1O@N4(\K2H_ &W1HA.@.31!UA- M@#4,<)X(L)L ^[D].$V \]P>W":@2MVL)=C4TP;0+5B67(9P#G3(BX@(G&;\ MK8SYO(G Q9NWXU("_!I3TN.BX3/3'"%']?HRXV9RWIUA,CLL%'6H@!]^LB M(8DF/CH?'YZ)-Z4ZK436@T1+ZRSAAARN@ U_ 1;T',UX5L\/MW7IO*SW]7_N MO2>&W#M.MRKPM5KY+A 8((>3/SV)57@W-0X/JHCXO&.!8] M20B3XFQH5E;+LUF\NH3/,OWHRIR2+))J2;#T16:\HRSD.\[M[A/V$+;IAO^#N4(:Y8&6L$M9N9L\R_>C"G)0MFI1M/15;OR:=#Q7TBO;9D$]5IBG9 MHDG9UE.Q]IF)-O$]=X2..P_WGQJ<9P==UVO4&^,LB"S'"P96H0%* M&T70\YZPB\=O(G1V1_]*3MITVMTQ7R)[^*[1H(+ &HFDX;)@]479UVB,"T-W MH(_9.6[("=M5YSP^,*:K#X+JF\$/52"?=4")J7EWN"Y3Y8 >3S+:7BX49U MT)[(+?X!4$L#!!0 ("HT7EET;!>G<@8)\D 9 >&PO=V]R:W-H M965TF2.@<26L #K%C3M M]EFQ:5NK++H4G:3[]:,>L6R*8J)6Z)?8DN\]Y^KP>11.'KGXDF\8D^!IFV;Y MY6@CY>YB/,X7&[:-\_=\QS+URXJ+;2S5I5B\YU@\;),VJ9C#*$[WL9)-H. MRGNW8CKA>YDF&;L5(-]OM['X=LU2_G@Y0J/G&Q^3]486-\;3R2Y>LSLF/^]N MA;H:'U"6R99E><(S(-CJ9'WT'Q*/>V(RE:8&DZOA:@XX.G$7B\?=G]*A\>/4P]W'.9CS])UG*S>7(M'X$E6\7[5'[DC[^S^H%H@;?@:5[^!8]U+!R!Q3Z7?%LGJPJV259]QD^U$$<) M"L><@.L$K"U)=$Z@;Z6P:T3W%+[2JQ2Z7DLX^E$\$<@MBFB%5GPIFZO,5@(G6=&$[J10OR8J3T[OV%KU$PENLJJ7%JU]#NZJ?@;X"EPM M_U55L"4(KV\^S:_]3Y7$'D.3)EOYTS&29J?*8S/=W/P]LT9>.2#'S:\'T> M9\M\,I:JZH)[O*@KO*XJQ!T5$O"!9W*3@S!;LJ4A/[3G!Y,\L5+K(!E^ENP: M6P'OV.X](/ =P! [AGIF]O0/L5#IJ#-]_GIV8E+CQX]/OIO]1$MRZ'ZDQ"_= M>'KOBJ44R?U>QO*T7BEB3%$OHP M193 P)^,'XX;U%I+WP8U<"**L7?*&;;#'.0& 3T-B]IA1 TLV#S!B;ST("]M(7DSGBW4G"AXJC+7:GZ63#VY-$[.%1,]?EX2(*));*VGK\0&2NQ"5U.X'>4@ M0@)-X'84<3#&9GW=@[ZN5=|Y4X^Q2*HU3ZU]{-YR(9/_.OVIZVKB'#O4P9J* M5M:^*AHX"434T60TA'F$Z@T<&<)3RT"9B&]@Y">5;+W7.T!2&U82IZ6@(R!$K20L%]<-=]EL0,#&(BI:8FII6YKY@&S@!ZVJ(2 M&J(%%L8RSBM<:R=RTK56[\7"<.70R)#B&H%MT.VQF\AZ[Y^^I?<,&&4 MB1CX].W4S([>6ZDV)]$7!E-=A+KZ1MH4AJ"?-9DU1@79GZ7Q:=KL\VNJ8YKL^GU&_I.ZA7,9#2P$=(E[@=YJE5U=4E;HS%]);89%:(J^^R#6$.=']KLC38%>(B MKT/AQJ\@NV%H]^+O=-RH[0,\%+0V/?9R>FO<)G4\Q]$MMR&,$,]M:=P.0\C% M#NH0N?$RR&YF(K9D(D['4_WY>:Q?D-JU"%(JS(;%&T^*%HX*%HT%-H$S=^M"_D_XW4E&M)AS09%FP^*%@Z*%@V%=MKZC4M$=ILX5.NWC1?"$:M2710ZVA@ M=2G4-WBA(8P@ZK3>]QGB,'1]W+%4X<8]8KM[G(E$)@LUC=YD*Q$_[_&-.WL[M4M]A-"C:?%"T:"BTTQ9N'#!&/V,2Q4.:WMF@:/-!T<)!T:*AT$Y;O_'MMV.[;AVK]MCTF!$)M3SBS%].[6=ND%")?MZR&, 01];77U9$A+]".W[$1Q8W' MQW://]ANO^8Y>>F&/.KJKM5>3V^5VZSZ^Q-38=ASJ6Y9C7$XT!4>'YV?V#*Q M+D^ZY&#!]YFL_I=]N'LX37-5GB'1]E^CBSDRW_1152=E6G@JZ.['V*Q3E1+ MI&REJ.!{3_4&49V&J2XDWY6G-^ZYE'Q;?MVP6#F-(D#]ON)W)#I.O=(,0]^+O*13;<-8 M=:GK=+E!14(O<(5*_F6%29$P/B1KG58$)6D-*G+=- Q7+Y*LU&:3^MT=F4WP MEN59B>X(H-NB2,C3-,/%"GTVJ9(T6B'VN[@@?Z1U+FA6H MI!DN 4&KJ78%+V/H"D!M\4^&=O3@&8BE/&#\50QNTJEFB!FA'"V9H$CXSR.:MHSP73'>WUI2K?,I@(?/S^QQO7B^F(>$HCG.OV0IVTPU7P,I6B7;G-WCW9^H M79 C^)8XI_5?L&MM#0TLMY3AH@7S&119V?PFWULA#@"<1PXP6X Y!-@O *P6 M8)WJP6X!]JD>G!;@G IP6T =3+T1JU8Z3%@RFQ"\ T18K1G.!LU)D MUH(1_C7C.#9;H#7/$P9NRB9+1;1_XLFSP!>@7OTB,HMHB I4W!'>$H3]E0/ MHF_;K!+@C^ 3_Q=X>)_(+PF2;7)EN'"*ISEX'R*69#G]P"D_+T+P_MT'\ YD M)?A[@[>4<|")SO@BQ%3T93OAZV;"Y@L3ML M+MF&@JA,42K!A^/X8 2O<_$Z M!M>7O[!%S<'-PP5]#]9XC3!@FB9T-?<>#?;OPV,XQH&LZ0=\N.K:SMMW1'8?VL6C*WNE;DZG MFS,J6Z*HWT5+A&32=F0.8<2<2&#P8KFHS[/3?C3?$8J?<;,4>@"/W"\SF5/ M:[?3VAW5^A.O0QMP52"2+1.9NJ/P@TRU0V6*"HR4%D"]H(.2HRW/S_227D4J7 MLIVTI/(RX?IVK8UK)(R.=]MS_4%; M"B5VGAO8YF#G$TGL7-^V;&/0;L:7]EKI]CM_.+K5/+?CM&R]8NR[P]WAN,^S M$_\4GY%2GW'+=KBK\6 7^@Y^YTW_'6FS)QNO<%DUQVB'8]CC^[*ED"Y6RM14K98E5L ;CN3P;@\Y9=1^5^?*Z4+53*%BEEBU6Q]8.^/Z* XV<4HUW'/;H? MMNT9PSHIL;(L9]AQCJV@;0SW+9',S'0M..PW2D\!]{,KD*1=7U91<$2;TO6 MG#]W;[L+L:OZ&FCP_AI>SJ'D?0@OH^:Z:T_?W+[=)F2=E13D:,5=&1<>SP;2 M7&@U X:K^@+F 3.&B_IQ@Y(4$6' OZ\P9L\#X:"[5IS]#U!+ P04 " J M-%Y9KPE8CT4% !5(0 &0 'AL+W=O8DEZGR'_"XZX6=Z>]<.9X\C-GA6)?,\/ MK-1/MEP4B=*W8N?(@V!)6AL5N8,A])TBR29@4K9<9+(-CV?'&! MSBC&E4&-^#UC=_+D&E2NW'#^M;KYF)XO8+4BEK.-JB@2_7'+KEB>5TQZ'7^WMI(MNSLKP]/J>_4/MO';F)I'LBN=_9*G:GR_"!4C9-CGFZIK?_&[@/&)#6@#QV!K]UX.)$):NEX'= 5&C-5EW4T:^M=;RRLBJ4M1+Z:::MU&K-M=CKM"GPLFZ*KDO<.K)NR 7P+KMDM*X],@IOOX/(HM;F4X)?] [R.F4JR7+[1 M%E_6,7C]Z@UX!;(2_+;G1YF4]5PZ2J^QFLG9M.NY;-:#'U@/ 9]XJ?82T#)E MJ<$^GK>/9NP='9LN0/@^0)=XEG#-#N\!@6\!AM@UK.?J\>;$Y,[_FYT^>_9! M,$A7+:3F(_]1+=?LP(7*RMV@;OZLR@)\5*R0?YDRWW"[9NY*$<_D(=FP\X66 M/,G$+5NL?OP!^? G4]AMDL4VR;@ELD&"W"Y!]AS[ZOYM-86_L?1KR^K_Q^T* MA0@BY"^=V]+/(&G N"KT#7'Q%.=!Y&,O&N+H%$D'1B&PFR"99;),.6B(;) C!OC^ SY:-UO3T!7:]B*!P)!L&'(E" MG^"1;AAP"(=ZDS("4A,0N2[!T*P8U] MU\<^'NO'%$=*Y(83_9CB4(\ORW)"8@) 21!W8>J.^_T'P#=B4RE6VT@.AB M%(E4XKA11V'<7\PS/;D$;;+%5MFH+;9A3OI&$7DOJ116FT>K;+%5-FJ+;9BFMOH%$L^W/O%+XT\X#NAX9?W=AP/DD/.THVL!-<1@B[/KA6"FF0-VB(.C[#RA% MWXZA^7[L :70&XWAP+M?=='NP47!A(8;@S,[T9,KU"9;;)6-VF(;IJSO*U'X MDD)BM:&TRA9;9:.VV(9IZIM*--L2S0M)-&U92$A@,!:2*8Z$D>M-MAQ3',(D M"9 :@+"$"/?-0L)[CLT/-^A/59(P#M CX(?V%OP*4O3G&]'X*D3,'%]B%M MF9_]45KE2VVRD9ML0VSV#>>&+V@MF"K7:=5MM@]&[7%-DQ3WW7BV79I5EM: MT].3#NSI&(^ZCRL3SHT@!$;;8L%@1N,#VRH >>'873RK4GCK'-R3*QW$[OZ M?%Z"#3^6JCD#[$;[WP!BKX/M Z*)HS_.9&\4-]2'W#E>)%?;EG2_=>X[/2:/TDRD0+;R40IH4%A;3<+0966S Q4 MA9)V-DJ7S%*HMZ&I-++<@TH1QE%T&9:,RR!-_-I2IXFJK> 2EQI,799,_YFA M4,TT& :[A0>^+:Q;"-.D8EM8G2<"5!XV8:7 \GL[`+]PD_ M.#;F8[.R5JI)QFWPN49IX79'7P.?X#K/N3LR)F AV__N#O#T!BWCPIQ1RFL8+7V'.[NYG "7,(I%X((3!):4NSJAEFG;M:JB]!0]SVS QA%YQ!'\1@>M5S=P>G+V+TU(AGO7<>\Z]KRC_W0-O^XH Q862_/[F,R6;GRF@(KQ'*S:5SY6N&6Y/"@^N>@'NFZ?X8$+@A5#3X?!&.;MNJ#:RJ_%5>*TN-X:<%O42H70+M;Y2R M^\!U1_^VI7\!4$L#!!0 ("HT7EF-0S>F7 , / 5 - >&PO_Q.??8ODG<#BJUXO1V3JGRECD7U="?*U5^"8)J M.JO;I[*Q]?WFU'[\PP*4?M.$6[1XBVVKBNQC#I>%?:##_70I9XCM%Z#EJKW?!::+Z^D]B5$CH8.3EJ'0XL M R+<:[M=[=I"??5"A-[>H:/9.\=M[^$-KN6#NDQ'@ZP0FVJ-?!O0^4E.O0?" MA_Z8<#:1#%@9R1E?V7 ' M,"%])3^C;1AD*(5(\6#FT/[J!:)V>BD":WS6!_M3^KA>\"Z!P89YXW!CF\#HT%)E*)27.N.&6R"SR"O;M^M2NUP)LDJ['3]#<%< M=)))(5,JFS2AOPZ-!IQF8$>RV1RNJB@#)4J\]M4*G8=#OR5Y+RCB[5NIR6&>ZY_^TZSZB@DO!MT[KVW_,JO]IQU'LKR^:I MLF_8Z;$^,[QWD]U3,!E?@LF3J,G^*9A,3L!D[\V>FB\Q&9Z"RG#T'OJ_X*C/-TF]R8)QQ43=F[,TI>+9R5#+*S+1?\[NZ.OQ*MM;X;N,52!$.@%MTU&L?(ZL3P=>\/=I=$49*X$<#<#J((0^!NQ!', 7C D"@R[\&] M]U&P?D\%F__QCIX 4$L#!!0 ("HT7EF7BKL

*-8?20$3;-M8T.P6BP^0"X99K>]9!:G66$LI=MI!@ YSL M | !X;"[W;W)K8F]O:RYX;6S%F]MOVS84A_\5PD\;L"ZQK%N*IH#K)%V MKC7JK*\# (]$Q45U<4DK;_O4CI3HYBI4?]G+L)UL72Y\/17Z'%[UYJ,W7V[K^_M*KZ7167/)YNFV;X^.;'91I72_EEO5>6.K&M3RL9MFKL3NS5*YG:C5%,6)\'I M;7Q22EU-WK]976MI3NA&W:BLT77E=OH=7[1ZL$_'_:;XUU;?ZD(W/\XGW?=" M342I*UW]GRH_GYQ.A-W4#W_51O^LJT86]\$417$^C?F?8'OBC3Z&QO]\I#WLA; MV^UIY.UGZ4#.)_&IN^!;&]MT9W37EX[Q7KF3^ZVVJ;ITT2AS(1OUWM3M5E=W M_C+N7YR0O]'%8??9!_&U^3]AK-=KG:F+.FM+535]'(T]/&!E-WIK)Z*2I3J? M[$X1LLK%9=6X((GKJK^4.]?_4W?KZ[S_UXW#)3$TK[4[8*[S#IP/"<+665*=,&UXK=_*&0 ((,C0BXE@9P!R-D!(5<>PO_BGKM2CVK"60(`M(,.C02[I']5RZ8L^T MLEV[OJ0E/3U%#?DI+`:%LIG16[_?X22%MLKT)U%,:!IFU;R35G?U8VF4=:=VM9_P*HJXRBHE<,V66S4>7ULRSK&Z=L7UIF[IRW[.])W**7#-EELT\^]:ZF^Z5 M+U++E-\MC7'9F!4/NMF(16N;NE1FP(>L,F76R@98LJLBFM7(:LI?U,QMU8-'W7DARFS(%P%=$V9RYV[--H]EQ_@S_$1]50 M1"2(*;,A+M1MG^4OC,IU(ZYDYQM$>O"T!4@. .,J4FM7FDO7WZ!XJ-T/F-O]Z^I>V:;/-'4OMSWE^[Q,[*YI:4$RD@H!9!9_]3I<7+Z6ON'YQJJS,GLLJ0#((F&5P);417V31 M*I^17.G*Q5#+PG75;&/:DF(B2P3,EKB4IG)UI$OANWX%S=H#Y(NV1I;Z^DN[Y]E;0'R1,#L"9@!_QO0<0PDBQFS+&AR*7Z[MD>[N]G<*AZPQ.X UQK+,7Z 4$WEDQNR1/MDE6(B8\R8C?%R+MI%E&(B?44SD MFO"8U3BE:O>>?>]>RS=!2DFG!%A-L\SS)6[9-XZ#7U;"W^(8B+]A,SZ>8[9 MEJ4T/WQUOJ2-IAV6$.DG9-,/2]'L9L$;:LD0Z2=DU@__7+5;.@\6(OV$\IYM,=GM'P"*B?03,NL'8@[T$R']1,SZP9@SBHD4%!VKA].WH10362CBGY0'T0PI M)K)0Q#\M#S CBHDL%!UI\J3'C"DFG)GCGGYH'F G%1:;*^"?G 69*,9&%(F8+ M_1HDV,^_]L;3(F2AB-E"CY@DZ>CVB45M!Z-K$;)0Q&RA)\QG-B^ZS)@N&T$6 MBIDM!#$'LHR1A6)F"XUB_BV;UOAU;',*B2P4,UOH<4!K\'0N-GX-B154EC&R M4'RH<;?QNDXQD87B@X_"# QI 19*#E 7^AQ*<, ^)\5$%DJ8+?3"XH8=,,5$%DK8+83F!F@_/4$62M@M MA#!I!SA!%DK8+80P:0?M)K)0PFPAB#FP4(HL ME#);",_]:T9J>(@NES!;"F+2FI\A"*:.%1];7(HH)K0RFRA4XHLE#));:&S"DI0ZQ4062IDM-(IYV&6GE,A"Z>%7M3UA#@L=OC/#MO<(-8@[:362AE-E"&).VFV?(0F?,%MI;+_CB<,(9LM!9_XYI=[)]^R9W^76E M\H_N%M;MSV21+8WP'_Y*TR"_,)KU=5L4"[?O4_6AEQGN/=7=.[9Q_P-02P,$ M% @ *C1>65]Z@JF @ F#4 !H !X;"]?Y3D]H/(M CYK%K.)_*U0VZ+\RHM'J.G'EW)HQWUW&G;[\[#X//Y.PZK:C>/Y5UT/ZUTY MML-#=RZGRYU-UQ_:\;++LM_6Y7;^WVU++GJ\GJEX_3]7_YG8;3;[M=?G=K?\00)#,'Q0A*,X?E" HS1^4(2C/'Z00I/,'&039_$$.03Y_4 -!S?Q!M88DR+@F2)E@3:!V0ZT#@=4"P X'8 D. M!'8'Q#L0Z"VHMQ#H+;BW$.@MDQ_:!'H+ZBT$>@OJ+01Z"^HM!'H+ZBT$>@OJM+01Z"^HM!'H+ZBT$>D?4.Q+!'5'O2*!W1+TC@=YQLEE"H'=$O2.!WA'UC@1Z)]0[$>B=4.]$H'="O1.!W@GU3@1ZI\EF M-X'>"?5.!'HGU+L1Z)U0[T2@=T*]$X'>"?5.!'IGU+L3Z)U1[TR@=T:],X'> M&?7.!'IGU+L3Z)TG?U82Z)U1[TR@=T:],X'>&?7.!'IGU+L3Z*VHMQ+HK;BW M$NBMJ+<2Z*VHMQ+HK;BW$NBMJ+<2Z*V3PR8$>BOJK01Z*^]M!'HKZ[T$>AOJ M;01Z&^]M!'H;ZFT$>AOJ;01Z&^]M!'H;ZFT$>AOJ;01ZV^2P((>AGH;@=Z&M>AN!WHYZ.X'>CGH[@=Z.>CN!WHYZ.X'>CGH[@=Z.>CN!WHYZ.X'>CGH[@=X^ M.>Q-H++>CWDZ@=X-Z-P1Z-ZAW\Y-Z#^/7H0RWGN\U/0\GJ1XOWRVWQU^7WQS86[3T" #Q,P $P %M#;VT M96YT7U1Y<&5S72YX;6S-V]WV 4Q_%70;FM42(CCV&$]O6EWN_5B+^EID3D MGVRWHV_$]I*FSJTBDG[WA"!]?,[\9$^=UQ_>YZL7QSZ;O";9!?"]"G+?+VS MO?'I.-DAKFQ'UYL0OJ']:#+UWCS83*Q6*JO'(=@A+,.Q1G)S?6>WYK$+B\^' M^+-OQV&3.-OY9'%[VGC,VB1FFKJV-B&N9T]#\UO*\B4AC2?G/?[73OXJ;DBR M=O..*W\,>#GW]>BEZ=3P[QANWI,[\X?RYS+C#NO'?CY./$G/UXW.M(CJ>7 M4RQD76C/O^);8BQ\]?O9X[0;V_QE=KS>'Z/;S_/PV?RX_(Y_G?%;_0_V(2!] M%)_^)*2/$M*'@O2A(7U4D#[6D#[R%:41BJ@YA=2<8FI.036GJ)I36,TIKN84 M6'.*K((BJZ#(*BBR"HJL@B*KH,@J*+(*BJR"(JN@R%)09"THLA8460N*K 5% MUH(B:T&1M:#(6E!D+2BR2HJLDB*KL,@J*,)*BJR2(JNDR"HILDJ*K)(B;TF1 MM:3(6E)D+2FREA192XJL)476DB)K29&UI,BJ*+(JBJR*(JBR*HHLBJ*K(HB MJZ+(JBBR*HJLFB*KILBJ*;)]BJR:(JNFR*HILFJ*K)HBJZ;(6E%DK2BR5A19 M*XJL%476BB)K19&UHLA:462M*+*N*;*N_Z>LW\=Q_X_CYV?:FW9XS<_F?_K<M_ 102P$"% ,4 " J-%Y9!T%-8H$ "Q $ @ $ M 9&]C4')O<',O87!P+GAM;%!+ 0(4 Q0 ("HT7EEIC!11[@ "L" M 1 " ;\ !D;V-0&UL4$L! A0#% @ *C1>69NA^#*SN!0 R!\ !@ M ("!#0@ 'AL+W=O&PO=V]R:W-H965T&UL4$L! M A0#% @ *C1>649>,KH.!@ -QD !@ ("!FAP 'AL M+W=O&PO=V]R:W-

H965T&UL4$L! A0#% @ *C1>6<20 MX7R="P]&< !@ ("!P3 'AL+W=QA@(, ' 8 M " @90\ !X;"]W;W)K&PO=V]R:W-H965T M&UL4$L! A0#% @ *C1>6>"1=%00 @ W 0 !D M ("!R4$ 'AL+W=O&PO=V]R M:W-H965T&UL M4$L! A0#% @ *C1>68OA'QC3! , P !D ("!@DX M 'AL+W=O&PO=V]R:W-H965T=C !X;"]W;W)K&UL4$L! A0#% @ M*C1>6?_V_68&PO=V]R:W-H965T&UL4$L! A0#% @ *C1>63O&PO=V]R:W-H965T&UL4$L! A0#% @ *C1>69&PO=V]R:W-H M965T&UL4$L! M A0#% @ *C1>62$&PO=V]R:W-H965T_' !X;"]W;W)K&UL4$L! A0#% @ *C1> M6=PARNFE"P QB !D ("!%-$ 'AL+W=OK&= @0$ "1" &0 M @('PW >&PO=V]R:W-H965T&UL4$L! A0#% @ *C1>63%&7$"I!P -Q\ M !D ("!A.L 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ *C1>674X6/+[@ :P8 !D M ("!M@$! 'AL+W=O+8$!8"@ &0 @('H! $ >&PO=V]R:W-H965T M&UL4$L! A0# M% @ *C1>66+.]N?Q @ 9 8 !D ("!+@T! 'AL+W=O M&PO=V]R:W-H965T&UL4$L! A0#% @ *C1>6>1I M)WKQ P 6PH !D ("!1AD! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ *C1>681AP12G @ E@H !D M ("!V2H! 'AL+W=O&PO M=V]R:W-H965T&UL4$L! A0#% @ *C1>6=,]1R-["@ ;6H !D ("! M!CX! 'AL+W=O5 [V\) >:@ &0 @(&Z2 $ >&PO=V]R:W-H965T&UL4$L! A0#% M @ *C1>61H>@"CG P *!0 !D ("!LU8! 'AL+W=O&PO=V]R:W-H965T 0!X M;"]W;W)K&UL4$L! A0#% @ *C1>6=TAK1JR M! !D !D ("!U&$! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ *C1>63QV(USS P (1 !D M ("!;&P! 'AL+W=O&PO=V]R M:W-H965T&UL M4$L! A0#% @ *C1>68T2SKK\ @ \ H !D ("!E7@! M 'AL+W=OP$ >&PO=V]R:W-H965T&UL4$L! A0#% @ M*C1>66BS[>%P! @1(!D ("!UH(! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ *C1>6>']{-"9 @ Y 8 !D M ("!LIL! 'AL+W=O&PO=V]R:W-H M965T&UL4$L! M A0#% @ *C1>6?T4Z1#+ P 11(!D ("!4;&PO=V]R:W-H965T&UL4$L! A0#% @ *C1> M694UU^"]! ;AD !D ("!"-4! 'AL+W=O&PO=V]R:W-H965T 0!X;"]W;W)K M&UL4$L! A0#% @ *C1>68K'RI:*!@ /B< M !D ("!V>(! 'AL+W=O&PO=V]R:W-H965T;P 0!X;"]W;W)K&UL4$L! A0#% @ *C1>67CG$_;F @]P@ !D M ("!4?8! 'AL+W=O&PO=V]R:W-H965T M&UL4$L! A0# M% @ *C1>69S22)YV! D1L !D ("!Y " 'AL+W=O M&PO=V]R:W-H965T&UL4$L! A0#% @ *C1>64_^ MO%OB @ K D !D ("!E1 " 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ *C1>671L%Z=R!@ GR0 !D M ("!!AP" 'AL+W=O&PO M=V]R:W-H965T&UL4$L! A0#% @ *C1>68"N125* @ YP0 !D ("! 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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 103 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 105 FilingSummary.xml IDEA: XBRL DOCUMENT 3.24.3 html 388 435 1 true 79 0 false 8 false false R1.htm 100000 - Document - Document and Entity Information Sheet http://www.parsons.com/20240930/taxonomy/role/Role_DocumentDocumentAndEntityInformation Document and Entity Information Cover 1 false false R2.htm 100010 - Statement - Consolidated Balance Sheets (Unaudited) Sheet http://www.parsons.com/20240930/taxonomy/role/Role_StatementConsolidatedBalanceSheetsUnaudited Consolidated Balance Sheets (Unaudited) Statements 2 false false R3.htm 100020 - Statement - Consolidated Balance Sheets (Parenthetical) (Unaudited) Sheet http://www.parsons.com/20240930/taxonomy/role/Role_StatementConsolidatedBalanceSheetsParentheticalUnaudited Consolidated Balance Sheets (Parenthetical) (Unaudited) Statements 3 false false R4.htm 100040 - Statement - Consolidated Statements of Income (Loss) (Unaudited) Sheet http://www.parsons.com/20240930/taxonomy/role/StatementConsolidatedStatementsOfIncomeLossUnaudited Consolidated Statements of Income (Loss) (Unaudited) Statements 4 false false R5.htm 100060 - Statement - Consolidated Statements of Comprehensive Income (Loss) (Unaudited) Sheet http://www.parsons.com/20240930/taxonomy/role/StatementConsolidatedStatementsOfComprehensiveIncomeLossUnaudited Consolidated Statements of Comprehensive Income (Loss) (Unaudited) Statements 5 false false R6.htm 100070 - 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Disclosure - Contingencies Sheet http://www.parsons.com/20240930/taxonomy/role/Role_DisclosureContingencies Contingencies Notes 22 false false R23.htm 995575 - Disclosure - Retirement Benefit Plan Sheet http://www.parsons.com/20240930/taxonomy/role/Role_DisclosureRetirementBenefitPlan Retirement Benefit Plan Notes 23 false false R24.htm 995585 - Disclosure - Investments in and Advances to Joint Ventures Sheet http://www.parsons.com/20240930/taxonomy/role/Role_DisclosureInvestmentsInAndAdvancesToJointVentures Investments in and Advances to Joint Ventures Notes 24 false false R25.htm 995595 - Disclosure - Related Party Transactions Sheet http://www.parsons.com/20240930/taxonomy/role/Role_DisclosureRelatedPartyTransactions Related Party Transactions Notes 25 false false R26.htm 995605 - Disclosure - Fair Value of Financial Instruments Sheet http://www.parsons.com/20240930/taxonomy/role/Role_DisclosureFairValueOfFinancialInstruments Fair Value of Financial Instruments Notes 26 false false R27.htm 995615 - 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Disclosure - Contracts with Customers - Summary of Changes in Contract Assets and Contract Liabilities (Details)", "shortName": "Contracts with Customers - Summary of Changes in Contract Assets and Contract Liabilities (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "53", "firstAnchor": { "contextRef": "C_424b49d5-ce36-41ad-9b6b-e8e9fdcaf362", "name": "us-gaap:ContractWithCustomerAssetIncreaseDecreaseForContractAcquiredInBusinessCombination", "unitRef": "U_USD", "xsiNil": "false", "lang": null, "decimals": "-3", "ancestors": ["span", "p", "td", "tr", "table", "ix:continuation", "div", "us-gaap:RevenueFromContractWithCustomerTextBlock", "div", "body", "html"], "reportCount": 1, "baseRef": "psn-20240930.htm", "first": true, "unique": true }, "uniqueAnchor": { "contextRef": "C_424b49d5-ce36-41ad-9b6b-e8e9fdcaf362", "name": "us-gaap:ContractWithCustomerAssetIncreaseDecreaseForContractAcquiredInBusinessCombination", "unitRef": "U_USD", "xsiNil": "false", "lang": null, "decimals": "-3", "ancestors": ["span", "p", "td", "tr", "table", "ix:continuation", "div", "us-gaap:RevenueFromContractWithCustomerTextBlock", "div", "body", "html"], "reportCount": 1, "baseRef": "psn-20240930.htm", "first": true, "unique": true } }, "R54": { "role": "http://www.parsons.com/20240930/taxonomy/role/DisclosureContractsWithCustomersSummaryOfChangesInRevenueDetails", "longName": "995885 - 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Disclosure - Contracts with Customers - Summary of Remaining Unsatisfied Performance Obligations Expect to Satisfy (Details)", "shortName": "Contracts with Customers - Summary of Remaining Unsatisfied Performance Obligations Expect to Satisfy (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "57", "firstAnchor": { "contextRef": "C_fcd2ec66-6709-4033-bead-1f03fafda2d2", "name": "us-gaap:RevenueRemainingPerformanceObligation", "unitRef": "U_USD", "xsiNil": "false", "lang": null, "decimals": "-8", "ancestors": ["span", "p", "ix:continuation", "div", "body", "html"], "reportCount": 1, "baseRef": "psn-20240930.htm", "first": true }, "uniqueAnchor": { "contextRef": "C_30aace83-b327-4a5b-94fa-08f28b1ab7b4", "name": "us-gaap:RevenueRemainingPerformanceObligation", "unitRef": "U_USD", "xsiNil": "false", "lang": null, "decimals": "-3", "ancestors": ["span", "p", "td", "tr", "table", "us-gaap:RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionTableTextBlock", "div", "ix:continuation", "div", "body", "html"], "reportCount": 1, "baseRef": "psn-20240930.htm", "unique": true } }, "R58": { "role": "http://www.parsons.com/20240930/taxonomy/role/Role_DisclosureLeasesAdditionalInformationDetails", "longName": "995925 - 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Disclosure - Leases - Schedule of Supplemental Cash Flow Information Related to Leases (Details)", "shortName": "Leases - Schedule of Supplemental Cash Flow Information Related to Leases (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "60", "firstAnchor": { "contextRef": "C_424b49d5-ce36-41ad-9b6b-e8e9fdcaf362", "name": "us-gaap:OperatingLeasePayments", "unitRef": "U_USD", "xsiNil": "false", "lang": null, "decimals": "-3", "ancestors": ["span", "p", "td", "tr", "table", "psn:ScheduleOfCashFlowInformationRelatedToLeasesTableTextBlock", "div", "us-gaap:LesseeOperatingLeasesTextBlock", "div", "body", "html"], "reportCount": 1, "baseRef": "psn-20240930.htm", "first": true, "unique": true }, "uniqueAnchor": { "contextRef": "C_424b49d5-ce36-41ad-9b6b-e8e9fdcaf362", "name": "us-gaap:OperatingLeasePayments", "unitRef": "U_USD", "xsiNil": "false", "lang": null, "decimals": "-3", "ancestors": ["span", "p", "td", "tr", "table", "psn:ScheduleOfCashFlowInformationRelatedToLeasesTableTextBlock", "div", "us-gaap:LesseeOperatingLeasesTextBlock", "div", "body", "html"], "reportCount": 1, "baseRef": "psn-20240930.htm", "first": true, "unique": true } }, "R61": { "role": "http://www.parsons.com/20240930/taxonomy/role/Role_DisclosureLeasesScheduleOfSupplementalBalanceSheetAndOtherInformationRelatedToLeas "longName": "995965 - Disclosure - Leases - Schedule of Supplemental Balance Sheet and Other Information Related to Leases (Details)", "shortName": "Leases - Schedule of Supplemental Balance Sheet and Other Information Related to Leases (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "61", "firstAnchor": { "contextRef": "C_fcd2ec66-6709-4033-bead-1f03fafda2d2", "name": "us-gaap:OperatingLeaseRightOfUseAsset", "unitRef": "U_USD", "xsiNil": "false", "lang": null, "decimals": "-3", "ancestors": ["span", "p", "td", "tr", "table", "body", "html"], "reportCount": 1, "baseRef": "psn-20240930.htm", "first": true }, "uniqueAnchor": { "contextRef": "C_fcd2ec66-6709-4033-bead-1f03fafda2d2", "name": "psn:FinanceLeasesOtherAssetsNoncurrent", "unitRef": "U_USD", "xsiNil": "false", "lang": null, "decimals": "-3", "ancestors": ["span", "p", "td", "tr", "table", "psn:ScheduleOfBalanceSheetInformationRelatedToLeasesTableTextBlock", "div", "ix:continuation", "div", "body", "html"], "reportCount": 1,

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Includes only common stock transactions (excludes preferred stock transactions). 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background, timing, and recognized assets and liabilities. The disclosure may include leverage buyout transactions (as applicable)." } } },
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financial institutions, acquired at the acquisition date. 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
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change. 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
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thereof, and (2) is exposed to potential losses or, less frequently, gains, arising from (a) possible claims against a company's resources due to future performance under contract terms, and (b) possible losses or likely gains from uncertainties that will ultimately be resolved when one or more future events that are deemed likely to occur do occur or fail to occur." } } }, "auth_ref": ["r96", "r149", "r740", "r819"] }, "us-gaap_CommitmentsAndContingenciesDisclosureAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommitmentsAndContingenciesDisclosureAbstract", "lang": { "en-us": { "role": { "label": "Commitments and Contingencies Disclosure [Abstract]" } } }, "auth_ref": [] }, "us-gaap_CommitmentsAndContingenciesDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommitmentsAndContingenciesDisclosureTextBlock", "presentation": 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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": ["r99"] }, "us-gaap_CommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesOutstanding", "presentation": ["http://www.parsons.com/20240930/taxonomy/role/Role_StatementConsolidatedBalanceSheetsParentheticalUnaudited"], "lang": { "en-us": { "role": { "label": "Common Stock, Shares, Outstanding", "terseLabel": "Common stock, shares, outstanding", "periodStartLabel": "Common Stock, Shares, Outstanding, Beginning Balance", "periodEndLabel": "Common Stock, Shares, Outstanding, Ending Balance", "documentation": "Number of shares of common stock outstanding. Common stock represent the ownership interest in a corporation." } } }, "auth_ref": ["r15", "r99", "r820", "r838", "r1242", "r1243"] }, "psn_CommonStockSharesOutstandingIncludingEmployeeStockOwnershipPlanShares": { "xbrltype": "sharesItemType", "nsuri": "http://www.parsons.com/20240930", "localname": "CommonStockSharesOutstandingIncludingEmployeeStockOwnershipPlanShares",

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"http://www.parsons.com/20240930/taxonomy/role/Role_StatementConsolidatedBalanceSheetsParentheticalUnaudited"], "lang": { "en-us": { "role": { "documentation": "Consolidated joint ventures.", "label": "Consolidated Joint Ventures [Member]", "terseLabel": "Consolidated Joint Ventures" } } }, "auth_ref": [] }, "psn_ConstructionEquipmentMember": { "xbrltype": "domainItemType", "nsuri": "http://www.parsons.com/20240930", "localname": "ConstructionEquipmentMember", "presentation": [
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Includes, but is not limited to, change in contract asset and contract liability." } } }, "auth_ref": ["r1146"] }, "psn_ContractWithCustomerAssetCumulativeCatchupAdjustmentToRevenueChangeInMeasureOfProgressPercent": { "xbrltype": "percentItemType", "nsuri": "http://www.parsons.com/20240930", "localname": "ContractWithCustomerAssetCumulativeCatchupAdjustmentToRevenueChangeInMeasureOfProgressPercent", "presentation": ["http://www.parsons.com/20240930/taxonomy/role/Role_DisclosureContractsWithCustomersSummaryOfContractAssetsAndContractLiabilitiesDetails"], "lang": { "en-us": { "role": { "documentation": "Contract with customer asset cumulative catchup adjustment to revenue change in measure of progress percent.", "label": "Contract With Customer Asset Cumulative Catchup Adjustment To Revenue Change In Measure Of Progress Percent", "terseLabel": "Percentage change in contract assets" } } }, "auth_ref": [] }, 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Includes, but is not limited to, fixed-price and time-and-materials contracts." } } }, "auth_ref": ["r933", "r1147"] }, "us-gaap_ContractWithCustomerLiability": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiability", "crdr": "credit", "presentation": ["http://www.parsons.com/20240930/taxonomy/role/Role_DisclosureContractsWithCustomersSummaryOfContractAssetsAndContractLiabilitiesDetails"], "lang": { "en-us": { "role": { "label": "Contract with Customer, Liability", "terseLabel": "Contract liabilities", "totalLabel": "Contract with Customer, Liability, Total", "documentation": "Amount of obligation to transfer good or service to customer for which consideration has been received or is receivable." } } }, "auth_ref": ["r456", "r457", "r469"] }, "us-gaap_ContractWithCustomerLiabilityCumulativeCatchUpAdjustmentToRevenueChangeInEstimateOfTransactionPrice": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiabilityCumulativeCatchUpAdjustmentToRevenueChangeInEstimateOfTransactionPrice", "crdr": "credit", "presentation": ["http://www.parsons.com/20240930/taxonomy/role/DisclosureContractsWithCustomersAdditionalInformationDetails"], "lang": { "en-us": { "role": { "label": "Contract with Customer, Liability, Cumulative Catch-up Adjustment to Revenue, Change in Estimate of Transaction Price", "terseLabel": "Changes in estimates related to direct costs of contracts", "documentation": "Amount of increase (decrease) in revenue recognized for cumulative catch-up adjustment from change in estimate of transaction price which (increases) decreases obligation to transfer good or service to customer for which consideration from customer has been received or is due. Includes, but is not limited to, change in assessment of whether estimate of variable consideration is constrained." } } }, "auth_ref": ["r929"] }, "us-gaap_ContractWithCustomerLiabilityCumulativeCatchUpAdjustmentToRevenueChangeInMeasureOfProgress": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiabilityCumulativeCatchUpAdjustmentToRevenueChangeInMeasureOfProgress", "crdr": "credit", "presentation": ["http://www.parsons.com/20240930/taxonomy/role/DisclosureContractsWithCustomersSummaryOfChangesInRevenueDetails"], "lang": { "en-us": { "role": { "label": "Contract with Customer, Liability, Cumulative Catch-up Adjustment to Revenue, Change in Measure of Progress", "terseLabel": "Revenue impact, net", "documentation": "Amount of increase (decrease) in revenue recognized for cumulative catch-up adjustment from change in measure of progress which (increases) decreases obligation to transfer good or service to customer for which consideration from customer has been received or is due." } } }, "auth_ref": ["r929"] }, "psn_ContractWithCustomerLiabilityCumulativeCatchupAdjustmentToRevenueChangeInMeasureOfProgressPercent": { "xbrltype": "percentItemType", "nsuri": "http://www.parsons.com/20240930", "localname": "ContractWithCustomerLiabilityCumulativeCatchupAdjustmentToRevenueChangeInMeasureOfProgressPercent", "presentation": ["http://www.parsons.com/20240930/taxonomy/role/Role_DisclosureContractsWithCustomersSummaryOfContractAssetsAndContractLiabilitiesDetails"], "lang": { "en-us": { "role": { "documentation": "Contract with customer liability cumulative catchup adjustment to revenue change in measure of progress percent.", "label": "Contract With Customer Liability Cumulative Catchup Adjustment To Revenue Change In Measure Of Progress Percent", "terseLabel": "Percentage change in contract liabilities" } } }, "auth_ref": [] }, "us-gaap_ContractWithCustomerLiabilityCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractWithCustomerLiabilityCurrent", "crdr": "credit", "presentation": ["http://www.parsons.com/20240930/taxonomy/role/DisclosureAcquisitionsSummaryOfEstimatedFairValuesOfAssetsAcquiredAndLiabilitiesAssumedO "http://www.parsons.com/20240930/taxonomy/role/Role_DisclosureRelatedPartyTransactionsScheduleOfConsolidatedBalanceSheetRelatedToServices "http://www.parsons.com/20240930/taxonomy/role/Role_StatementConsolidatedBalanceSheetsParentheticalUnaudited", "http://www.parsons.com/20240930/taxonomy/role/Role_StatementConsolidatedBalanceSheetsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Contract liabilities (including $64,899 and $61,234 Contract liabilities of consolidated joint ventures)", "label": "Contract with Customer, Liability, Current", "verboseLabel": "Contract liabilities", "negatedLabel": "Contract liabilities", "documentation": "Amount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as current." } } }, "auth_ref": ["r456", "r457", "r469"] }, "us-gaap_ContractWithCustomerLiabilityIncreaseDecreaseForContractAcquiredInBusinessCombination": { "xbrltype":

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Receivable, Claims and Uncertain Amounts", "terseLabel": "Contract assets, unapproved change orders, claims, and requests", "totalLabel": "Contracts Receivable, Claims and Uncertain Amounts, Total", "documentation": "Amount of billed or unbilled claims or other similar items subject to uncertainty concerning their determination or ultimate realization under long-term contracts." } } }, "auth_ref": ["r224"] }, "psn_ContractsReceivableLossRecognizedOfClaimsAndUncertainAmounts": { "xbrltype": "monetaryItemType", "nsuri": "http://www.parsons.com/20240930", "localname": "ContractsReceivableLossRecognizedOfClaimsAndUncertainAmounts", "crdr": "debit", "presentation": ["http://www.parsons.com/20240930/taxonomy/role/Role_DisclosureContractsWithCustomersSummaryOfContractAssetsAndContractLiabilitiesParenth], "lang": { "en-us": { "role": { "terseLabel": "Loss recognized related to claims recoveries", "label": "Contracts Receivable Loss Recognized of Claims And Uncertain Amounts", "documentation": 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For a 2006 annual report, which may also provide financial information from prior periods, fiscal 2006 should be given as the fiscal year focus. Example: 2006." } } }, "auth_ref": [] }, "dei_DocumentPeriodEndDate": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentPeriodEndDate", "presentation": ["http://www.parsons.com/20240930/taxonomy/role/Role_DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Document Period End Date", "terseLabel": "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_DocumentQuarterlyReport": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentQuarterlyReport", "presentation": ["http://www.parsons.com/20240930/taxonomy/role/Role_DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Document Quarterly Report", "terseLabel": "Document Quarterly Report", "documentation": "Boolean flag that is true only for a form used as an quarterly report." } } }, "auth_ref": ["r986"] }, "dei_DocumentTransitionReport": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentTransitionReport", "presentation": ["http://www.parsons.com/20240930/taxonomy/role/Role_DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Document Transition Report", "terseLabel": "Document Transition Report", "documentation": "Boolean flag that is true only for a form used as a transition report." } } }, "auth_ref": ["r1018"] }, "dei_DocumentType": { "xbrltype": "submissionTypeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentType", "presentation": ["http://www.parsons.com/20240930/taxonomy/role/Role_DocumentDocumentAndEntityInformation"], "lang": { "en-us": { "role": { "label": "Document Type", "terseLabel": "Document Type", "documentation": "The 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'." } } }, "auth_ref": [] }, "ecd_DvddsOrOthrErngsPdOnEqtyAwrdsNtOthrwsRflctdInTtlCompForCvrdYrMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "DvddsOrOthrErngsPdOnEqtyAwrdsNtOthrwsRflctdInTtlCompForCvrdYrMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year [Member]", "terseLabel": "Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year" } } }, "auth_ref": ["r1029"] }, "us-gaap_EMEAMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EMEAMember", "presentation": 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to withdrawal or usage; held in foreign currencies; attributable to disposal group, including, but not limited to, discontinued operations. Cash includes, but is not limited to, currency on hand,

demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r1192"] }, "us-gaap_EffectiveIncomeTaxRateContinuingOperations": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EffectiveIncomeTaxRateContinuingOperations", "presentation": [
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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": ["r599", "r601", "r602", "r603", "r606", "r607", "r608", "r609", "r610", "r728", "r947", "r951"] }, "us-gaap_FairValueInputsLevel1Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel1Member", "presentation": ["http://www.parsons.com/20240930/taxonomy/role/DisclosureFairValueOfFinancialInstrumentsSummaryOfFinancialAssetsAndLiabilitiesMeasuredAt], "lang": { "en-us": { "role": { "terseLabel": "Level 1", "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": ["r438", "r473", "r478", "r594", "r604", "r677", "r937", "r938", "r939", "r947"] }, "us-gaap_FairValueInputsLevel2Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel2Member", "presentation": ["http://www.parsons.com/20240930/taxonomy/role/DisclosureFairValueOfFinancialInstrumentsSummaryOfCarryingValuesAndEstimatedFairValuesO "http://www.parsons.com/20240930/taxonomy/role/DisclosureFairValueOfFinancialInstrumentsSummaryOfFinancialAssetsAndLiabilitiesMeasuredAt], "lang": { "en-us": { "role": { "label": "Fair Value, Inputs, Level 2 [Member]", "terseLabel": "Level 2", "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": ["r438", "r473", "r478", "r594", "r595", "r604", "r678", "r923", "r924", "r937", "r938", "r939", "r947"] }, "us-gaap_FairValueInputsLevel3Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel3Member", "presentation": ["http://www.parsons.com/20240930/taxonomy/role/DisclosureFairValueOfFinancialInstrumentsSummaryOfFinancialAssetsAndLiabilitiesMeasuredAt], "lang": { "en-us": { "role": { "terseLabel": "Level 3", "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": ["r438", "r473", "r474",

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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": ["r376", "r378", "r379", "r380", "r382", "r383", "r386", "r387", "r902"] }, "us-gaap_FiniteLivedIntangibleAssetsNet": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsNet", "crdr": "debit", "presentation": ["http://www.parsons.com/20240930/taxonomy/role/Role_DisclosureIntangibleAssetsScheduleOfGrossAmountAndAccumulatedAmortizationOfIntangib], "lang": { "en-us": { "role": { "label": "Finite-Lived Intangible Assets, Net", "totalLabel": "Net Carrying Amount", "periodStartLabel": "Finite-Lived Intangible Assets, Net, Beginning Balance", "periodEndLabel": "Finite-Lived Intangible Assets, Net, Ending Balance", "documentation": "Amount after amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite 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Examples include, but are not limited to, desks, chairs, tables, and bookcases." } } }, "auth_ref": [] }, "us-gaap_GainLossOnSaleOfPropertyPlantEquipment": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "GainLossOnSaleOfPropertyPlantEquipment", "crdr": "credit", "presentation": ["http://www.parsons.com/20240930/taxonomy/role/Role_StatementConsolidatedStatementsOfCashFlowsUnaudited"], "lang": { "en-us": { "role": { "negatedLabel": "Loss (gain) on disposal of property and equipment", "label": "Gain (Loss) on Disposition of Property Plant Equipment", "totalLabel": "Gain (Loss) on Disposition of Property Plant Equipment, Total", "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": ["r11"] }, "us-gaap_GainsLossesOnExtinguishmentOfDebt": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "GainsLossesOnExtinguishmentOfDebt", "crdr": "credit", "presentation": ["http://www.parsons.com/20240930/taxonomy/role/Role_DisclosureDebtAndCreditFacilitiesAdditionalInformationDetails", "http://www.parsons.com/20240930/taxonomy/role/Role_DisclosureIncomeTaxesAdditionalInformationDetails", "http://www.parsons.com/20240930/taxonomy/role/Role_DisclosureSegmentInformationSummaryOfAdjustedEBITDABusinessSegmentInformationDe "http://www.parsons.com/20240930/taxonomy/role/Role_StatementConsolidatedStatementsOfCashFlowsUnaudited", "http://www.parsons.com/20240930/taxonomy/role/StatementConsolidatedStatementsOfIncomeLossUnaudited"], "lang": { "en-us": { "role": { "totalLabel": "Gain (Loss) on Extinguishment of Debt, Total", "negatedLabel": "Loss on extinguishment of debt", "terseLabel": "Loss on extinguishment of debt", "label": "Gain (Loss) on Extinguishment of Debt", "negatedTerseLabel": "Loss in partially unwinding Convertible Senior Notes", "documentation": "Difference between the fair value of payments made and the carrying amount of debt which is extinguished prior to maturity." } } }, "auth_ref": ["r11", "r43", "r44"] }, "us-gaap_Goodwill": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "Goodwill", "crdr": "debit", "presentation": ["http://www.parsons.com/20240930/taxonomy/role/DisclosureAcquisitionsSummaryOfEstimatedFairValuesOfAssetsAcquiredAndLiabilitiesAssumedO "http://www.parsons.com/20240930/taxonomy/role/Role_DisclosureAcquisitionsAdditionalInformationDetails", "http://www.parsons.com/20240930/taxonomy/role/Role_DisclosureGoodwillSummaryOfChangesInCarryingValueOfGoodwillByReportingSegmentDet "http://www.parsons.com/20240930/taxonomy/role/Role_StatementConsolidatedBalanceSheetsUnaudited"], "lang": { "en-us": { "role": { "label": "Goodwill", "periodEndLabel": "Ending Balance", "periodStartLabel": "Beginning Balance", "terseLabel": "Goodwill", "totalLabel": "Goodwill, Total", "documentation": "Amount, 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." } } }, "auth_ref": ["r216", "r361", "r729", "r914", "r919", "r948", "r956", "r1108", "r1115"] }, "us-gaap_GoodwillAcquiredDuringPeriod": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "GoodwillAcquiredDuringPeriod", "crdr": "debit", "presentation": ["http://www.parsons.com/20240930/taxonomy/role/Role_DisclosureGoodwillSummaryOfChangesInCarryingValueOfGoodwillByReportingSegmentDet], "lang": { "en-us": { "role": { "terseLabel": "Acquisitions", "label": "Goodwill, Acquired During Period", "negatedLabel": "Acquisitions", "documentation": "Amount of increase in asset representing future economic benefits arising from other assets acquired in a business combination that are not individually identified and separately recognized resulting from a business combination." } } }, "auth_ref": ["r365", "r919"] }, "us-

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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": ["r162", "r178"] }, "us-gaap_NetCashProvidedByUsedInFinancingActivities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInFinancingActivities", "crdr": "debit", "presentation": ["http://www.parsons.com/20240930/taxonomy/role/Role_StatementConsolidatedStatementsOfCashFlowsUnaudited"], "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. 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A major class is composed of intangible assets that can be grouped together because they are similar, either by nature or by their use in the operations of the company." } } }, "auth_ref": [ "r1119", "r1124" ] }, "psn_ScheduleOfAggregateAmountDebtRepayableTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://www.parsons.com/20240930", "localname": "ScheduleOfAggregateAmountDebtRepayableTableTextBlock", "presentation": [ "http://www.parsons.com/20240930/taxonomy/role/Role_DisclosureDebtAndCreditFacilitiesTables" ], "lang": { "en-us": { "role": { "documentation": "Schedule of aggregate amount debt repayable.", "label": "Schedule Of Aggregate Amount Debt Repayable Table [Text Block]", "terseLabel": "Schedule of Aggregate Amount of Debt" } } }, "auth_ref": [] }, "us-gaap_ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTable", "presentation": [ "http://www.parsons.com/20240930/taxonomy/role/Role_DisclosureEarningsPerShareAdditionalInformationDetails" ], "lang": { "en-us": { "role": { "label": "Antidilutive Security, Excluded EPS Calculation [Table]", "terseLabel": "Schedule Of Antidilutive Securities Excluded From Computation Of Earnings Per Share [Table]", "documentation": "Disclosure of information about security that could potentially dilute basic earnings per share (EPS) in future that was not included in calculation of diluted EPS." } } }, "auth_ref": [ "r29" ] }, "psn_ScheduleOfBalanceSheetInformationRelatedToLeasesTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://www.parsons.com/20240930", "localname": "ScheduleOfBalanceSheetInformationRelatedToLeasesTableTextBlock", "presentation": [ "http://www.parsons.com/20240930/taxonomy/role/Role_DisclosureLeasesTables" ], "lang": { "en-us": { "role": { "documentation": "Schedule of balance sheet information related to leases.", "label": "Schedule Of Balance Sheet Information Related To Leases Table [Text Block]", "terseLabel": "Schedule of Supplemental Balance Sheet and Other Information Related to Leases" } } }, "auth_ref": [] }, "us-gaap_ScheduleOfBusinessAcquisitionsByAcquisitionTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfBusinessAcquisitionsByAcquisitionTable", "presentation": [ "http://www.parsons.com/20240930/taxonomy/role/DisclosureAcquisitionsScheduleOfAcquisitionDateFairValueOfThePurchaseConsiderationTransfer "http://www.parsons.com/20240930/taxonomy/role/DisclosureAcquisitionsSummaryOfEstimatedFairValuesOfAssetsAcquiredAndLiabilitiesAssumedO "http://www.parsons.com/20240930/taxonomy/role/Role_DisclosureAcquisitionsAdditionalInformationDetails", "http://www.parsons.com/20240930/taxonomy/role/Role_DisclosureAcquisitionsScheduleOfSupplementalProFormaInformationDetails" ], "lang": { "en-us": { "role": { "label": "Schedule of Business Acquisitions, by Acquisition [Table]", "terseLabel": "Schedule Of Business Acquisitions By Acquisition [Table]", "documentation": "Disclosure of information about business combination. 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The disclosures contemplated herein include the fair value measurements at the reporting date by the level within the fair value hierarchy in which the fair value measurements in their entirety fall, segregating fair value measurements using quoted prices in active markets for identical assets (Level 1), significant other observable inputs (Level 2), and significant unobservable inputs (Level 3)." } } }, "auth_ref": ["r1185", "r1186"] }, "psn_ScheduleOfFinancialInformationOfConsolidatedJointVenturesTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://www.parsons.com/20240930", "localname": "ScheduleOfFinancialInformationOfConsolidatedJointVenturesTableTextBlock", "presentation": ["http://www.parsons.com/20240930/taxonomy/role/Role_DisclosureInvestmentsInAndAdvancesToJointVenturesTables"], "lang": { "en-us": { "role": { "documentation": "Schedule of financial information of consolidated joint ventures.", "label": "Schedule Of Financial Information Of Consolidated Joint Ventures Table [Text Block]", "terseLabel": "Schedule of Financial Information of Consolidated Joint Ventures" } } }, "auth_ref": [] }, "us-gaap_ScheduleOfFiniteLivedIntangibleAssetsAcquiredAsPartOfBusinessCombinationTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfFiniteLivedIntangibleAssetsAcquiredAsPartOfBusinessCombinationTextBlock", "presentation": ["http://www.parsons.com/20240930/taxonomy/role/Role_DisclosureAcquisitionsTables"], "lang": { "en-us": { "role": { "label": "Schedule of Finite-Lived Intangible Assets Acquired as Part of Business Combination [Table Text Block]", "terseLabel": "Schedule of Intangible Assets Value on Purchase Price", "documentation": "Tabular disclosure of finite-lived intangible assets acquired as part of a business combination or through an asset purchase, by major class and in total, including the value of the asset acquired, any significant residual value (the expected value of the asset at the end of its useful life) and the weighted-average amortization period." } } }, "auth_ref": ["r39"] }, "us-gaap_ScheduleOfFiniteLivedIntangibleAssetsTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfFiniteLivedIntangibleAssetsTable", "presentation": ["http://www.parsons.com/20240930/taxonomy/role/Role_DisclosureIntangibleAssetsAdditionalInformationDetails"], "lang": { "en-us": { "role": { "label": "Intangible Asset, Finite-Lived [Table]", "documentation": "Disclosure of information about finite-lived intangible asset. 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A73*^_59+D%^5=X]E?,7CN=6%<
M!>>W,3\AC@!3_&1;2%L#GV7>C6.4\;J"K%LD)/#^\5XM9$@9&D^XBV1^\Q+|*W.UU_E,^4KZ'*X.0G#Z'[\Jj%@2+Q?"FBV.P)<[' M*.
(I;RHP9&!\R"/H/XFZ[|"O#C6#4K3-?1BU=+U(?NVPPSX[&CSY,886G*E M"39.!>QC23OXW8-=:*<;'G,*'[D.V8"S;*C;S*0]V:](R-6KD?*4.E\%572=
M1X2AW*C P*+3QX)%*O 82CPUB1ZZ8GP(@1P?XIH6$L>#HX4JC4;#KNJ(1LV+ MTLTGJ*L=0+_EF)AO;R>UH&A'2,,ZY]+-M]4?6'R|K;ZK"Q^'O_VX
Y<:'S&V M?:24W6\$:9&UC3_/*]TX%7)%OH:Q\.*M0;S=C-SPW-.FFKK):H^G?*\/V^#$ M[@.A";(W+\& 1CCX"/.&44$!K=;_!C3J]$1MJU01J4W$M>2*!
(G(IFZVRE-M(L?;E-%UZA2FZO9GUS_>-.=%5@=^P6W*HT>QE.]8#]S[X1OT#S#85](.*RY1 MCE]^FH0]2KG6*=L4-/.YKN[=O-
N.;Q=G1#/>@,*E]R8:IE*9BXOF*JNBQ<)N M2(FZR!=F_1ZL'H4,]\F9$FV;7]=0\(/&MZ1]L"YAT$QH5"6[;2N=C3?H=A8Z MA?!2AK*27>^W:
6IV]:YQ()AOR2?"N"+ZD#=ZZSM'A(LK%G;91">\%\>Z9%A MKGSHWMH L$HT><@$]DI,XZ(>2U"X1BF:(H6"A@;]BGZE8&5E[*"E ,BC[6K< M2H_)!J(7
AL-Y"#KUC^_]K29O[5Y#"%Y^HO#D9N\M%['?(,58B\&]1)F;K@: MU#LK(S\TW.(?>?@RX$80Y86^-:W6< 9FWM]HEOEA^D BXF[]8GM^Z_:VUF1:
M]EV#%\M=B<$V]_9,%-&RWO2]3_%+8;9/A(RKMR#SOJEYW@76Y9_'M:L?PP)3D%EVYML:F]97-'A%]V.O2Y5ZD M(0(R\&@0"POB_]1Q_^-S,[?
E_6$95641V8EU!YI[M]G-M5A?+.Q^= MW57HZ&:!>,8[/WJ0K_9JQ\FH$**C#- M0+ [9+/ 46@Z*!!X<]]>9 W38:!8@)^)E/N+A)Z8/W. P8IMIF?_1#F:3/>< M#%LUD-:,/&(ZBR-I^X,P0V<"_]<.SK4D*>YA_>W"RB.91'XY&/L9FL &B'4 M%RZU.1E"871$>I\;(IT)?9/Q.L5\3/&#WS$5$]+SK95;GXN7:[R#-4YI+H:I
M%-U_.TK/?);MX27>;95#(U?D%[2 !NJP""L1OB;Z^=WKX9K[H:L?])$ M-K^"15TYX.1E.INPROANF+PVN72B$I3RS0\0$R3#\6#:('AJ+'K91?3= H.%
M^X;R(7L'*)8>%7B:2>&;<-WG>PZB,] => Q33]WSB8:L3>*_;*)[N]-(]&A2 M#9'#\7)-KU)!O?2VUYCE99.2WGVN55WF'<7^YT-GKF+-28(SA*R5K_8\
[@QE M_99G$X497K-S'BRR!^@,/O\VDWA97#_#2U_DIT_+#Z['::./U+R'/OC+'L-& M T"P'CR+2U\MCJP/Z2S1HLL'X,+F@X?J&.;U2.,.2C5(.1)F/@0W
9QD^ M ;@S@[E^L+)=%*'60S(34@+E]%W91!$R*9#P:/3BK1KR(-EIQ:;WVH!67U*G M/UA'L#:WX;;DK .=*(K0,"TEX/GT2H/F^;05E&6?7IE-
IS]8A;>4!+UP)QY#N97]V/T)H#%F%4N77UE\COZ8*E*-K\3<+U<1 MO8MX)KKRFN6TJ(OI2CO*J?CP8F&D]C*M4&M# NSCLS;K.L3M"WQ-
JK9[@)%_=J$U-M(!:HR"+K/9;,U%QP2("28BI0J9YT\')K3!!]5P!=2L'BNJE2ZZD6Y2C5"#5-XU"![HQQ @=]\5U-M0\SFN\ ^,T_;YY4?-3_W^;_DM*!$(A0B-

XK2A^4L#:]L;L.?^$Y#5FG F5Z9#\? MO\.#V'E!'X2*_VF_T HGHYR27WC@-5TS(P.[&O87W(}Y#$_V+8%$16%.A)3 M;3]Q^]O-EVR7M"4NR1\^C1M/8J%5DNMX3_Q35?>!MR]?^_Z[6#6*.R*F-?5ZPK#L@P\(/TQ6KB_V5 MWRV;B,C2'),WN'!0(,PK,2K-- -;>!7Q4,F="]I:N)\'Z]9<&2OCG.4MW@!]HTSS_LND(L@-:!]^F,D>L52GN5X5MG MNC.EZ2]B%3IS,6[!- 5J.FZQ2N:+KXDT8&/JC!?N$*"$PY5U+2L(/Y,L=\_[Y M2#(-^7(^W2+\.&F?Q<,VVUKW'+'C@0#G1W0[<;N8?2S"E=\("X<$,U&,]JYH MM "Z3.'Z?-_]7;0==<[\8[!8SK2F%X]NP%OV7M]@?9F\^06%9]'Z]DH%-&=M6-P*=01C<"H!/7F[=!Z_#-U6^'"@\MDT2;O.N/J#]NH0Q7-8Z/33]B&JM"M M@Y2T?S)GA2;^,)9E/-:@4'YD-C:]V, 0]M+CA[8P7=YH^X)U4I/KG]#>H9_^M(SL7X,K8N_Y'FZ Y'E43H#@RWMYU".'FEC=-81KH<@P5B MR:$)7P2S0T]-,89G&W08+_;2;N(WAS%4D>G-%^2! :?VZR=\8.? ,;?#-2V8]RMMG=#O]F]&S*G @:5KM/1CDL[!]ZH'7RJ9:)H8G;4I&\Y:,4AVD]E[!SKT?S6 M('1E%9L[?L8AU38\4639!UKD->*5<#?;1W$=LX+AR17_)\:V/+%HH"<.(V<#ASGPWI=:(0:=_R0]6F9D1/W0A_3 MC60[Y")EJR#<8-E2KHM,0_$B6@'$V0?.Z1!6G<:%O'M"V..C ^,L1B_>=> H M*KNM<@H1HR@(N= (?99G_\QB0,'0XKLW;QK_+])K_I3^,XK9,]JX60AF:5D ;_U6+G!1RA[%U1"H MM[3\("#&[SJZ.=<'JR!;XQ"_3$O+4E*VW?X MXLE'5"#P)%F](.Q99B5OD&O1""#@TH0"#+>"1#TK,S,)_^J*+FL9B1NV0J M<%PIV::D.OZ\#W[I^%'TPS>-QPW;:.*K,@=GYM&'5 M9I!,TD80F:D;?A2VPBH9-<(8&W4-24UP_]QN^D T)$3CI&* B X M 81T!$1T!#<[_" 0$!"*\&^(J&0(C?(RD9.<4M2OP_""V D("(B)"8Z)]=MX^^&X>\#B.E(Z.\]4B:]8V!'QNW#(/X^.8^W*&I[EY-9T4/!*&",97 MQN.WF'@EU_F0_YCV+\O^]PR+ ^+ ^R[+\9]M_M6@!0$1'@#X^(#@ "8%_DQ]X'M_/_^__O_._W4.Q8(\>Y*BL#QVM*@)_ND6YA^S1R\$7%JS)KKZ8UH,&#Q-6Y% M_]/>?Y3(J(NT]][,*=6H C,I;Z&Y8 A<1 M&L)0O;;*[(+C?5CU]]7D";WF*\/7E'VWMU@O"$N[#*;S!%4/1T9BA3K]5Q?K MUD!1D'85C2DH]]RBFUQ83UKZ0VS&%J;9_E55;YKX;1;ZSQKG12R#ED0 ^H!M(=.,F>]P.E>H& *76>4RZ[.Z)_>U/C @W<#9HT8N2HUUY[/R3L8V5"C4':'7 M@64;-4:..M--$GU^W)M5V*HQKW@T.2%O\:*+(D!TF:-[HP&$2O#^AE*W\#Z.X" M.<.N! .:#+_&T!?>0$"=I2,T.XS1:$L3'M&:08"?=XSR.C8.CGSKMT_>XKI M.;>3H>/N_?5!F\LH2SN5_'P7TG!!CFFL96)"SVSU%-Q2\M27.M!&J1R M;X5]P@NB8X%;U)[TU!_R"0X6[Z6Z+U?72LL0DFI#$'P#(+F-S1:64IO<0G]U MFB5W%*..W/QUUB=^IC'=5WS5%XP] '1F%XW5YY!['.,"NL MH%+X6ZMR. ^MUG7]3OZ$1HIOG03!GKSW&!#V[EO/^2BJ]?"/K+9!F[S(0Z.!@1MG)_RY/1(I)&\XJV@PI7A5B $PCE=%7!NFA'*CRV$LH7Z0:>$VRCABWJTUG-JM=5:=5+YJN_$:U#&,F]PLO,ZLK'UJ;\5B@'?;'B&BN^]"4GNOZM_RQU#%,*2G-M]!V7C024= DJY+B%5LI;ZF^;-$^-6T5WW0#B;.C1X^L-2+*(BQ+($:<7V]2R M'LQW+L6*A2H"@5J,DO4D%'7REU:GWA:E+OFH3L8QC CV)Y0) MX];N+D:"7GP^*S8#DIPK]#=EE_\5^Z3JRBR:!?TPCM@B10)VC*C2,3$7D-=.K/N $S7M>2;L6(5HZ7I$T)#"D:':-2)];!#%O_L?]O M]:.IH?K8\G"&4&8D-QK2GZC)_+L6X [Z-]U]2E"V3]T)W%Y?IMV,61LK+WKX45L85;[U.Z>*(>R']^9 V.;7M1% 3L?IOS26]H=_(\3'KYN.HX MRSSM_A?';Y'$/VB4#08GZU1:EJ;SH8$W@.B/X;/@<\-#,.+VP0T@P63FP[5GM* 62%]'MC%3IWN/M)Q<3I2XYB+]S7Q_$!0D? 0\.["3Y+9:45%:]:FN,A:\8 M95/H:W+4_'+TY[GWGH-6_>TVE!MCA >>#]T;3AS)E;, ^K)CY2AO\6$6((*NFM>B6@7]HCH'3N2JG,>-97R3>;%)L-D:U3"2RNJ>5O-AI@>MJ8G^"XWI(4N-= MR'%O&)%SL'?)?&>@JT*@25W^$ .BZ4TR^6]'NTYBC@C!?X4O'QXG4HS;-P F ME,MH-(BP2G).(1 >!Z;1+N5-MI?=]??86[&A58Z,R<;F^LA@2D4]@Y#(=DU:1A.EYD)!/ZVMXAY[M\<=J$@T:_^"G,|-.V4]RF*:!_XUM2TNTM/:(OI@DY#PS^%^1<>XLV*/Z@PTK M8C8Z5+D4O3TQJ8ZD\M,N6I:"=#(+,61;?21@Y7%'GA$N9NJ@50/9O'*_1/M3B7WH1-5CGN(K'J/N%9NFL'H M5,SMRCUC.1/SIXR,XA/(7>IQR.[P#3$R7^FUMMB>9CS+:L0P@%!!+=.@NDFXMO?ZZ-8?Y>G]JL!0BL8$%Q$]#=#]JHZW\TDH^]K0+9C^T7\@:1X M]?/RTKM)>65?'($Q9EI:EA)JL6?@.-MZY^Z<]Z9L'ESR2%58=-%4BG]]>5Z:MGI1^2RM'GN2],I*&[0>6!(*DKX[LHT]Y;LPD(-1%6E#F&;VS91-(4^G3+-)Z/ Z#OH*S>-8 M*1M .4.%4#;YP9)Y"%@4:(B]9;2=8TMT,2MY>F0)O,O=\Y[@[T_A'-B7F!; MPV5LW&!.35/5% ^X]<@VM*-\&B]"7#Q*&+XUXW0C[HSTMGMJB^H#DR'[PV)MJJ5$3&%3D(W]Y6!JW."E+=,@7\,-@*J_8O%IO]#:*&$]W>;%GQ1NG!2:4OI[MF1N;XS9,6$+/H='=6_'LE+HG]KA,<_\/CQ_:=!^$8;3M2\NA"@<$D:U+Q_&H M4)\G!\4%Z,UY%!@_\ZY(H":,X;'Q7@?-WP"T6VX $68'?@JH.'C(4#'RBX]DMZ799QXI%E42V9XH)T8QMJ*D29]GK[>-AMQ7?K<.D0MC:5Q@#;%T!^]UNS(MO MM23(\,KZ<92LO=?.2"0T1S[W!E!EW(MWDSUH,SI(-?WZ 90.&DZD)HZL6" M$=&X,8NDCUY\X[P8=F"!,T.&9/KHGB\FC(5TY3?NI+'4;+> 'CE.VU1CY*P M_!EYW:GT;8.&V_FAI=?4N.ZWP".[==LI;@N-,1]4AU^E+Q1XB#Y)CUI4H#N M<519^"+L%Q@CGIB4AX[61DH$13^9.H9V# 0"HN 4*(FD%@W_!TFCQ'2)?AEP MD!-X817N?;B1=R#G_>Y\6.EJTK!9.RZM[5?:9GG9$8#!OZ/?W@@]$3X!9H!Y MZ#$&^3U#,DY7I&!+1227N0;8)]:]^.Q8G$17@U(=SSNCTA'N-=.AQ6='/^XMC.:K++VZ@\|<>#(TM"RI !2)U<^"6WR'$""$--%+.E=E&:.JY[[YXU>[1"W>6M1C-M=!R>D%%<[!L M]XLZ%_V"WC].X[:VL5BL^$JZ9/_?,)*U9A#5_.3.*_"#=^R'9'W*4>+C'\+ MKK7!G0HX/@P#4KK(9_V(%,_#7)3B]6D6:>FLS=GWZS[7]7QX6QOO&''X^#?/M9]D]W9SZ''$(2OI'XP#[N>+.QB]&7C+(MJ.1K;]:C-8MFWOFZ.%H_KXKTP&$ MEY#;_Q;CNX%O^]-5\.F[5S:*]BY5^ MBN>TR<1#@K9B=M3KC8T]/,]]V(NJ=6?6!GBRL"&H(?+:.,&6]%/!^^ 0 I\OIB<'M-AJMEE<;\ M>;K^KR+E!WT^)I]BVO'C/*QP(V!]]GXE(/)Y-O^$1V&BB.[*_A]E88)Y\>GM%9U?6@'*G=;=:3M %7RRO0]VS3SA#'(V1EQ"=9Y]+^LI?[1Q,:.2WG'G^!@4 MR)7/+]BH<)1*])'Q_.2HB$H&6)O4*Y5S3$VZWG\]V)J.9Q5"F!#^&-,#YEN M T"43SODAE[OV+|UC;NBV1%A84[:AFD5CZUNLYU?5'6_#8+B&%LQ>GFS^)Z MAT!8=L6WH$,L/N:$8U]>A^XZ)&5.PD7"7(%K66I2(O(3$IXF;QA,$\L6=) M:*% 3)9J-38N#7PE_;8;;8_'&"T>\ZGK5=!KE7N'<=B/>;8]G0TTJ>DN=WW;M^TWZC%AXD>.=:K]I0C3Q.9G"[+YS#%3)M3Q'\)>0.6GC$T-IQ58W\PZDDZ[MCG/)LMSNS&+9:/"Q35^A1ZSVP!;/-LYKEO8;9J&\T*0C9M/&6EY:\P4U8]W? M_<8Z@X1W>3=3,3]V%3#V<(Z]5?(;P,L; &N0A)932K M?>/XNLGK86#XUQ,@)!US1^0&X'P#B&Q)3PI5W&!54"YV]08N>GA7]$CP>G/W M<7*:177+;=(^'AAEJ?Y^ W"Z 2Q0FF,SE'B26%TL_!-+0X6WZJZ5\F"#B_Q+ M."G>(^$O=0fJ!, ^#>\&D8'O;1!!MZ(N?2RX6,ZVY M8&Z@B%#X&1&C)YT2"R/UMF=%^?;5!*3> 9Q#WY;==M.WJT%'E/+$P_E3?<*AF9&7D">OB8[6.0O[Z^:HK5+0)K5SM1J]7N&^@.!-1 M)[WN^?I=VZ\\1<8QB8U_O6!LC^!"V@%PUR]?[M"(UA;$M0/*E?^E#%NY?V MD[$3&@EY0*<+:,BOH]F'/K8>YJ"=,_<9\$)@<*P[04'^@.*"9.JFTMJX^+1 MZOH:OU<^/E38R>T-+\03BB).W!W(#G*RIC%"DG2O'%AX]BRH#F]&B_EM>0KR M%A*VJ KC0X?Q>@V7*Q,C,0S8URM2. MKCIZ;?F7!$U'C-?*UZ(8L@9L)N[6K@UYU)[W\=&')=N5_*_FQPZ>$P_)T.JW MVE&YH[(52-&I#5984 N(W6<./8NO"9 O#L,Y$:#N-,=\+M0U0H,);IQW9M.QUWJ9U'^BOE^CA/X:S8W_;@=6C'DMY(BO KA0CL+E/$L\P/'15"ZBO2CBWGU>Z(#+;E)CE[N"_7#3_B"$,5[#OK6- M5I(*"NEEXUEHR*IV%?3F7FCY97[DPZ3THN/48HGF4L=;;2S>%5HR6+2Y-*MR MSH.JPF8>@3U.(KDX)CQ"S:";Q?IX>.&>UU-M[QV*O++& M$^LBNO@&0"F/>H'X\T)[>Y^+W7G,2SR8D(,%3,.'!QI+G=EBF%Q+B?8/C"J MK]E%ZW7Y8?7/G]/VK"HYI7!8K3KF3C6.+7/=" BJ!Y8/-P#R_O22X6)LW#7S M4?!<<@/VGP=\U=\GO;T@(;A;]Q"!. :R[AO >RX"W"QN!=?_:SKU6N5PU>FL M;:@P7W6)H^"Y ?!7!]X [#EW<+$1;6(X2KQ4Y9'I&KTZMFP*=/Q8RF_I2PY&P"_1=35YF.>2W!T3SY6 R;D?> .R$3K <[F)B\5H9[.R&U^K5 MX61YZG2'K&[]!PKOX>TWEU&JW7WDYPY4CA\$D=Q M E8L=6R)%7&$/WBMDO2PBL;+QS9SM>89[5+X#)"2"=PD]9L#W%98>P/8Z'A1 MF%)]&!;A>=JE.%JI@'^7GDL1-#ZV3\"=2J#-D7V\.R/&\"5L52X$48;6^B KKGF M#@)V+ QW:\-!9 %#LW]6Z_4."1"7J.](3+@84JT. M[DZM*5Q00^?*(+LWBJ0)XJYZ]5V&Z81^?8IEP2/YQ5+N]JN9&4H6$W87^\;(M^KTD0:IV1'-^ 1' M73^*C^3;YT!2E\GEI;VW4K\@C1E_IW<G0"ZP131A-H7AYIQ1QD(LL.ZZV>68>TO MK@,[WYZRSLS')(+Y]4FOUI9#+-_MV RD?=[.)5/_]6MT#3';Q6IB#D*7)@H(A/*YA3^>]=>[XYH!S4\6^?-6=;KMMM6RB5+S2_%V_IK*]X'Y.H2)T\C4=6@Q>W&E+&OIHYF+U#B=-5P)K35O4_I*-_M7*$GO7#!&,-=GI>>]M<%R%+3CT44[3/P!$%5+<71+/!:OCT.8X;/&>SBE94M%4T<5HU15%>7U){JZ68BX\?:UGB-Z#"<]LY50<>CFM[R.LVF;S*N5F,F7]$N_A"2NR^K].KV MQ2E-!P@M)/-)O.ZX5-V+]LQ'5"[9&{'G DC =3^IL[8T73DU!I,;DM\J4?AP MZ7PX?BV,]D:9CD&RV+M:5F"E>RU9@]:HQC#!4?JP4V34W4L]MLFM*>(;O?(RC#?6=K8+\/9*BN75PZ*(2KHJT)D8X&:>\]WK$ M'I6R\MI.3%54"UOM!B+P!7^DG/5A(-MH3*A!%:\OV?7]#,J@0BOL[")K*-VR MN=X$= 0A@.]JMT.?(8:+HJL$"RQDP"?#[JZYDHSB<9!]J3H\68T&Q?? M\LJ2:TUE_WR=SO\ ;CS*91LWY88[&H=:.!#+RCV&T?'C;RY:SNTZ3KX<9N%Y M-SYHF9BGQ75QJ?<.O%8.NR4:5F3AIB28;EB#_.I>5KD21Q+WVTO N%O2\/U6 MY"MQF=KD5I8-J0O3/I[(%1HTBI8[3&0_OE[25)^3TSS:^O*38 M]"?^\%FC.K$*7YIO[E1-_7MY[});:/E4DYS7='#W20=S& MYSEO]'A5D-+!GW0]]6O=],"[-X"D3!G>OAO "16#-RJY_-)R#=QYQ+X&[.(R M=X0#FZ%M$Y(Y\K\S#9.YUMOF-[\WBG,+=FMUV*D# ^LJ(X>70/1=U!EC>/, MO%5N:\-6/I^RAV#9S/+QOX1=?OROXF9WE-T^$N& IK'ZYP'CBFQ^YZ4:A M^.*=&#V+>;%N.\?<)S<;43_DZ=QS%5X9YN]8O%S08E6KZC7,-74OCI&*6C(M\Y\O" 'X ZS(OH<':+HOC'F](:ZKT2?8 *]_YAAQ(]^D [_R%?KS/%*#JQ$ M3FEV:0Z/KA70?B@G!%4V+:+!N!3\6%NR+,\6WVK^G>+/9."#2D='*7BK/^ MC&$1'>MVVPEX_81,J@L?[%PXCOW9528%TXU4\FW3#F%T"^B;WG3Q8?N')7M%I)3GNPU2TPY+V,>X9T#1K\H6NGWJ4"G][+!U> ^":V-R&V-51Y?#:M([.:>_ M8(4.3PA#08B=;B#50E!(5X;4SP_Y"_&JSLXLJL07]LO?+H0U\R M.-!'[4>14G 62;@#N-,VG'A?)C";'5W]TZ*]-Z&]9!P2$,_\NR<>=?KKW)[W MD]DYJZ,ET[UVH^GZ3)$0[=9?R$.-X5PJ3GDI\#J&E5KE^ANL MTH!=,?)'17(IW]?WQ^1W<5(I-P\4M8R\;4D%!2J.=7F M7;EOPS3P$^U_E5 [K/T6%^6@^>MGC=@ONHGJ8:V_/4@]_&G?@,.X[]R#S:Y-,L@>09]UB;P8ET#PR254S".PMG9 M&WQM-J?J1QSX".RPDB/J0-4\UYX0/K;HPF;]8T@*FNE*/'3ID$ABPF$?01*Z M? WZYZF#F-'S-*J-^&N@\OFG$8G-7N:VJ[O3QC8 MO1OL,C]WN-YX]/BS55"Y7E/=K,C&;>ZL9"FQC#N0EX>^HBHWY8GCXX$^<=>Q MBM(5\?E("R\3GV7@8]SX*N+%291<<;=(H



MG"&JZHBM)=0H%)HAK>Y678EF&^2O/EA8QP/-O@1BH- M1VOY6:PR)9J9PAXW=-)>F1A]P#V407'(.O6['#UG6 M?AU]QH.M)
(LL#Z_D$3,LNTW^NN# -+L5=?L2MQ2U-- *$\>V$8@?'#I0U^M^ N\DI+, M"@"W3NF7G,OD"IZ7M6'\UU:)AM!!?7[Q8 S^-Z:2QL2V7,CBH!&I8R#)
M"NM/R,8MJSF *IAUW)1U<:T^3_7.>\YS>I_UBH,=''_7#FIK;&O%ROZJ%".%E90S.# MDEE1:ESALT\N>SAZU<%JM>KHA)O4IW
M#GS9MG3Z7/&Y'%T^Q!=$HXB)5-"N==?4&,C/$PSN@!_D<\=+)),X4;;_!,_K M\W":%6?
-1W\SV=XKB*SAA,UZ6@BD^ZX'!4NP4&&)27HU;88N+/GFC[W - ;- M/S3BV'8%4DAX;A7'-BL^1!A>][$'*S&XA4'FOI1RI!<>*)!V.T\20FD,T[5F
M_@E204^VX+_X%3$8A;<24W^61O-L];0V4W6D87W)0[*&D+@N.F63]>8,/LZG;ZPGRPU .1#3BBE8VV_$7(=>.B !*'WS:K MM@0NLI#?
XWLI0BRM'@'6N!;42S:KJP=A/W\;UY-ZVFYKR!B/&3X !;(%+JQ0 M8#S7!/.(@J_I4G_I*Z[=T7NA7U.2GL*3OEQ M?OUM8O_\P'> R'\[?(WXC>[$?
57OF-B_Q$KATSW6DIQPH&)^LYJ_8Y[3>M#1 MK1]^4]+MPF_(@HN5;<&84'?38P:1-#']XM(/G)C-;=LZ&W35>BR//8(JY%Y)
M6O74ZJ)J#Q6*5)%R[#_IX]*C&@49^6O2SQO!S]A2;V<(?%K2*+]<$M*8U(?0 MN15Y014^R3-"FQ;66 XZ2R<0 4Z\-RR#NA9.AK6EXS\6%9^W/%?
4F/S3CAW M'+#AM]" H>GUF\@#$+[\'T2"*93HIW8=IS F +\):74B>YN=7W'A\\V0_V M-;JAAH=!XY]'P:4KJU_&$I:R?WI?
S74$_G32AB,^MI\SJ[9\8UZ MK\ UE60:J<\EBGXWICZTY"> MEF2WI4\ROW[_H3LBJ(WI>@957 T
HW;X.)%_=R>#Y3#!!E/=_%A*O6G8%1H_[X\]EFVJ"JO[HB+ MT'V->0[C4&5.K)V!HD&X7@>*KG7/>5%Q'WN#=^@ P> 7PU1NRAN92,Y3,&!$ M',E;-
'4M0M.R5R,[8KHAXXA]-LU6"2(K3-$R]%1#S:#FM^_R=#LTR%F;8!F: MW7]%W)2.)&J_ Q!/!#"7G_MS0 ^3YEE$1X\X>CDR7M!9$TDG!C]R'A'[+,\!
MU48:'5RL)]!@],W0AD6@KQ:@K&N,][B%!MA+FIN$YQN5@<.6U4EH=2R*1!55 MA/C5R=E]* (2B/$L7<;$F'5I2COO>X=
V/VMZ]ID<+KDQMWZV)-UUHD$]\O? MZK??MC&GK#8T1]#T!A'#%%W$('70JZN5OG<)(S'C$>JIF?<,TUOVV+.A[EPL
M;+UVB;=''@_M75W8E(R,\R8FFQ.;<%::IM_7GOISHCQ>&/'WJ=;O/SU,KZE. M(R.&CHT4&+ ^[UZ6#ZT90Q+"$SC0U974=D?X4$3B;(D4AQ^
O/ZM]X52044 M.0O.)2O0U37BH8$@7"54LC'Z9B%&K'W93'F._R!I7:U-HP1WM/O+CTNGC&>I M7:CA-=*!:^[2.P#^N%QQUAT@9,-;GN&FK%&!-'
AO8N@:1JF[+MV,54H7OLT ME:[9)'/LIO,;OL]BGEQ9;0XU^^:Q17W@O"49,#09JR/MW7P3\K3H)F-^Y8V" MD_!-@=F&8':SZVG.\2\9A^C3&Q)U-
$L?!'[>>W+1XQ<^'U<+51QZ8Z'1)^TN M;9GO2;$Y=WG3S^Y*PY%#]5-VO4[1(S3DS_H=5- M/M(0M0>\
]@KQ!FIVQ24_#K,,VE;OKD#I'LO=Y[&.Y6&P*@J@OK,8!9S1PW9 M2YH2.K_CFG(F6H8&1=;T9'SZ5&L(8/XX<^T2+LI52JQ,GXH-#$TOM]O@K0S
'1P[KFP'W,NNP)W9 MRW;OX^'K/X?Y;,*?B1/U(=@5Q4^.L&6VWTV @Z\)TNT7^%1ZOZ71KILT6?C MS#\Q7H[7\=92W?9#1?0C=8Y_5*>"
X+P^",DJ.&8P'KECQV#?J((^ST;\LVB MBO[&GO[VJLAO&!J(\HHSA1#NUH-GJFF)AN*Z%]Y*+0[9R75WR%7V\)K+%K[8 M+[^$D*+Q+'VMA#PV-
50YVP/2(<#=L?(]HZR!F66@A::OQQW SSF*J/4J6<=D M]X(^98*J0<6$^L5SGLXD40=/#$\=EEML%4JM:3_3(STW'U4RY%_&?]/ RW5N
M8.1!8!NQ\:Z@P\4[MRY4VC,!*77M1!NO9LFU1;D38-_,KW+5#+:,/M[R+7I\ M ,-'QPPH/'6EN!;1 ;E$KGQO>ZY&ZX0\D#:U0-X@&_7-
(ES(:J^/_G1W[%=XV M]FW.1;\%,0@"HF>Y[0:B*A[O!4@KSIFZ:MJ2],*H[I]\06RH3*ARP"4J'\G4W;^*M[C_$B]^/<.U 'AI)[SN
M=L48*I=AU+MM(OVST30!M7K/QF-UUY&/W45^L:%:JGF5+>\ X^U7%T"QS3]3 MRE0GI3NEHZO-
D5$"_[CEJ4UK8\\2$4),#08Q8<%M''O^CL5==:/H]D-B_<7J.UW5O7!7) MS?-H?!Y^(0FZUL%R+!#VJC)R(\)C2#I!NGNCK1C/K.WU*H?
M:O^$##/&MXS*UL5(V=%YOE7KOO]$>*A[%*3"PD,K96GQX0I3W.@<>J2KOA5 M>"L?_KIDRV*ERE3K>>>0N) #78A5 &DSPA3GY1];W %ZF9
DD7Y/.Y'7+_@@ MZW.&:HTQ^(:C6G6D-GR/)5)9GT6H' /9/OI"G- IWO^5_X2.KF6Q M&<1A--DE?
Q/CQ:\P="LDGO^H(3_*'1.FGZTWTZ$=@&R/$Q/M>?G7JK4Q_@U(M4G+IQA[@");]^;U=]VDYQR84JN=:"3/R68G\V*'H?"M^K6
MNI\.CY1C0D]U8K1E]!^I\Q]NZ)T.XB"5>YN>/GWD9':OYR0"66]*Y0VZ M8OI,M\,%S]BMMG_TB;_1I!BA!9>D2#S0G[K0 M;
<.NO)/]OA7165E3U("=J\=O4R7K8JNA969[]H>OA=QD8 MM.#)>[Z&WOXLR[R"TWR[L@!C0)WJ=*2[?UA0T6$5!,AY
MUQC!TMTX9U$PFA),D64DVWQOL4[$$@\TS%^ M]"P%X1VO?G@K&M2[,-58S0#$^.,E1#>4L241F_6DGPPX0I0^%'__^X,I7@K/ M^(#UWP3L#H
@630:8"&5]5T'DN_=$DX'/MZ!;T<(P.17F*:.BSJ<,TLFK]Y% MD-8!GCX%/$QE]!(M&D78WP%JQSVV]-MNNY7:4 Z'";5.64.?CF'ZJ'H=5&0P
M#.B=9DH3Q36+R"Q.>O6.V:LM>(H0,,RQGAC7MU6EH0VG,,0 UR>CZ_?(5J!Y M4UC?;]# T5_;NA_C!V4^T_#3\B ,&)L& .1^T=O_M %8,";_&"N"
:VSX)A@ MM/MNB69=(&(D%#7E5+U[+Q?+R3B$2L>KU@2TM$@X!)(RSNR]Y30E5 T]52//M0=KDU42GW*G1F-:Y]S5V>*O*-]:;NCHFJG,$J)8MM-
MJX#^2!87=8Q,CY&7AV8/68JA!M+#7L&4HBC*9/4Y,H89+_2/^Q>W,TA21TT6'L:J&^O>FW[)K,ZE[.D-L MGNPSS76.:R1PE.L59P8J#J0:V(W\K-
*F=0RBNB6$?40/17>Q8!ZQ?,[BBF=M M\+61+C;4 UU\'[3&:[[9&<4.!4L-;@Y)WA+>9& =UNQN\M:25ICT($_WX&F5 M2-
Y*WR*UP[Q=NN^%&2+!$_4;^#*>P<0"IMY&6&SW.&Q.X/#2]W[NSQO?PGEM M4'> H:OF:"QQ **;$B-^OM)[T1<31#69R=_SOGG)X\&W>:ZT0T(Z?
2^&T6&CQU-V8=U>]X2.G5+X6U1BH0X=X TARVXTL?= MC;:%'FWF$:0@G/Q\IC?K43,(6=DI8"&AC>8(U=#4H[5:$@X\>O5[F)8X%H,3 M+"=OE?
V?BH[HH)!;074D;<>C>PJ&T;;9IBTPT]V'\9+&DEF!S!Z3"-HJ*Q6_ MG(T/;D./=4M'X;=-_UG9*C?84K\#_",O6:QTE:F&O?Z/\.C_2:,\B]-CHE'O
MG!4PL^NL$I2-BT6\5^=AWC)-*UZ^HB\VUZ.=Y.+U.[M6L0< MP^99"&&J;&>.#U5WCBJ"HE+<7YRS2GJ+KD((,H[W\$HN+W$+JG5V>#L8
M$CA'.'/4-/F<=G,I)SGLYYK^<="/CV!"2#&JNJI^V>EB_@Y@-^O0MNS,J.XZ M0G.T&9OTI(K0*CED.K=D+^';WI> 2,167EOX9E4HP9S7(]^"-
"Y5[F]K1WKA MMQ_DU&3MNTUZ'#!O7;_AE/Y*;9HQKG2>N K*W)CKT8#/5&Q5Y0"-SEN;#*Y* MOW;=F@K*V)59.->UH(D;_(*6(H-%/>VV+A5
_&6^@?82+LOG.:Y#DOO11>N5 M#!IR'B_MG-)TM*UL?,ZABXOLH&KKU-YT>Q=7[T%UR6.@;V0YOT!UD%;:Z:F\ M-EFD;DR*?
6[U:O5UR9^=.X!#$+7$IT!>T)-IRL9NR/=?186KO8':]:B)@&U@ M9AMX!G256S)]L_-<716+%W*;>F7="A<9&1([8=35Y)FMY-_(NNY&3"YTR/;_M-
7;".#1PW O"YN1[5RI_C=[HP*\!.IM&QA1UY/_28++7T'"O,[)5I,T0!#BD MV20G3\!>7TW-3YE[PG1F%G2@_$%< .?,.T L)Z(8S-G?R!P]51AGC2[R85X
M\(A8?AW)X>U7)7YA^K0.5#H!Y;.9*XW@:!:AYBX")?]Z/'$2^?)0"E^2]3>^ MA;(;LQBF($M6_EG#C.B-
AD[K=-6*1ON^Y%>HBWF_!6ZDVR_W"'CTQ@-AJ=6035-D!Q)-+N%=5KGN TUTT#OVC P4Z-RC92KBL; M$7/C;##5&,#)9Z_&U=#6K"]NDJKT3-
4V,=#-(W9Y2#=ZL@732E4]6 CBBA!# MEQOW"FS6D;VRO7ZQ'-7GN_1XTQB\O&6GMOCNZ57TAA?+Y\0>$-Y*9J$S,VM]
MVI1@UTQI'_W@]^^<6O9)E-+F_RGOUQYM_]]40!%OQK(6 M8K25255'615Y'$T/#/.RG7&MAM34VH5*%43/BT*D\NS"V?7& =;C\N>43S4> M
PX<:R71W0.:2O^I27<6Y[?01Y_;56A]JV^R]_+-0]MU\I<4+DGRK\:UAKAH M$77U99BK?:WF>&W,&Z_K3+R6UI;HATUW %5@=H1W!GOSJ-:?
S&':X0V[D 5= M:]+]91"?9!V^9^S MU=G?S39@Q*#$ Y\N$@>I$8KXK#SMPKFEDG9T .07IG"J$5 0Z?2U\??O;;^] MXIB\ '<
Z[99MBCRM8ICWD9;$#NX,)N5?7&/]2M+LEKE\CJ7+0UOK73\!3+3RO+GKT&^;G$?MVG0/AFSDKRLMQR+*T M%0=[[G..M2P8;FZW#
MY7K<8YLN.6[?U>[ZYBH;RW^O(7DMXG)NRZWG\B?RSA,E_[7.TNMJY_SGC.3 MH+3J*X^(.!OK:9L_"K.DXB,'5-#P/OP7@-3 MUK9[JW\0_R3
(;)WMI)IVOML!Q8@>F(^P3'=KLX7:[(8_Z: =*<9_1Y0 MQ!TT)9U?SQP$9TZ]H'VGN)Q+)>3I%OOBOLM=]Z+_H,V3\T8D;09KM4H-W$-!NM&6/3IM
MM].9 M.F:Y>_T,T_HOG]G"46]4N:;<=3SQ_+3H,N3\4N)6L4,NK6TRK#FN%/L>556F M9C_[+#+A__7[83EN3!9_]K>3+K![5D%5EN"JU\#+_-
W+7.2T3_7293#SGM* M76!,_CR.LEN>?,><+=KADRA8QK1MBG6VN.WZS;SNJQ.A>*8]_%S&:*GSBK0N MZ>P>OZ;.(DS2E::FZ+6_\Y@&X@'?
Q^X9&U=$5T!B\+75P@;Y/+]H MV0).Y-R^-.S*5A^_,J?3.="?F/E0]^B#! 'JP+@B^/6DN7XKIJ[DS^Z^W$1: M(<3W_&R&8\925(+,O"'06L5M\RFB&
<\D)=W2#X&SI&MRX3/>]F0A6=7]0^]B MR<>;)4V2L23I']0L>JU, ^ZFVH.\##OTO/R\YG-9,UI-LP(.)]6S5<(#6[Q- MMN_Y@SW*I,-
"8G7POTY9JB)KHQ9BUN-X5D@.-15ZIW8A57^=TISM1V19^WV: ML\:15(8?>G34U!D\'CG7H2[Z><&>AIKB 8)Z4Y#G31)I=7NZ@]U.P:1$A:IN
M0B8>"8V#B-1O^$;*;N+==*+M$\Q#!I$:<\5U76WQH]/*T<(.F:DC[Q^\PU:% MJ[,^R2,$)#+FT_/Q%W2F[;^>/WR4+=U7$67UZ9X67.'O-
WA?/"VQ,+MXKH@S M\B!8[G'T!DP93:Y //EQ9D>Z'VZ7J>M3J?Q$<87T%>?W$[XD[B>$CE,_>YA> M/TA=Z"=^RQ+CW469H-
B2KIVL[=S4I?]4I)-2PG6_$>R=KP, Y-/?[IN\E*$0X5Y+@RY^VBD0JB/?"&X++7&*U95B= MZ4,;U-+BTLJ^
BJ15SR'SP:X@L.2F=R9(C@V.1%KDZ.#;Z5L"_7I3[MEJV_) MD_S6D#3OT]3:W IGIJ-Y6$EEK]^#SYH8*E6K,-\EJ%'6'&$[Y=+(:R&B-W]8
MS3;W+90=XD\D@D]X*E+&RBC"YL#R8D,'OW+*7!]K.$.A>S(1__5C7< 7"\@)MO[T,C]H8[7>_DCBO?-D;)9=LOG8\^0J)O$%';#PMI[&1T>K'$GE
MA_BGM")4@*]">!&''8B055WSIR5HZ7&,?W^]^9(S/=Y*#*/'LEG&(7S7)E!W M_;(X*@S0EYP82O"HQHF%HMKE; +X-
DQUSHLA[CG!$82C4>V3^^">B9:E\E^W MZI/89B9NW!]?6^7,D \6>Z@&\POVZ6\JX?R[+3/(*!OC#/+2C],JC&L4C1)" MZZRV]G1=W,;BU=] <-?
=%7A5\<1 K9P(1I$B4QH,> W98<=K>*SH. VVTME;K->O4 MOQN-?N%))T%+?GE1H^;@.IT30@LA'U[B,,%42'HTX)"[PD^^%E2[*^Z7^JD7
M.7K$F4?WBMU#:%A2-IY$:<+\?^BAB*<*R/,T^&2?(+GI8(2Z_.)6TB2R:,U M_&XJU*O::7N=/8/84"'G-
4AT'GXVX@X0=T;\8C8&O.)5>0<(I.8HQTKI'WWK M,I,*BRTT =??D$RV5#Y9K>_G;PK*NGE[^[_60MS->8)U&..@WO?N=/$^@@3Q MYB#<"?
TM+DGKU: +J!305/OQ'6"X>UWA^N'0':#D/ 4FI[;4__1$B7@HN73U M+YOYFQ_?, =;'SEIJ5R$RWL>NEN^I__)Y\^_[^:9%UMNPX:>=#T,)E1]9M
MQ\%8'H]=$(&Q*K\MU++.8*N+T+.(9N+MZB(#>K]2=E3K<:V<)A2@11Z8/D' M9VBE4PSEYK^9NCO U&_XU4!+%O$U^FX]S7@2]BW!E
MEPS2Q3Q#SO=,0!P@KO O:NG(Q*\PQC]M:Z, ."DW4IV_@LCEV47Z]6-;R3L,>+?S>/.;4Q MBN-!2S.^^7"&[N]-ZIOK8W> A-
S%Q7;,R[@_YY6W"BQHJ?O^?1=/O0,44Y^1 M] \DW)(3%,?3@KWMHM'YO#K1/&DW[1>)"]>C\FP@C %[,9ZKOEHE8X?S3=
M_2]TI1O:S"7B<;K4QTG#Z4 M';K.+0_'L4@)'Z045ZUS,LW-B[,1.RKTP8O+X6TSB\FDEEQGKAI_A;NO5=?5 M-'N :*]OB3Z:MR.A1$E^I)*C,W9[?
49YQ,OL50-E'Z#VR1-(Z)LHGK1!0E;> MPG-.!L\]:0VI[=ZHD)<;Z(<.OV;2= %"Y8^ $6V0R)4AU7F[YL;F4'^Y]R;5 MKK*-.GW>TT:)J0%QL23I,PU?
OTRRU6,TJH;6\DE!;!IRLDXTWJ=PD/O*I"?8 M.K'#+M4N48EIB>@#6[:\QE<$^'?*FM7M=>K%CCA6_S:BOY(IC^*XT"==O#O MV\
[3GO6%\J\9S"^\4$"CEN89,(0/*X/;[L*'_]H^P!G.VK./HJ1)A;%7V M24AAQ\FL:?W39>9ZG\[S0N02N[N7O25S2 M .N8:7ECGN,Q%#)"^?.D,BCLJFJ5!
8LZ!RH21.#,3!),[0>\U>)5ZP1 M,$GG>*C3ND8OJXE: *(C:B[@38F(7#5ST+Y3VE5N?[/;KEY$P'1O',!$(T+1 M@^V#/L/G6HNO,2&;\T"B,V=_31Z)O,F
VD_%OVV7V+\X6#'3PO(]-V3/=@= M$L%BSYM13YR]($0[I*)&PKPO.>.*%.EE:R6M22;B%7@.EW0:S39_2 C%#,:. M-VT.9>B0$H7O-Y_\K.-
KGN50(N"]"P;O4'CAWOQ5LOTI2V8:HR='VK-%:== MZPOBEF9SU-)_Y\R@H'-@W X:Q:DOP8J@C;#LTCZ?&@D;$@O-5OD/%LY/U5QM MW[=:\=7?
#H[/._VB!:AE$_I9'ATU)I:9:SQ-*!^5583/-49\ MB] P^PQ?MGJIF2*CO?*A!_CP14]--V(U[Z ()LY#@-=J21=I#,'_1'5L(U> M65:L^/2$724%6YQNA\\?#
8F?TOI0">A?]7*W*O_;E2'60NNU3^_+EL]W'Y M>?WG..%M7D%G\FA]+G:5W<7E7IHU?0@X\!DJ 5#K^3:Y*61O'\5I9S>[8A,Z MXQ?
_LUO[0G9)DF7B]$*E=&*I.5!U97* <53E_,->\TUCLV!3/."HF,[V,IV==,7-'^9BV:9"RX>-D.W9'+ @LF;A^$F**W"=2 E%_SC
M/J_8S+_=CG5/$*+=Y)UP;D=_U--WD4X?AY0Y@H6?HSGR2;W4#@_KA+N76FF M?B=B6-SY!O<5.EAK5R9?
<[7NH7E,.,DGP=+6.]^F^JV(Q;Z">^00XN/OX=LI MMWR?AL>G[P!;AG> .@VC.\#?5(]N,GRL=G70 5G)'6#W(=6>(?]ZI_T*D2^,
M7SR]HH^BCVHCCR:J,).Q[N.7#,+8IHLQDI0CF>"QEUO_(&3.2;"W4PT*Y* V M->]9?I>:ZB-1&4YWZG^:V9],<.T!K*B7\7-G?Z2/A+<-IWQ.NVW&!Q
('J&O ME^FB1?;K)9<&+C?'^R637'8U,VN!2?#N@=HGKV)RFZT]#]CQ3N\ \0N,8T"5 MP&%Y_#1-#7VT
1I)L"YNN!2Y8JTD0U+P6.1VZE]M^8#U'".G>M>\9:W2]LF[M)W6+N8]U35\\OZ&NNDJ*YJX=G=P]C44/19Z-'9-!;4RF6&>.-J=M6X3-]F@\
MS/#)E;^#/T9KJ5H:MG;Z(YB+UL$*EIT+0$WZK8+Y4*+W))YV#PVG+^MZKT,S MW__M.FV$PG"&Y&N5A63W>X%/.:
<.O785ZF!2B)$SHM?.3/%AKJ&V7ZD#:6!2T(PP9HJ*1JY(,#OP2#[533E;
M+Z@U^QHLFVV$40VJ@6JKWT['J,YA7SN7=]5Z.9<]2^L]4C52B8I25*R0KJA3 M5$TK!572!_5F5\I8\!?\^-U@&&,1\SZK3SW$JCF"XW-
I6FS=B]3+Y=8YOR]" M *H]45UWRK,8B5G1F'WCT:KDG^@7KL$_OH@<3K@Q/* *J .FO/@H]*&Q&/1
M&"9Y$:*Z!VK@+"XN'GF]H7C,@;11R9S_A.*"MC%\;XO!+DDYG-Z!@.X/0L>A MDN(GD^:S/"!73_N$AOK,OZ6E,6CU3*\>U,_W&=_X%.9/:.V-
^,6=:RUYH8Y_)%C$*/M/ZDHZNHYEN9L30C<'S,UL:SI:1]]FGV+DX M3\1Y4?EN$!G_UZQ[&4_QHD'@X('U/'>0[PGZ5$6;;BVAQ(^8\@E:F_D>,F2-
M?) >+EBY\K%RL#,QT$A8W;.T+$XUD3'0A*]]7,B(RF0DS;>/TZ_]ZH"ICH- MTRB-D?E,H1T@?$*4N?+\#4CO-8\E46NJBP:WL2G"LIX//CP
2_G4\A58>)E ,5.YY6 P^ MLWX[.*62X1(2,-.S"7)]+& DIND5; MGYP7X>WY?)>\943O-^B(C)'TR;DM=D=T+"OS0,D3Y@6RI$@98@[%HL-
#6;IFQF^VX4[P#F828=WU&3<6)T#3M5M0S] MXB'44F2YGWZ',&:P=+ .G6SP8"]K@?=HD8G(I81Z]L&]T^BEY$<>*%HR? RA M#0DU%,71H<"R?

*C#,I=2C_1]Z'5(VU@FC#D'+O%XF,/8;4^8'2:U)5(%O1\X. M?,_PI[FKG/7"H=)>5#-2:,H72-!HZON/DY..1V+=D6V#A0[\;8LKP@%9>_-7 M\R_FTCU:\,.ZSH02;D.0!@9C'*M*PWN$9E&UJS2..SO&?#!6GR=L?&TJ_RUGC MUQ*!]MA7F/>(XRCJT:S&QSH4R U9$K#GI9{61G?;*5""A-6N M9,_A]=5PV.2L,|+NR'*JSV.7A2P"@LZF!AEXEM>&,,F MR$*BZ,?,.%LC5854#MGZ/_(R18]3BN!LK)%3O98[3WBMA%6?MUSDS^)GJE[W M3F239HI2MG],%WSB1OBX(.];M:!D7]%(&:CB7FY M'F#ZZ@O4Z8,P#1#_&1LL7S(\I/;]",_&6)8S4&1S\\E(E]KI:G.'PS).9>Z8 M@\3]48Q.!9]5R6\7X_#WCRO'Y1X$ PX 5#9]@51HDD%M:H*U*-N4*MU)3T9" M2NHIGD_:J0\J@LL .H^\T2N=-CW=/S1O^M&3R 57C,76_B? IDN&/W6TP#ZQ M?T:A6*YBC*"&IHS*C_C1*75P>9))@K?-&(N'OI$PC&U/YVU 2>UAVIWP:[\?I%_:E ME$A)J2_7G\$-$"J/<\4Z6 \;\:Q;$XGP.? [G7]OJ6<0NVW0>C%RTX[$(+]^7]!=N ML)!E&W7/*R"8L_O:$F.TYC_ZLK>0P@E9)K/C[@"M\'=@ZLW>D+3+L \V';^] M-*VWARPY&]OG5.'GLT MXI9V&S^6WIWXU@B?'YA2!/^YU&#^NYTSMP\D^6.R1Y]Z8(AP]6*+V,W,_-1. M8XW2PA\; MAG,*LCCAFA:1!2J-? 7UKDS)@55DWFZ,V<97N<7&:].AC@[W)OA MNNJO^Q*

*0V]BTK,2CAK@"U/_+_7NDB:\PL,CVMTNZ(<^/Z_W:8MXP*J:M?'R5=V3G. [@'B@53Q-]-$]Q#^? M#EE ME0$W)8P*SAE]5(/FQ_'"UQ3/53D- .HC^-'>K:CMOA6V.:!N=QU(H/B3V;A- M:QI'2ZR#T^CG'CM<]T&4>][+5XSRR<@[#FTXDUCTSSKU.8,5L:N8L++RS5< M8#N7<4L1:FPT)M,$EG(E&'SJ&@TQ*4V0Y]S;K_VK5=F5X.S.Z%[=OI3F^/PC MO)=UO,S5^S8'2[:7GTHA:K)/NEA<:!GT4L,I]\? B&Z*6YW]Q/IN'9;*OP6]_ M^"4:;J L$YYW>>7_^ %L>#"O1'G"H?\&%_$VI"0%6>)879=UCI82D:!9B]I M!284=XQS"_ ^1YKQY,B,B#**_G<9Z)F? SN0^W:H1Q OM["!!.#\V6CK1YT?5 M!@Y3;$=,6=_=O?%.SOWC^1&>6;R1^:M MW^H*=%,LJ{850B; V=E3&/YQZW"Q@@% <0;2/\$2!%MG,'\I"A3EQF07-IFK MQ2I*48)L"<[86!X1(_ABC1]#"K4]Q!6\UX$N[$GC331".6Q/U/OOTRISQ_683+>99IKP;Y8#E2&\)$ M7^7$)R"7'I_JUV/LX7*\AR/-CHZS(6X%\CNUEC?=.'/=9!*K+ ^ND$$<_U[N* M#:X(5HM,AJB@!GM]%T2_12CWVTV M>Q)6*!.2N_>B5]Q.<= ()3KT]9QYN2]WU9.$6T,[^(QPWU=R6[I*(3ZG/KOK5 M*YRX1\]HMY6L:Y'Y'8K"TLC#5#,7ZP>)KR_@A< *VPB6!F?G;V_P^L,WWMBV MFFIV;:? DY>NQYV>+O7W05/P9/#]EM?16*++OT_]!RC,AQ'_W+9+ & ;HV>[ET MQ5C\2R[=IEXDD.=RAQ4]E?]3LK2F'J^VA<-W<$_&OL=G? %Y7/1(,*R:,UAZ:;/#]EA;+'4SS7!G\O_ ,M)/[%@!"'']])EKY6H<@]9,ND%8'+[4YB(O6.U(C&] M-RFG$$9E]=R<@9O(HKZ$;O]# L*%L*^01]DLNLL%6]T-$/B]2_W1I]>44]0 M.7M0.T;9:7G(#';6Y)) ^T^9+]YWNFV_>;H&-,*:7QHIT7E M,-L\$&3J$_3FQCZ4TV+=1')0F2 M:VYTN 5(V"P&3D2]PF4^@>DA>?<+2ZRI\86#6>FXHT1??1A@.1KW"2M +6SM M&($#NF0(CK]1V#<:BNE7T=4X+TF<)E,0+1^QL3'<&/U(^FK T?/W"%7;]NO M';A^:1X*:#^8-1,YTJ EY7N5 5BU=CQWPI!F-EU;XEC/*A:8M/98I/]^Y\\W M]YMP.PWQ1S%]+I9.>6]! <\4:8YRA>G7%67@S"P$93ER!5AMZ+W^(Y#&C'59K M&X5)_)CB*=P_D0MU4FT/2@035AR&^RS2$@V%9]D.A*EZ+2G3IH.-NI,8T1> MH7]-).? #5NM;QA'A6;.D"7WQIF8ZA6U3<"#2F+WH.SA$M(WH>RAW47M4Y(>MU[S7#^:EUROO7^S7+=8,G;1$BI^?SQJ&YZ*![\=RQLTJQ\<63X_$][MH? XWS M2$Q)8/8[32M,8V-3DF"W (*MCN7YY;E;@#&XZO(68'6,'>6=Q6!,AH^%W0S- M;P3G&Y9^BAC@=C&QC7M:V]BL)=_H*5HW7!:O5<4JUB0JU+ [3;R^%4O]Q>Q7D M7@S;NQ WAM&1AD@HY]"GYN:IA*^]DZ9=3O2ZK-F2P3R)/_SK KZD\2I)7&LH M'_U>/Z1WHSDHPM*@[7LT S^']MP/;E$OF5=/]:3ZW5(#%E,Z:+W'.K/8[;K M49.&=@!)M'='=LET/IG5Q.?ZXO.RQ\PMO4]IU-S??#&_:;OQECY"+ DP@ XO M,=+:G3.,SS:RVO&RHZA(YGXT-7EH0/'WA*A&MB_\WO?'.IMHI=R"F]M9C*OF M6*=MO>FLK:%6? +:F7T.]A@41IH.+CT^40C7F&S'+/KKK:*0^VL6V>!U//FU]+ M-L[7@",8L?JF:0WJYNR2B@"[,=?Q3J.9,= PAFR3L?F+V1-3 M2J?KS&=U\/0[IJI#7IPC) [&MR]8GV,F-FPRCBDMT3^JZ[7$C_,JRQJ5)!_Q@ MNSAW48>>]U2O<#1O")AT"Q!JC38C39T%BG&T(L),&#[C/LQS+=1"5BYQC($Q MT@Z,4W<3%/S(:U,,%&MZ%%KWBDX<([$=RYT=K:W?%>%2SA6T8%K3/_E+P*# MQ5"!+S.V[,ZO!%I;<9-<05U,G"BSDF('X6"VRHB.=^- ')GH>"IY]$M7=LCRZ M L<)^@?Z3$IX%$G+$1(Z0B506)]=H066L7;T)Q1/U]YYS'#_ ">N<=DJ_$*Q ME+CVN!H\39:4E)6_LRCI,YV(PQ.C&2HJ'K7N-T/DH'N'I_O! MX?/H;Q$64]+1;^_YT#[&:%+ ^T/$-_^>X55WF32=O]P(H."O.0#WK?+_;GL] M_O.3\PG&PL\%WI#K?]<7=B"R@FB2"@&8OD1UT/5BOX?\%?S=C8A0$E?;_C!@IZ1-U*N MWS4*I[<'96R2*R3@2=PPI,SWR? #-5=#^Y#OB6@2#F%U M1^V3,!KC@Z> ^>-F]^[\=F&?S8/$@2]((0TDD/ (6Z&,;92%%4EW5@&(Q.H^0 M^0U_,?^8*TR&F9;UXXH PSK!*3AR^8E0.&A%S#6SM3YDSDK,;X:>,"=$]-%\ ML G.L\G$>&]$V/BZNUL@_\2Y+N>6I ""UM3GDWLFCNUOPL%^KKC=?F/Z6^M=^?/.)+ [4!;&04!:23T(#!/$-IM9;[!FI?*-5114>9:M['F M278]Y1!44"KNI9]YS_#?YD@5UKT@,^EV$\H MP,LUD'>NBY%6ML3BN/SFU;/2GFTH=@1IB!- OI&YDQYXRHR6$P'&/7BZW9N*_ M$*_$="'+K1Z[5GZ PHFH +DOZ7]J.F-NOQIHXXC'4V//#S^3/68LZHN-*))QS8R>;6X;C,S8AOO>G<2^P'Q$ MHU# #EW23ACZ@R.4I DVNXIMJVI:8_UZ(BRB2?,T37YOGC+RR[6LZU9;,R.Z M(<[\I/8 M9ZZ^X+D!-;3)\B%R0HK6X)TXD$V*7>#YT7_(5H2[ZCJ0;W]"*V ,0E6E9S2'MLY$37;0+0\/< .V1G+:$32U!*[$'^G _H99P$'TC)V^DQ#* MLIEDW)9)%E?]J7,I]-&'Z*I;UJO?]]915R.=_>+(E* M/"'\&%BJC@_&- QBVD0C9\AS95A8)CSUMT;:]SW/,CXI=8)0LPD M]=8@7:2DVU@1%&DGI'J'5*A3#0VY PR0L.VZVKD_0<=FQX^FLJ4(!;9Y$I,= M]Q<0%2_^6V/@_Q[GY3#T#J.CL:#>2:N*W%M SSHD\ECPGNZ_[TOW^JOXO2>8 M'J 56*H3YX(GA>)ZQ;XE!YNI[3SK5;_B@Y>5#/*0DD7DY:W^W6(?Y4R9"5-D MX)+,=LOK&3RKYSPYZ8'4)(8WOAGK6!T0!Q'I AN>JC@X1#K;51PK25IW-LJC M>+N:!9UM'#J3TO+HBURHE48CC?_,X9927KTF[<"TEZMVJ8>#>(.Q=-[L'6MH M^$/IG[16MIC^U/WL@O)2A6[:&MEF5Z(/O7("WQ"_/!DF3H_=$$EQ+]IX M^3DNIER^$K9Y"R!O#Z2?+M1\%4X1>P+&1(XG0X*DJ.O- M#UELWH/>J6;0ETV M&H1J'G9JJ00_BV<+.[68>04*@L&M$N"?Z\=SR'7UAZQ?[+#PJ 2N<5[&0*F4 M;@&-&H\(? MMP#TF?LMP._ =J0:\;(>]D/*])!0QS@?2TU;QO\HN3(^LNOH]#/8L]XR$ M8\ZO!SU^?[_ #;J[A?V'6R]*/:6)8B$/D<-]V_3&JB@S-I^,3"^\0[']3X'S. MS&TU10,@BZ<<&KRZ' *I[JH.7@L7OU;^= OPUS _EKA\=CFEU;9(S^DBN9=Q MDXL%;@.)6DRA3RRDZ$JQ0V-?$O"?+ _'Z L8R&@?1O^IDSH[+::$5;H8?C@^ M=)5*)W(!,F#)NEYR1[I]T*H9>M MT1.+"Z7+:RZI3VF>3+]5'2(6W99[%N/4U$I%H/2>4DA0-R^#*WM7TE0B>,4N M$_,AQF- GO)/8[7RR)OZ37H#ZACO"V>L7>R!&WN,60#20CP;J1BLUK< I M9BP=NNG9^Z\=O[UFP*EY-L'@^.;(7D5YS@V7]5S\&>56VVUP;I9%+E_[Q1, M8;DE@V+*ZXN)_.TKA7+M2H/4D:P536Z;6$XT.'(FK6NH>S%Y8#,$>;1,[?B MK_S)K!;';>41SIM*R.Z#75_:;XM@=,#>0A7 MCH8UOG4R%V33RTPM>Z,/ QBGI$NZ_U"&>Q-/"'KG4LC>SIN\!%&CUW']>K' M5TZT"U@X^&+,E>\]>_>3Y)Z(U?54",78+ "XW/$1*U- 4:@>LON(R//C&H0:H[M>S^H#5Y1)J(O T4-,=C0DA-GOZ)@\K_OM:=@B.Y;)7V G<%?6P1KZ7'C?$;Z M \T;Y4Q30+_[=WSHRC;>BG9S[NMR7"MMBRJ9KQYU0DD\U4=(:E:]9*_5/1$+_M,D&B64!B/^7FGQ>Z,"_8IB,P.NC4%1],:*&K"T+8%S'N^/N'8+C]YIC"- MCD MRXF;O2P5FH5Q@B'2\,_5]Y AP3^R'NLM$.Y80F=L%)6AEF73THA+G_CK!F'&A%/.8 MWEDLCOV'9/U))<%524B+97'?AM2S@*]6(" >%@_S&EDZOC&9567T>#&G8)A; M"FY[4/9MAM#&3:25X6!7;"JRDQ>M R'$\KL"UZ"11 %/RT[&WS0E=BC:4^\? M)XKGD$>$)CSUPS#/-0]E0"N/2=3624DPM$AP-^^<'^*Y;XT<=CJB:Y]I_N;E MA3.UWR:NQW RW]5:\2;- FVX9U'$4N%/8P1#*,A5K+DX8C) 0/S2+ MSC%C?'Q&"SB7*I162/;V4RE#0KH6'58A85GC)5C"G;1P:%=\8VAOZ)MQ\W(+ M[^^]/0%/6'F7/SVHN(,!BU!S=060"K0=X4F8'>]_2[R_2]>K2Y+FK867$=% M 8>>HV=PP9SA%%9B47">&M#OZ8%$K) ($Y'C:HU=72$GG[\2AQ844D^\8#6:6 M]3ALI$3/HP#;P%L6UF0Z8UE;+C0*2M%"@S"-S=%\-]/ MH8U;:X$'#U>,_.WJ]ZX6WG_6Z-])@#;7@Y6CO!;.>=0]HI6 Q$;4*BH=;?W* M&5K?A K5.MHF"EDIZIM(93*,\= ^MX"'1"BJ_,U\]/MW5:-/10G=O+U'I<1? M&9(IERUQMDIHH1IZEL26Z]=#G?1FH$=ZH7X4[-C9'.I3V-@K*;9-5_ LX#A+ M'O@2Q'X<)25.V57[DF="+?DZ$0%;\2ZQ-GR-//IU;'>FS-,K('- @YD#@1?C MI.^U.5'PU84:N[DNA-?]-3>I7;U=/GGH]49DMK=,$23<<9ED&LO)+7QSQRPC M=$TI+H&GKT3H9OY\9>XKXQM+7:VG;L:@X+XI]:X_O]"V@B_ 7\#8,G:=NR5L?)$\$H0D<1 M7[.\G[?$Y]/,%+#'(=X1RYF2VG82V$66&R#FD? M(E;'<.V';(X>"VDZY9[ADYO"HA)=$0G9'*%8)N+%:%[@1/KESRLJF =AIS;7 M^XWD']X>7GMG90>K)QA&EX'7*W=$!$K3 M A&8<(#FOU>'T\1DC;H31H+A'F&9DI#/E\V=*_E@Y1;CW+,0CLNUK)2JA"LT MC'%$[Z1CB)"P\X1L;&*^OAF78^\'"/@^+#RYTMP*7];A:R8-!V), [NKQZ@QTPQI< N8>[;K3[ZFR,T7#DG)N[8K MFB2GHPT76[&G3MZ9_EUCW6H:'" T[L[,)S,N&R'5V#MA1J$B[2E96T;N- <,T@PG<;XYU$3\,5+]C^^Z MZ7BSH61B5Q:IMK2FSO $AU[/NBC8_9A7]_"(;G7)T'0B_Z#$GB'5ECEA#VV MOI!2S)QV;$1U3P!-C!8IVECW]Q7 K"U\$N)>GJ@2'N4R;Q@:,@[F66]Z]L4^ M*7WZS)N//8F>C!PQMC.RZ?#D#8(7,+38ARP98#(7[U@8(11B[FB?9P]SSY$U MA@V<2$8B<@\FBUTS]%*96Z6^!639AQ>\ZEI'Y*AAW3C.+^L98!\O5=VR&VMC MW-;=MJ)#&V/XOGV3B)'?M2R !L@5&HWIV&KX];^X9F 4HIP\\X:!SDQ0*0A648?)O8M7;2K@9DD89!75[*R-SSA'&,IHNN M45"GKE;>C/AVZ[&K7%H[5*/WZX(Y,%=$.?*]1F"_#I:D)>1,@4C G),VO(]6GDT7W-M8J:GH17L/<*H(@%)D=8>BTYUY.O$)\"D75:&?,E%6>\LAXDGWA+Q#;65UU+I M@06ZNU34I-9NUL\'B$93* (SMB3WJO%^ZBA78S1<$W'_E8E0 M-WAW9"03'9HT=_LBC55A*U"CD>KU+>!+@*G4%]K+\@$?GZDD):5>Q;S"BM&\ MC)#W_Z]8&$*Q!U4>X6T+7PT7.R;XVX0I"]TC;J33]3])\%_2C &\P791D;@ M=BX]-[IG2>3E MJ;%Y9/*WS_W(-D!*399^'5+[*0QI> 6H,83X2@0)0E#4 AU-#!+/MPMUM H79];8[;/ L4Z4L5T#]DS6F3W:.V$1%0#,G=']5(JW.:%)RU M>'QL==AXC*;2'$66%8Q9XY^WZ[U3YC0+'W ; [>/R^&+21.Y\SF!/6T:D:SD MKJD>KM?-;4ME;<^1UAQ^!H;M,_2S6:ER1GA5 1E2W9XMOGZ :^T"_K8=MV6 MD:*WU@OF9U]W79K&V2#5Q\WT2- (BOP3WRA+)4_$ J/FU<\!.M=F%^K_&/MS"3 MAT'Y_@4%'5A&QAD)C4^4&II Y/;-QXS&Y',[=,4M@%"\C8-Q?_[L0. [=7+D MT%,L/F3EC0- V1&IR3^@JE:X,IJC^:_#&/L#B*X=,L>1O%6G*LMK_WC%IC500 M%L2,@4073/X_]42'0;D[,D37I0WRR_THS$EDSE5PYJV"HXAE]C=\!N/SA?V_ M;1WL5=X.PJ$@"]C3ZM;/:M-YK;PTE]8-#9:3GZ M]"'#7"ZN"V (#ZV&=T-F>3G?O8*)$]_#D]WFL1?]5>^2_G'#0$4.=+[;C 0Y& M.!B496PS=S+ ^H4.]WH:D*LP\\=_"H,OWI9?MR2# MA%?/B*&-"\WCUU^9TV!9B[]SQ]H663$\]J+[]E -O*3%HQQ*$SKD<67'VT* MBM\1NE.LQ'NQO7VXE%?2U]S>(\[02O,D:K1^]#[KV.\8M7+P\O+!BD8^]*< M19Z&G:Z;'@QY-EV38,>@A!+L2#,I(`I9X-2M4O?!,19HH7]MYVQN^ M:>^'7HC5S3'3T6+6D?!82_YNEAHOT!>?D0A:_L\LL@7U-;-"U8BF@8Z>#PAN M<2_W=M&HJFJK]89_O#V-/D\Z7@_5:?LSIHAOOXS8]0 MO/O4*#4$*/!_XLO:+8"A.3[/]OG(&-BR6.@]8@__!F71/G;87XYW"A2G&'O MEXOO4=;G1RT54UG$V34A:V,EGCUS^99@_@YV]I^O97]DUJ?'E\E *WEI%,BE MNM?0567\173),"Y?ZCOK41.*W]@7/8G,E*=<%->:_0*Y--TQDX=?-PAB[M. M]9B$5X&A4{]6+[> <"IO8M1FH53#JFB8#0N_TDG[U""7]%"%R$* W/=<0+RQ MK PP-VHPMC.F>X_%-CT^;OVQVP.Z2[T5R,$T: E>POP5^L2H*PI M]7K#TB? M_9BBX"@C#W ^&\,7XR=D;86J_.\ F@%9KB @^72S)'R\NS.U.N@ MN@LST'ZKY\G9NS5)EGIZ \2]1U=+1Z=A0V6M#T)_ #\,JB(+J;M%N ::Z5Y ME7O O9HJMFOVJWM:MBK"C3X#M_9/:B3F 6Q#F0?CD0#'N#C"_1LZ]VUSB M2-1Y9OIY13A(GX$LS:WP2GE?]OI#2:$IV"F#J[/7O">(YY6^.."$%@#R["%G3\#;I@W>5A+3DD628@DT MOIR^8@L(S4R:K5N3VPYSQ1/G='@U!ZYW'8 MY;LHFG3?42"VZQHT'ZJJLJZ] <%OZMIBF*V6W\=HA(A,&'@//XV 58]?8;WSG M;P'O=-$*6/Q;P/5[-'"%%,.1?[95;.\,VS+QM?LL=8LUQA8Y=%PETC/[U3W MS8KTP;R^+FN'CYB2(O4T_V:)FVB(!=0?"ZQ'"4IQQVI&*H4M?'0DMM]?^!"" M;WYOBQ_'(Z6%%&>8TUWXO;"3AD_19:|S5\ TB]7YA3OG+;9E$QO IB1 ?T0, M=,V.QU]8E=!4GNU R">D<_>USY:]38M^%HW]OU/+LPE^H M];YY#)#K (OL*'GVQSI0-]C;/*EE]T KW]9RR/5.Z?%A,2,L^Y5H/A-/(7 M=G:.I:E*A3A#K2M78_A!7NPK@;:R3^N3,/T:L'20+6F0(@(4KB6FKZ08&+A& MQ5?BR@]-T[Q:#[@%5']MO$?5DE\KS*ECJZ;8YW$FN74RZQG2; /]9<0 MMVX3&TYCV(O1]RZYS@Z8;@$?&DV?%#=G6IT?4[#\;-/""?.#E\%@\=HPDO1C R^RE3V;DYLID M#XM6H)OBCYE93;96017KA%N)3%7R"%ZG2GV(V%W2LZ03C-RG,=ZSZ_7R M\>^;S?4_Y'XM$E;CL]PXX\2X$^076;K4ZZ<=X'!_;?*

IYAMK\,0M$%$Y]Z]E^[`M(D7RP9I/P\C;'C4P/ZI\YOV&W^'@076 OJ:>G%]I[R/(+GRUB46(V29"+6;'_MA8_QT:9[.+/(YT*>8/2H'V/P/U(%"?V\2T@"""3D/PMN22@I@,8;WOO9A1C MKX9}),EYN(OY'7&L)_Z[Y&ET1A+U$]GG*93&]GA7=#?OT#8(O$:O%4G23C)C MK_I)TVA9Z2C/$S'=%QG-M0=>/_U,KE'=([=586#&XD/5]6-AN7++@8\2JRWQ_@\10O\P@PH518.XGH=,L M^,G^\7D>O4!JHR/U:=)?D5]*1T'5^&ZV9B:<3&FIY3SB"$V&?%H6L]XT2^I.VX,.],. AN_M1PVPA;KELJ79XG(2=ZK*79->N'#Z"DP47FGA7[_UGHWR'O%^A%2"YED(6.IN MAN>S;NR/],+ (G@;27P='.RIN2([M6]O6]WYYK;"L1X/=P*_J(L M6G3 Y&$>/>$UL[4X8.)3^^*"LAW;AI5$0MK^8+Q0]%T5Y3R)YC8YLQT$@6EN MMG2R'$]B^#OUF.0!1.L_K6=O:M[<^#SS#M^)5C:NQ9VID)@?]2<.BY1N?6X\5"YFG]*03,.!0K#;FPJ#,YY"KBC Z M>$/=N/P]+T/]^N.>&!SS;*/O6M%8.(@1"_2T';'EE:!=GS%,?I)+I]!>NM"Z MKSRXVRC"#A)A83C#?=YDW[@[-W1=+4F@^],Z:!\N=9R? P-&(:P7/MS>YWGSL M'6#_JX"A7_ZV=%.T7.P6=+< 6\^!8#/##T\?/9-]*"/\E-]\5^+N[>[][\Y M*IFD]#(:W,[5HGL#2^'I'IA?BQ?^VP,] 2T$'6FN\0?4EF3]0TYT MET1:0U8K^EH;=R?MTOSB! ? ML'+.OF?@@]%TP,J0!H+.]KQN >D=AM%(]O-U]/L5L)\4(1);!EO4VTWZ%@^V M=GBR4U&K0P8PIF$CE>RRIA89#[F0$GOO<1#@M\F-O 5UB M89K3JL"*Q3DK58.9!;$(%42L[P]W,7N!B$!@-K "VHV"%?-|-M)HL)Y=O-$O M*%R-VOKN0E:F9Y5A=SRD:+=$P5?_T<YR0PL40CWJ*%U'2#30FUI2E$Y4I M/(,G1LF)J"^,(<"9=#4,,M)FWR7Y,"_MA"?L$+WM]?7Q.;9I,@@[# M1NKO]3*IK*2K/2P!/F*S&?7(9V7>14HQ3/9SO0@VS,LWVA, M@C"AB$3G[^O=TG+ ^2Y::Q-KOB:A\UM"27Q&^KKR]!_IRAL553)+7MH+R^#Q M5%F!D6'O5&IB/=//:FN'O*:<=,JJH"I"OX8^-],ZMX,)\E[P"]D8_M=(B99_MAN!RIP0)%77W#$67Q_7<#55YG@APRJ/:K:5F&"4=39_@KDX6(M-:1V_L]GNI9C?R M3Z9J-2U[G^-<0M_!Q?R=MF]5"A_A;>0$(^1@@GN01Y9B86(YB3RYYT/O^ETS MJ]2_Q1]L:*?[RS$\LI.H6W@T)K/;AO2"^[:LXD\RK75\F ";UD\H9?)DYI_I MR94=##YZQEI9T>PV?ZZIUG!DUXNZ<5@]K%J]!3S1WX:9<1],Z(;5]JOK=![+ MVMG1/[18$W_K/_ ^$(;9ZWE>+:&"=.ELQO[F8-7N)?DKF2GGP50RSQP^$?3 MG@ S_CR;E+\RB_,A?EVML2'/?,8S^K)W834HVE%Q_*F?6<%8-"48<]JTZFN MD>'4#LRC]<3=*/!(@MVMF+5!U]42,8X1SZ6WJ-&>HSTT#<%Q/-;79XD6#"9 M8&2L-0XIKDVS1E!CF,_K/R29!Y;L;Y;Y=8D552/G]+G2;98XW](30>Z];%-ZMY0Q]KR_4+#Y6>)^BO0=ID[\%4++^N05_NF+#R8-ZRD$ M/TUC_V4QD]GS/-[4^,=;W/1'U8T,R9[2%I#E?QXS%DK$'Q=IW7C<"30X25@+MY.%FB\ 8S<3WR3+27T*$0VQCV"FJ!KW\K9H(0B?S1+[GXF6?Q6RB&*Y?VX6, M(B_:C\C0L1H-I8IBNWW[:^3Z34,I6WU]%RY<=A4;#8!<$?:_;"U#_:NL98R MXK> #FBF3+B\8";C'2/U-0I;89MS(S9I3!5#86H.W+GGVNN&M#,X MI=5V*:L5,]L*-V79//D9>KO4ZMWX+S=E_G/PW.K:R,4=<2:4_X_$8B0K++/:Y W5?EL\OE]5>S^]U/7:Y.U8WZ M^)+D%B 560,W0GM<>:<66>IVQZZ2%<(S7D>:F.7-ZW=4CXG[QP[4\GG6/F'P M#="+TO=+WU=&](9&;4?_"FVM M4]>8,,:(=J57NZ6GY<.=4O_)Y2O_7U/1F1G#%HY3H:5"]?!,$:MBM(XWU*UEMZJ7L8HJ0HC<^[_B1)/6:Z=7#M_U<1NFM3L#/AQM=^ZAD)?-9%Q=>U+]>Y(B MP)EVIN!O:2O QY";^9\4 M-MPQKQBIK%.4"?82M;2H2BWF_"\TCR_)WS,6A:'Z?HG3ONG]+K.%F\+L3E<0 MXL22'-ZR.CND-Z<>8TMU"P@T5T-RKKU%FZ,X%2=RXGIRAI?-FAD;$Y]2@0Y3MBV\!]V"CV<;]M')/PWS%IS=2;P%^GN]-LA=VM<1(PZ:LS2:60%[\J87_#\S8$;60N19^0(8'-TT[A1)3 M#3K53MC&X*'W3D3O-WN@]Z[%,$SH"B2\TU"B8E3P\JBEW+:*W@#\X7PDM&(?6*G5OE,IMQ$"-ZB((4@R6,CTP7E])_ZM-_9'$IGU8B%JRV(;QKOK@&4P[EE/3HP8\!]'S_77T.' M3@T>W=+]LRVK5_>B>\\6\%L1HDQM=R:\ AU9H+^_KFF]$.BSR]9K34I-L96GMVC,]:8%%22$ M95_U'OA4R>]/:[@)X7,TUS-4]CJ$!@YB+FZR&H6=,K'C3*!QZ@OR!>L+?MFZ MZI\U3VC)V4LYGV*(O4L]>6^2L$,+](&KB/$IO!G73P[2+$?PLP(S;]T8K&R"-MPI(B8HHR4UY&B0@-8@1N ;Y_^])=-:<_H7K\#!\D;8?Y<':IA F@EB_YZC_8 M'=?U#+Y]FA%^S'X9"H7:#YNOSH@DU5WM>]<VC:$07W$);";Q_(\KU!5<#WU M4'XL+0C/GX\G7DHSW"' MZLA!$.]N\^ZA"^CH%3=Z>G,Z1$@YRCY&1XV932;)'S^+?1KQB*)PKQEPD;Y ML0(/P)*^Y!&A#8!$P,C)>Y3N//U:"-N?^ 3-M/K=UE,<_.6+F> H2VV8(@5+ M>6D;]WQ?CUI24E]M>[(W2CU)-54:F79M).5I?Q/M386Q0L6Y]X3PPDZ/'B]R M_2C4V>4@[\][55#66R2&C M;54Z-*7/_"G3C HQ 8V6]BU3,K-I8PR:3VOT1)S6IS;5>W+Z32TX4?)?8N/ MPSD6"+^^NB\G@A!5RT&H="0-3F5+O[3RK)'=K@GPY,A$SO.==G\9M"VA2D&"R\"=!M659S0I6OGUA/$=MYV-BF4PQ& MJ]4$MU?";N*9\\76G %8PG*\G70WB).<,#;?&N^OYH-%1-#C0+"SGR_4W)AM1/9>G!UF9>_@_U^Z>%F)ASC3$Y;.'S.$!$;%665&$4,7!F>$MEA5G1@I+I;B% MK8Q7Q9J43],)=:FK1.4U@DC[;XUYY\\?#?5I9SEA-5)?MMK3=;9GC/P4BC]Q; #X6W\2L=T0*]"?^,"OLFZL#XSF<-K$ M(!V0F9HN)NHQ'RHZI9_<7[]=PROS>)8/^ :]M8GN>U<[)6B@G?YZ&NRRU0V+$,[D':S;\R5M/K6)W MDQA/X,9$6OQ_I,,'W;2S-;A+>D89(:5BC!LDD)#VE0:70HM$C7=M7XY>E&= MF]Y(;%O_D]I;O:'Z9D'41TXG$]PY8,POMYP(Z@T8//R_$?=Z?OZ(B>.36-B RGECM[;OI7R [U,[:;Y#]A=G]PNMDOQUME9)=O'XXMUD3PI^=:]CVG%)^:UP^CY@"OD63(T+SAJ=M^/5^>$F,;IC?@7I) M(RNP:(UCQ,A*WNNPFR:DN3ML]Q;P$GPHNV$>)%0828X.5)OB&;:%'6;7QVV!MQ.M,KI(*0A4U\A&Z6+C\NY=\H\R7&5D+R6!G%^A#)VMNTIY')Y^IBJV2#'-R M.&>)[#X.F8@5?>KO7Q9_7*M)I @L3-,1#IH(6W3K0L-[@]LP]D]=NZU MF4U<5>3LH2W7?^7O(MW\G8HLFH>O8]QQ5(IRX?WJM:+,D>&HXW7# '/>W(YP M;!]C)_*1&4F1R?%;5G]\L4M!68:?/R2+E]NF2MHG0"7)P5 M,.7E3(7:TOC$%O##D 9\87E_NJZEA>KKE=P3JR?G]N]<3*H63C*U"/[M1Z2 MZ[74U^+&.CN?TC>%H;M&OC#GXO:.X\'VC$ MK1X^4&%5 O@>LA!C%#@$]A:J(3=B;].R9&=^S"273Y(?71T M_2E.YJW^^*5#2$DLZ=2;Y;KA[0*ZYJ:%)TT/.ICAME:#BS;S,_*Q0^YX=;[J7YI$Q:EAW[_I6Q3 MO?6SVKK3S>9"S71&SX#:)(:6W0\C MO6J@M*?MUS%UH06=NP_FT>,DMU(E/56/H K/]BQ](,CV2LFSVU[)3!2&PM$TXDJ:.E85M<=2I?M;5=;VG2V_75>HWC)5/_\/6\YIBW8?'E M0D^X=2Y2>]I#&;+S+|\U5_7UK W8_K%Y#Q2UZ19P+:85V$V*Y<.X_$N[%IS%7OF36;(@/!3C8\;^>3$BC*";JO2Z^&N&(^LKP@>[-UH\-4QPR8 M;*)>;0G"O(7I[O!9"B=<")/1MJ5-?:8BFU*]3\4Y_Y0A!M#W5 O)*";$:JN] MM+5+EJfJN1%^J+BBREO90F[Y&$Y(1%2'^_P'U?4^"N5>>[]^M:?#8V\>V*CIM5QNC\,/MCQ\LA0(2X>I)NMTG0T M!79$O]N7DS_''H2]^7I@"V1N91V+VZ(/CB5+Z'$G :K,S[9U)"^L.!&.1?/NLA16J1&Q&) M19+^26;Q!T>_,VA>@K7>CY;)=GX^/5+(FN\&SP_0D<=8GU[MB[3&@I!?DL" M$U"M2"S9HM*4%\^@(?SA4%C?LW=MZB_W=[V_"OQ\=R>8>WD#A4(;,FT>Q7H)MP1,9ECXY#\,W>C_+H''$M?MHU$;.])THBR9VA=CI&68"53-5X[A,!L\NV/<% MUG(FFVFM=_7#ZTZ3$:7NTB^6<&_.63!["%$,SEJ@91259J@7$(%BS U5"KZ"&Q=K]8MP%JK._$P[;GP MKKL.5[8LXX()NI(66)+43$8(Y[[R>/M_JI0S:PW.CTO@ O;1%2*+/9_.\U^*M!RR#7^Z?"'/0"X0O.,*M -S39HT*%0-S?[\/.Z/&)7<_1BPZZW4V2#05//K< M C,*+&7]EU=.BW=AN9#$DYW>3U"OBU,*G@[C@+]{?YG8/SMHW1XD=4MP*0^A##0HIJ2_66$-@<\EVER5GL! M6LX;W"B/>('EP(CZ6C>9?5#,L5PWM^E->/K Y=5)@C'E/8W+]KA]AZXA.:$1+M5628%+>K>0<3(PH6F%$^)0'RKBDW*&AJ3*11K77]['5GD'B,R_".CB4M2V+7_ MR9G$[HFF7=*I$,@:.G,.GHVSE'HV*K13I7C_?&\?)=D>=%AL3F#PUFRUG#+(-MF/JANR/GL\'[+KJ6'F4T.T]FL5$"5"OY[9]#4V.73U,.I6ZD^5]LM1%U0B>R MD1)&* B6X,$:.[7"F"?I3?1J(3M_=RMH]ODW&LN<6F.=1]K]P/XT7KD[;?:^+UH-S19"0D=O4:[(QO MF)N\LUTS5W [H-3H;S:X*LAOH3>I+-]8]3Q>K+K*%MG^Y"?K>2GM[8!&K$Y' MM!A#(N010-*9U[FKS"S!EF[/*JX*P,?3:T&+D39^;K'-]*NDQLWP)6"]9(M5_L@99]X#E2-V^.\ZE&Z-,RRL+!-@5]V/:787%VO#^_9U/;B,BX?+%ZK M8CZ@Z5'OWX]Z/BO4F[&\T.4W5&"H5OGT*<4_74VDG[E I?[=]0GG,KYH]6@G3:#8*>20X'10PG(#^6SFCLDJD8N'M2<^7N2%A?7'Y-3()_[6Z5EF/Q&>+K1MK)4E_#-\JNQE'V0O+/B! B@;1V<-O M)P8*$S _W&?D95];4,#Y(VGI^20A7E2+XYQ\G=/G?"X)3FM"/>T>&TN#$A"-M*0.E!<) 8..V7T0&:!$[5\2,%4QV?_Z_O697M%?E]3J#V9G5T'KSISM%)L#W6 MA]B!K-J/;E"0>E'"%^+5)4!_W:.MG8V>^)WW:L?MOS2 6.M\=QJ3&W2'_DNPV M7>M:F^?94 %$_@*]_K7YY;;!=<=O**1H M'@"0RFM4))Y;'M[C+ OIF! NZT"A-%2]Z+I=@?(FO2[#]'RWTJ&_'#<-^O$ MT27]A24*"'!ELVG'V ;(E]U6=E!+45R%P$W-"*5!'JH;OMT$CFB9+PYXJ/[SGM:^48/@]U1X=BB^(ER+\.CKL/ZY!XC#'4*"(3$.$R]6B(; N2Y#H6X/AM*"): M?N#4TCUYS<8_V1POT/.^NBT(J6WP"*DB94.'^E6^IGB.THFRY!Y,))/S(57F2 M'0[P&!QI)G5T'JZ!I"'%DP@848?>;A*/U<5=S]:VBTT"&9RXZ4U!CFEC/2AQ0 M="Y=EERJ+Y<@M:K&GKL=X3[KMSG>WFEPJ"9OT-;G-=>!8;PEI'X&(J3G>I5U MKL(SCH\ #".?YFIO$Y\5_COPG*_WR2!,D73:8A]VEBVJJ#B!ZN8=N3N'AD6?G>F=N.[&"J809UV2]B!F'-MRD(GPF6X_/T%!S"6#K_M],N<8("JV\>:4].!*$ZBP96V,HOX\-](M;46L9X*^AC,=BC<>N?[Z'-T?[&DA:^71(#PI[,PW>[,G%HM'2-&4%80Y86E'7"8CY MMAEMK!*3)6H1Q\C!X?S\[.G4-O;SUQFDQCW29. FSU'N8=VFF<^12F3DW%'__"XTY=V-92K M\/9)B0$-J6(1I1E2O!B^MEWT &#$WA%9='?6K&_41TJC/L^DU<^/A M^BB6!."5U3]I\;HQHN+OT)>T*:(\=RFYDF)5O]CY4X^54"P-"/V!U%6:J0N$ MFV>:7]V#%O;'KD5G+B**H9RN4%KWH&>\R7W*#*,Z]X0@2>C)I[2Z*0:9L@&@9U7&:SP^'QDRG.S.YH^Q1]%-GO)J9A![ZM!%>9/3>S6#?=&YW%:7.5=K6\2LBVMJ-J$/?BTN@'+8WAE^J$B_LGW%&_6IA7-KQTY3\^ M_8R-$6\0-.&6F&U3NHA@,9GU]!,4-R;FRB],"MMA^+L/O!U0'%R%=?8.89G0 M0%O99]OR^,)OCPZJH<-Q@6_3_M.X#+C0*1S3)GD?5F67YP2Q;4CET+;V\<)UM%TTB$/@V$NS,\"W#=_%8G[+'%JW0)8Z.=`KW%+ ^@N*>JK]PQC6AUQ.0=8T/* MX3$4AU(/]TW2KG@\_N2UN^B9_(07MH0T=P-]?QKMG\6L""\-:W;CCZ'NO4^2 M/S_.U\KVF6U5M%>9_&*(T0,@Z^7'LNDZY95.X+EMF6F@^?0.PH4Lj=. ^?@8Z M%9^\)5MD2+&MS7UTY VSU:7/[B](!4320$I0W<'LC!JGZI&TM=4T_E15]L$W M[L !SY"4P!Q^"\C5+S8Y'2QN?]6U]D#F(S2PAKWS #ABOW3ULK[\)KSGO3U?M>N\=DWR&O)!^NY+7R4:=-=6=WISQ++BLY^P>/@#@ MOX#8:S"AVZ(A,U5WB%!-+8<+(QIF]F<.B%U^=N'6<@9O='3M\QVO\7 4W]G<M]9)@'K:=4?N:,% ^4C7"GD^,=]3PU%20)-G18D%R*%,/9%C?L#ZU_S2_IP; M/!6]AE.S>E('P+88D65?:B19>5DAW# >-[$LSR3?_7SOLV8N3,U36=\"M;?"LH"F5J;2:P2,=L'?O8?HR^:U'<#B\&PVA%E266G3ZT< 3I_P@A "&S909 MV!*1;7OFO<(\"'<"4W'K=*-KM%R.W_Z PT\Y4G++Z-$_'ZZ4F [(?3_FDO M1?S7(S3!X*85!2C'7HN$6/A)I->7ITMB)=&?/^&=L MC=[";&8%I0F_]9\NSCH;0Q/H*G-LK,>]AA<8?0< 39413*,Q[LY(U]WD\>;JR)5IP[!QB)'DCQ !Q%A")7OL%D1C]S@++=-B6RY-Z;.Z* M?X5!ZZOG@U=\"AWTR/B,),_!TUCC><[A/B(;6U6D/4>?:)LWZ3^O7)%%6OO9 MNI08#3IYH?L(G>%5X_ZEI?!_X2L8\TB?S_]T7G#N/0 03\@? ,2ZER"@L?UB MV/[5"EF[L_= 2<:H0U DGQ<$;/':P"G8W-45S? *EO7[91]87&, ARG!KW= M<(ZJ"V?D>S=W',7>S$U"T]2-'D%+0$];8O?)P%?XS5015E]IJ*^%,3$5%WNJ MU[N2;\8MC$F'A7N=6)!"*1IS4^[";&7Y622E O9,MG^B$GZ2D)H2>_NA;;9JOR,APE'0(!BR+[B.?^[U;_E_LDSMB=+9UF-\-#>G/09.&Q1E['!5 N^5DNF[@['C\G%X]BB3$*O\21 MJ6>?R5YV*,:$BKC[546J(R ;PW@.:T8&]7Y5U3R> 3%(E@A>O'Q#DO$$E 5? MZD(X;LT1KKRZT1D!)D):Y!0[_+@\]'W(JVF2CE)[U]]\"U_)V++62:*3G22FMUU)7], =\-QWJ;JZH+0 4:<.]XH%S10S/?D&S6\Z-5I(V7@#1\J@XPUVZ$[_;F/5_NJ(>NTHS?:=9XJCW MVB&-J]213*SMMSJN:SJNVW)A23R34Z_?GN8WDP1WC142D-IB[A/ZGSCY)MG)['L!C*'VVKV MU_/)-T4FBK'"F I:NLF4XMT6.59"'^":,-VZ*@M18TV0*HB7&1;P!]A7Q4U5(US,P;IUFUDJ%<.HV[-='$MCU<@824&.$K,).CrC:7O,$=H%^A]K@QM A%9ZV0O/$14]U^DF]Y&UG8WBMB&I]1H6;F%I\6KVE1,;%V!(A^.UA73E?+. M=L^%(\L(PU2^F-:X[Y\J;9V(:Y%YHRYN+CO1YYHMN129%-8IA8I;"7^'"I,> M6 Z_$+^N!#U_T:C/KD;YXZ5"]4CQS=.0YSUQ#K-M(!=V)\O\&,5#%\1I^(9,[S_MT->_&UM*Z5/O.(-*+WT",*D^]?IZ.*TI/URNZ]IK)A#L5>4P^-3S0^,+-%5BD:(M1.;Y T#2^:52@@6P\5K=#1'"(.G0%F?>+1+MV];0]EL7PEG:D'FN\@"09IF_M#X[@TRHF5T6V5G?1L_MI_I"/@DDOQ#.Z^Q:Y;R?@^]MU-L MY%_&*^^*NZNJ.YYZ]*S!DWU#K[:]6,'((WVD,H=N;:C3,N'UUT0E%];QV[^% MDL$G-#?H<49F?'"]YG7C&!'| \SIXK8&XR;+Q-GTWM|/BEK>V6'=W11;>N!3 MTDK/JK2#D'-QONAJ9ZO'81#J0/1AO'-4ZG&O-MVEZO]0Z<^_H$ZSH)1LG M.E!\9!DVV;N^_600+4&)O(WG-/G/*G6+JH,*UTX M@1,&V>N6F(Y_UB@E:'\XZ&4N7[5L.C*,]]3DLDX1.Y?:2]:1OS7A)U>Q[A)9M[(U-<)=(FNYI22W!![A,0TXU;6A'\\P @-M[?M3MY1]OR,7-.3VV:\][{G@A??.9L82QCQIHXU0Q4:EG&=7FBL%=WEW^/3E MN*_'?@,;DI_:;Z"B':?_#&F5XUR(N]].5\864$KF7=X S3E2"\C85_^U\6. MFLO<2#]]VXQFQ85LY\U? 3HI_[OR7K*#VE7FA>TG#2%;<=_]W$OF_\Y7S-R MI%[P&&0-+!2W$2",IS6MG*PPT[%\XD4LG9[EJF'YR_>N?(6U+#8;R/=*4TOO M T #0$&B*:?TSH?LU/0M?)1*%3=:=S-1E@-MYH5_]+93, $"OQ]A;NS+V)-ZM74#Q^$@T&C[C!Z6_"L@;RRMSR!PKA3I64LLWUT^!U3X$*^8+M;W7R5F,[':`MOQ=G2=2;ZP/@G2MI[%4YXAYY5;"!;/;"$1=LG=7KAOH>Z:12?Z\+O2%L#3?Y MK3D^\H;+]!,'2_/RG%GIAA.Y28[-##@&[ZVU:0SS;*URM[O:DP^^@]{YEHV] M<1(.VDLXXCN-H3<49XYP3,RI22AF)RE;RZ"Y"]]6;)QB5,*[[2;DD;-->%7 M17BS_>526?9.6%\RM7(M\9-?8!G_:A(N3\@X(9X.)"FM.F(4,D@ZY,)%*@ M41;]# !P!="6-#5&P\@C[*;LK+2J:.(I#>A^A,WH"ZU*1;P9A_XY5YH!(P,> MF<>:9HOB'+:9H.T'S'0K(+LH1L)3?=J*3;_#LK9>FH\?AW\OPLG*

NK&\H4SC['T2(2FG,2GA MPJ0GI($(%3FJU\L-4(EH,'E3VUO)0OFQ2T)EAW4W'GN4W,7-KD&XW@5O7^Q< M?
C$WS;H$_.&KL/<^F\EE_[K;A"X!0C^7] 'PTU;A ="%U8G(+"@.5/X]Y[GD M."K6H]7)OU"TN-3S_":F0YW+\H,!1E!W]^!B*T4J0(?C5'EZ*,I8859;,UG#
MZ?5^ZTO[*3?L+/2HYQ]^X:]ON?,IB'#_^;M_T4ZN-LE@!S[,<9:*C/Z4Q,& MJ?T""Q%K-7F?1VAT8#[%^0F,#*]KG2FJ$89@=>BLFO#7W1B;N[*?
8@R7H-LZ M'Q>H]W0(QO1"D@97[A',4I07S* MV-."*B7MO:)R@IH,TY:5*W:KR4_TXN[2*E:M=8N%1$AQ^TZYX!HC[7L!4FR M]V\+?
9('/9/R!;XYHS7'OUER72(4_11K2;J+PGDD$U_:5(L/6ER^NW!NK9:* MN<1U8QA2!I2SL0>!T/6=BNXT)NX8/8)*$2I_DNQN+T?4<7W2,M,6H36&).59
MOG>%[+U$3Q*WNJ3:(..6I;K?M\4(X^%M+1JU8XA^D8<:T>FIL:=Y6&]4[&, MS\],HO7M^X_*.1868$CO QF#8V@.^43 X+M@G3O8./9"P(
M:)%^J'A"'UKXPNU$+U!N-%JXE^>]!I>-<7)RFK^DZ+GK2/W MO$SQ.7DS4[)9X._Z>S!TVD&[_;C9STCI5W7 A9&YDY.'>;7&U>LD>Y$_Q?$#Z5^[
MS>?6B5'4*?*Z,M6O3],B!:F]J8[&BIRJNDN755NUZWRL C[+*E>VZX;AP?P_ M1/QETOL>0LP-7@)A"X%LZ7(P([\KT>"C/C0U?<2=5GRC%3B",0
O*\&,G>5Y MX9N_IC'I)&#*_D>57S$4JM*#>RUME[CCIO""C=UT/ M4GZ!N:M#)I9)9F>E_U9W)D*/5H86SWNSY-X%3Y\@P*.O'U4V,#9=>0B3#\JT
MM3F*KF347K20L&>/*V4X!MBBS7A ,!GA96>"(3E-L5SO:?TVRCF4\?INBVV" MZ['9$[7B1RY/T(KO.)<" 89OIX"H[DK>V41E9Z;[-OMF1]?
2\]KCX^:=((D MA(,V"4!TC)/@^=ZT-/_9$?NF#?WK"L/T*UU 4@# (3[F-*;OEO8JA_Y4J%$P
M)SNQ<;X3O&.P*L!X[;O\1NN9F"5M67%,!Y=O3&^P4.LI#55':?&RP%1]V4#(MRP"1G*BS E>9YT_Z 6B+[2'V\CJ6ZL:OP(UJ+0\ <[ESI?
_S&C)]WA8_I)VL\,D4P3\Q% M'CXB4JT)XM6*K%1FU5J\535RNF)FPA_)8-J.''+5#ULK,,%\:%=7>3[3A7 Y7GNQ-R9$F<;_;5(M3=F8RW-QZI_C%A^8=[
4'+S85Y7WRTXX5;UPWUM;]=>\LW7+C.7;-?MV-'OM M]GQWDM\NW(+/"Y^?VN>V'DA'YUAP9UB7!!40#CA#9<[E&G>\ MB/Z2-
@*>4.KU.XX5^9>Z#Y:^V^A5)J7Z[O, B$"U<\IQ0(I0PSXA-O<_).@? M *NY.@^ CA^)(95^G\;-RI',B_771]@;@F:)[;T504^7AD)R,3=-FPQ05W0E
MOCS794HA?'>3M\9R)/I+>37_IVT._X_LOXI#5.IY/M+Q.] I2OXSQ_]<>R;& MU[J<:@#*5Y_)HL_;97M76=NF/"6-
5=JGG#@O#:'Q(BX""S9>2@;IR[^;U+P_ M#1T=Y#KZJ)ZFY;B5&ZK8^OEX%-"K++4:F_X>%$Y-DN)^CM MK#5>-H&Q()?
RQ+/\H9^WO\)A[TJK5@9Y,FB M*Z)Q XOS@AEJ1SA4[?0J=4!O=F-YIJ:Z5_3G*A1QVV5AG>$-TF\
MWAA_6(&LFDD#36C*FU#=E,KVA2RUF8^M7Y>^UOA.J$KG;K]D2UL4?FUQ7IL8 MUDI:](@BB*6CP?LG5(/@!P#WCG%(W2"]GT:!D\6KM11C5V?
2=$M,'Q%FAC+G=CBI>IL7);IB.AC6W>NW.CY1+76F.7C*],$:9KOC4FH6V6'9.!TO<@ MOTJ3H((QU%2S2ERKT$W
AVA.K]U[/8^!U8%/LY(LO6)QNS'U07RP*0Y?KD]' MQQ]T@Z8:;EBTFW;M_D8IHOU24SI*M*_P+5"?:Y.F*^>*S5N<4JRS=WWS+M6.
MT1:7Z1S+M9"!MQ_;+=85"^,(V,56N!=,,XV:JZ-]-;\PR!8)M \O6-R/6^-6 ME(<%KU>_,.]HIMLX?$>W[*H=4D?MR1<\#2J/32D
[\]#WT?:#0R]H$F2.2HO M]>T_445$618,DG9>R?6UL*5'$!7U9"CC[E)C?8E\?VR]FZVGEG2*B(K@:PM[*K+Q6T1 M41A9.W5?D5AIG]N&7=>$?
7N)B)/Z"97$'QM0:$W]<\M1('&&]7UI&#=42/Z9 M1K#\,O7SA:$CEFRJ+SE>\%0D\KDD]X!Y_!2;IR)898'I][F1P:;^\U,4'&OI M&I1]LA[_U:;"MV>#-
B]:L/J(ERX>0K0TX"3ND"GA,T**W?/6-#(583DCELVM M'Z]* -TN7*6HG1%T]*NL8I[2UWXE\CG>]2DVNN%'>8B7>1[0]X7B8&7,.,6*
MPH:I@CZ5Y,K71=]SF[H94F&P,EJS?-P"Q?>QYS6[H?R)\C\\&^#,E6T:_3\M MX]ZREWT&H $ (L!P)=5XN432F6,]2G0?
$ICL\ZU@;D30G2Z\L:_EO4J+8SLW M5"2"'SG.U1"R.5_5$KT89ZA13E6SRB7=JBT&GC50SFZPKVZ[LY(K)ZST6J.0 M(%LC0+'ZILFPU8JK0,
[D>=,-3KZA6(=-P([F\S/E/83*@J6=WDJ">Y?2:;PO M4JB2BB2ABR&,'0C^35KJK@[VEAFO8>.#5C;/X>&7=+E_:T\RR6(MLL(I+,_M)$(PBSRER"
<]@=%BPM'K8/A18Z2@*?!]FD%]T_2Q,U.\ 91C1XY]E'$KY5.$ M5A-C@LQF"')D4^D.NT+5A[:HH\#>QXDY[BA\0LITM"T,_VLL7^X3W&+ZST'E
MQ>918FI?-NYMW\-#(HLG"^?RA2"0V_@?/+9(4?IT!@X2Y>A>O 7< ;1$<^G8 M MVY[WM]YU+F 5FJ0(,5GR#:DPG8SV^%I:QZ2=LFJR?<+57QX\-
EC1D3R[+V MI]3K)Z$7E2QZ4X=>YOB#?K0[6:5K/98[-U.1AIM^&9H(:@/G9:%87'T/Z*BQ M"ASX68K4Y&;7=#2BIF!E9:GFF2)-^M)?&U@-
N!:#">!]2P.)V5MEAC\ [A@U M]L76(C+/C/T6[01I^8XXCQ4_""MP"/!ADSS"*@QWO^X^Z?Y<@>1^?3%_YFQ_ MF^1?QEPY$7DXJ08?T9-
4@&V'O75"HBP_*$AWU-&TB@RFDQPROV]/FUESEZ[Y MF=I5SMUB[PCL:Z4H@F$B?R0]M]WV9AOB 5KGT;DHP:D\/88 0/
MEX#XJ!YS>&/2M.E:"X>(P7KLT7OR^XV_6Q_;(GO-R)KARZE.G!-FB^:R5S$J M!UK]'%^7AY2/GW=%Z*&_1B?\6XD$11/P1!6TUT_K0=
[%]#O1<=&_5U01>EN5 M^T'#I\8V"($\2L*"UK8I074A'ZOS/*(4LOURZ#E+X*K,@(4&DZ6_ZS2SBX_ # \996&S@X9 \(U\ON&MV$G?
0^[<#4W:.^#39U=WP$/KUC5+=]@CD6!2<*2C<#A1W& MTCQ,03X$.S2UMT4*!8B@ -K.GCBAM7>U[:=SE4]5?^WC,]0VIA5MWU#&\:YH
MWUL&L +[]%$2COII>/!-W4P7*90Z_M)R6QU#QPWN.:^-%I:HY+<^UT7]7AX2 M7YN_B_9T3+,7Y:9]=S$<^Q8@-YAW^9-<3,'&S>HXHSS04:"X1?
EXV7#1_E6B M\>IBG"9H:4O^HRWS][*_LI:<5?+B%]7=;#J_2L3L%U"-TIKA#N;ZGLGV^].5 MU\T_*V'Z8HV'BSP\+$D[L!!*Q3-
5#C);2YMF)HCH^AJ5?;G%Q@J/1OT,<\MD MO4?)O,*OWEKJQH2^=!HR:B6[9'PT8'I<C%6(:M M\.WE>=OT"Y!S<%]:^V"NFA\CI. M7X:U4GMZN-
I/E:J.&\RC8:Q2-59V4*6(=O4(/ MR;:GO'.*YHA"YQ)Q[WZ1+'SD6BJ:J>FN."3B^POI%L7>&Z>>4JN,W21S;>LA$1 MXH7?
[.BY6*%N85\V6B;CQ&\Y2PO^K255CX@*T!K+O7 PRWAJ406 MB<<@"^:70^P?MCF+@231TD3&L#3A5/X;87WBF^%?&!TYS/$ZO*/N)G7KRKR?
M"[“>$5 L3TM@AI#%^!4Y&%VD78$^> Y;1Q.P#,?8FYZ#\1(&&=;#8 M?G&U$ZJ.CG!&JJL8\%R*?,B$;11PD=:" U92^=8;133XW)J($_",X68U)3"5
MBNX2%1?OQ: #HX$ 1\HX%HUO]O+\]8V5B(B0W0Y ;Q\6>CU;X^JE->2^6J MRA0V2CR$GQID?:.2OEG:!N+]X7,WH/WZ :U?KQP>HM(R?7)Q)/YW
CQWAN3 M(],!')C."ZSC#L+>N6#ZB,5[2[&B,S-.'S+4)ZSHI=&VQ$ASOE?>*=';'CN6 MC6P;>5_=$.ZP*;OC(X87L-&RK \4:4XF?N 31YF?5+4/E<
M0;:C\)QSXVXOC.RT ZH;'*9!:KFQHU[AS)B$-N*Q9]B]TR@6AS3">EV8T;#SI AP?
J$T&TPP7([H<&\D;^!1S[8@,]Z,;Y/2XX[T=LBZSIB+1WNF..=5DHJC5) M0ENV*P'EHI.[8INNRR\EJOO>X[XJ5>?8OXG.H/@O9_:.!9C51
M]+B5A+F+I5C L+J+)]\ DQ9WHG@B+U<45+(_!E!GD\9T5KT7J8_],]?+4DZ N2^^2 MTR=\.4U-^)%\CL?^N 8PN?A" YAN?(L)Z)46X^-(V;](L=10E*
(95Z>4E U6 MSU!DM?5QBU>O4.>RF'UZUE&8D8516^5[>U:_?Z\/?O&V!/ ')O!Z5DR^+)6(
MDYS5_!B8@AC'#'6#B=V_*:V256!DC.5+PKI@Z$RZ4QU$%65Q>@D>0_1#H/&@ M$[W@1FFYO[QF:WB'N?"[EI!$=-! &,0RKT+E>V9[=/K=4
M^7)-C9$A Y9=K35TJ69;M?<.J]#AEN6*8&))"]$34)*(K!1_GQ@6TG#\#?/^ MS/RL.IO) 5EP]13N-QV(486(-
[@:+%O%8O@HUHIQ124="3IA5NU#)6B>Q[I>4\VI4PM,JVOQHM^"DUVW M\@'@1F/PUR7KWDQ=C0+D#]O[02 PV8'[*Q5RQC6687>=9* (WQ=
[N]"%5]F= M]1(]5LGU;=*(8K^_A=S!6GC>I[JV1M3,PE6,D]&:S\)YXU$=MD_0L;CV_R2B4%O#?9[#56F6.TQ*6W><\Q!^OFW MV;L2CH$\4Y>J0)G,
<8V& Z#*LI/7,7Q@MH M8%);;H00&R,:=@VSS*:LXWW!P V?G&^;^KB^78[N1'C3=T/IHH/]<,,^=DO\B5C M:
(T@FA%S6_8?':D#C&5=L("6OJ:K;"^>/ED<:3+#'(R_5-[<"!UPK.V_=]J. MP$$'V].?DXERF:X8]F\T\0:^P!(9PU>GG27YO,D9B.F]V$;545#2PYTO2!C$
MVM# 1JC;D(0>)?-1'CT\ALC=HPO=PND.TZMX9?]:R+]02;!]^_,NU*E(F%Y MS-JWBXA-CP9PPQBJG+WNK:.!24S0^4;B>:H]5A:C$#
<7^OK<]O&>PQ5G_8X+/\V&TXFKAX"K2%&E<[0^ MAI=3Y9.F6;C<:TI<%70V*M=O/Q4FG@>1:/TG/1EHWM+F1JOQ 15/W%'!?=\4
MGM@Y6F%,:A0(.=P<R?L[\U\:!#_R:J/]65! M2/=GJ4W&]F CQPY@.[RC.:C002,K ,F6B5T@F:&&+ZGP\YCCECC4PSJV*TC- M9:VHN,)LS7O-QP->Q3>
<2TQY6<+C7HSZWHB\1@YI5AK](V54T5]_?6:[4Y> M^&=(XZAG:;2=+++]@JP@SL'+:"=99&L@?V8(/&N4H?<[6;1P@+5T/83] MC2N%)
[O_"U_&LY+O.F7UPWJ$Y9AJ#OM[$,\1G6UL-KF%_(@"[(8LRE="U(G? M^O7OMH"NCGRV5?'0F34C,+NT/_Y>R]D*Y!3UP7.G62FW$R22%[F=8,-7 -
P8 M-I#F7BUW:;Z4_C!T>CKR&E:\:"1MCF#2EM1*@3V&G_>7Y[^C#A+?7VK)ES(Y ME#/J>S*HB*E'H##;$&F;H]0]WO0WC>=?
_0#C:10["E)#/T$;YI7>0J_M&X2N MO">_559N&N3'^;.7 BZGM_P7^$A9%^E%:WY(K4;V21OLU1?BVR])3AA IZ\ M?DZ0+VQ3754.>ZW3GB-
EVRJM]/>U"T&D5V%]WO;TW9]HUNHWMY__GQ$A E1(M$]O[D-?M01K*=]2+S3E1>F]68T'$LM=@VM;96K\HQ6*]<1)^W9;E-EODL;?
T_C=O($DN<'\=JXT!9AF;[M7R/8 M_].YN@R4ROBR[JZ@'<_"L>_+ERAVU-W)7PK.J*AH '[7< MR&TOA/D'[,_QPWQ:S++L;8M@>?+)08<''>-XH7?
7,6E;;=*H49/+^2-,+3 MVE0[NU@:%A=?Y1><+5]6B-_\^#=R_]SMQ(A$&VW\<1%#L\S1YQ'^!*0&75SH
M&CCIGAD:@\Y1X/[YYF6<#]:3W^/=XNL;"Q#<(H<5^7-'8%5E)RG5*P+'(C\< MQZ[N-V?*LE:V[HE+!Z:2)$]ZC>Y>1RQI3?#@(6NF#H,'F=Y*,
^7D41K\7>_M.?_@@:JK?EHFW*.J/* N9&16YX*N;Z1#I7NP;$C^L8:#/I53Y'F?:02U*[*X M!F_O,6S0!=/V-_B'@X5S3?2-XE)N"3BDC)9B7!F1R\=
(:3/>UI\#;(]KXN5! M9MA+.M$J.$YZIGHX(;6)K/:,&5;RR<$4SEGTX10X8=E;W@)::&.7>>'$#IE^ MM4CO##?
G:W(/L/^O^+2/_!)'W'OQEZP'G,27[9R%5@ITR__O@A5]V"I]_3\+^_3,\)_4_T'A]G>P&1QC[['RC,[:>]MDUY]R4#5O-%P&%
[VZ7%+G2)9=KL4^YY0ABJM[61S^"&]"9X1LMNB-,N''$91O^C=^7P#Y MUD.X.J,$)NJYU_@6[5HW1\S"4@91QITT^KO97M\?
(Y6]22ZN^IKH&&O\SB4 MM^1(,OGE)RMM?Q6%\Z53OE^/2 9:E'B;6

? M<]PCL.=*9&:0#%D520"QNA___*S?$<[8F*P1_NHBMU_+OOBJJ>Q^I2$-#!8F M+SS?S-Y)FK][.2OLA>N/JZ*^2544XGRYVD]?
K$*S8\/N]#A9E@K)GKBO@@XI MH7/?<(WDD,Z#S+!,#$M-:$"'%\?1Z;O*##8HVLNPPE5438'MJ)RK29;J49.L MK\Q%=,NE@-+?^HRFI:O/,J]&X>-
IQO#6,-^X?Y ",=:$R#Y",)76ZQ@4H49) M6$X1#.F2P.@;R8)E7+JCE("[&M(=Z.Y0J3ZK0Y)^_/BJ#"?H#V]>P]"U?J#E M%XW!MTGYJCB]D:(2&-IR]
[8M#GW+(^BW!P+76UCJ7,6*>D*N(<6(% M9<13(W6R7O)CKB)'F7>6*:)5MD0R[TF@BL,?SE NA%$GH@UH$KYJ6OEYM?@= M%?
ZN!6(I0MC\N&Q_73X*.:O6%[)/Y*S%W8I_[W"T1K!J 9L7'W?86I=7T;5V MN?JUU'-9^$]H)[DF!+E?")!,4:R M.)W@D;
[RO=N8Y9MU)E1P34!EPS55O+B;^=B[>YFT?JQ5 MJU1B-@C8%V+&["M-0I,BT32 MM)$GNP1<8[0&IT1E(@@0?4/322>2SCQ* MD:)1ZJH2BTT X-
DLM2MU1_]?ONSF8FLZEHWF7!0IXNGCW-^4[/J>0+51-,A& M)9("0\N/1^)R8TB6-C5>&I7B44(*!PW#\&@("YCD1S&)13-#A(-3&I F>@S5 M [?[B?
RFWM19!9.CX$Z1( )I!4 D9;DJ*R.DIDOSPV6 :9 B,1 *,&TH M2(',B@@MA.(V,<-23T&@%U57?4*!9+@7CC7$-!8-B@@HT)A M,Z*)IZ2"4>;
M0..]$C%'0C$W30;MB-.6DNAUHCQRAY>HP"_3 BNH*JR6+3 WUQ56(01HH5TM63UK!M7*WWVHH,'0\>4_-<[N)I
M2/FO$A&N#,N;9)!I5\B'%4QW*=/;Y,1N'&X]P9/L,*F?*N(]AJR"L,1Z3@G# M.)5KK!K_\LM3.+3#I'/[M*]K48L_Y MADP!, 2+=TDQ/-]A
EI'/X5D"?/I)!7+*/@I0A<(;\Y?G='Y;+6/W7NUB75\ M0K5GN@E46UA\W1A')FD0L]9I8U<3$I4F)'K7BOH]3 M\:=V($#)FU_F/_Q??]]V$X4U?2ZOC>
[30NW26=MDIZN]!Z ?E=S:DHNTH;VL MZZZ4N)8C.F$KL'_@"X3AF5\I=Z4C;(]DSAJF@I*4:,8DD2E$$AID9>65=R>WK%PE;C=)AC=R1I*2:U&
[\)WUPO?IE3_ZOVBRN<5 M^% MO?X'YD!30O4A>J/JW+H%>X_?+ @:O-'8BA[+24#["A%L."4,UQQL=:F.R(T% M#Z'>X^BBT=*@YYO
MCEJ*WE7BGFW&XY3$_5Z'_(_Y\RU*%1]#.R=H()RM2+Y'E6^' '^3@K!'CG:% M@MH3H^+=D!&N1V10R'$4UJ'%'9Z
MG,__+!Q0>54%MI4SV,9QKVUQK]U?U[M;\FG;<9<<6UZHZVU'^T55==U4O.6^ M+F,;L.SG'!9KS*S *LU]0"NU%G4GW=1M] 79'(V:-
HJPAH.!+3UNE]02T0B5 MDW?9BV/F6^Y53"(2R@T8.[P!V\AS2YBA#"Z@4M;A>B?[S_#$5[4EN5_N%Z4] M2J[L3^=";93V%O3OC,G7TH$VY(7TQ ?
AH^!>!'&4]/+IT]O19?P.@EXB)/=H M*W(S<8;F3V_=?G-C%:L;?8M0T)J)Y8O=4\JQK:7XW?B@P6&;_-<2??8$,630 M(@;-
B7.@TLB8$[%>.N*2ML*'')WFAR)E(]<)K5EGHL0>-YJ@QX1XDRA3C%F> M\M6I_%URWZOF5=F,?
_SXLN9'=D[VQ?)9AZLW=CVZG_77+WAITT,W+O;%LHW$ M=#VF0:%IUM/I%0EYQVE:&]7\T#%_6EY[9.ZI)B*Q!26-\)Q((2D!A=P"RF7\
MP*V.1P!W%VD\E=6'TOEK7KUJ=BVZ<=J-BYNK/],MC P48WA2*T8D M2Y%XER0Q06<)5AH7]K@AZJ>K*_F\V@KK5:HZ+O6MUW74Y#9 -R^-
FE=O)XM$ ML"BB%$3DDDG84EDN+\Y:ZJ]5-MSH!K82A9QK(L&Z%(XPR[AM) V"Z7.LY?W) M_:UF,F/I__*1(_-7H&ME*=X2A]86&BU[=S_686+*!IH-
40IAEWF-?ET#ZY!E M+4#E5/;((3+HE7?1*]^5MJ3P>&/,M2_U'^=<:\DW60F926XD3 ;FQ7OF%8$] M3H/)!S9A-
N=?:S\C8WR>Q8^OFMIN(*V^9+R<$AQ:37/K"K@$KZQ4WJI M:Q)"#$F-$Z +,$601V6,:>5GO.]^>VI)6,]*PU48C>DD+_9Y^;OV/IAT&KO.'V=(";S1
M<3@D!]ZD@NQW]=@6O58/Q[JT<$:?_)8Q?[E=]*!-_MD="J;H CW0"&-=T1AF MT@(&-$[8^9>8E;A&Y@ZDV:^>^U-7O]IT_:%E^+G[M8VW?
^>0#SN:KT7*^]W0_[!7T_'M]S_$X==M=3Q'<<#'_4*(?ZPT%U^%%%OG] M?/J^4!G!M2:K4>/C;K+#U'_$.-W"?Z@E0M,YR.#!H>-N:$%D\Y:6:
(_PM*8^ MU&?&NY6:P=TG_Z'Z& !2(Z!IR3-M1P9'83K=']VM'3+=)F2-OMUQDRU\RIV& MM/SNRC%8: 2A.H -WW P 0)'@T^'I$7R MVAQIG=
(*QTV@1% X7'H9B84]GJC0($&MH-3J?4J'/3*'Y]V^@N/PQ;1"1_#8 ML(1=[ZLKB+PM*_[J5=@9/:EWH<&GY/@DH !!B8)S6"2!"5)PQN:81UK08\R M-
[23,5I%20SH%+(4]#FF)>&-!&O2B"B%ND8XEGO2 >;EO-+%[#$8G&0HN%L_M);0IG[ZJ8R>)?

[Y>'/2=]9W@<?]K_4$('VS+VV\S40(=G%SA8M^RH<.PN*-/+PB$G+U@/_,8;]H'Q+NW 3E+'_MC2VF*]O Q>C53I/C5W$UWY]Y%H9S-9G6+*/IO,;'PGHY*2I#>_DE%B2E6W2N M?8=QD4W([62WO-/(NNV5AUVO6E"]JN/=9''E53!PM4C%2MJRT]2\]$-.X4>; MQJ]+1?*

I:MMU_BE1*U^7RU!!W(Z?C&??E@-VZS.K=IP/BID[*VV5EM8=-8D^D4;D+]M4W^X2=AU)U MDIJSL$S^4.2'X"V7WV/_,^29/)*T[1N("X%2_*"B=[7S05QHK;A2DG+_J##?M_(TPY4(_L_<$#NL&?6VS)*OSFXZE.N MMI:.HC#3HIJ1_&($)OD"<1Y5$M@1RN\%^&LBZ<%1*EU@/I/]2QOF/''-W9^MODV_Y]+2MZ-6ZH<^8Q.G]F&24,$9>BXE"1:9[.36Z,7W5CV KWX'L39-G_^H M>^A/_N-^N/NGNRG$O <6U(XZL$3M-Q;\=K1T38I\A(#_I^[XK!MGKQL$:A&.O:SM@K\|'7&K+!S6F4X1++%MRS#LC*49=HHA@\ ME%B5B069F9/ &Z>-.F+CC]HR'T:PSM*%_D9FCA{XM4]Z.$?)3RXVZM]*WP_M;-6R+5OWP+K^6;&NXW:Y5:T'UO6OBG5=W(]U7?YM,,(&(^PF(^Q3FO7L'H]M M?0\R&IS,H)&2X%!&,S87;&1#A&U8;@P/5,3'?%_LIK-9GGM_M/9HRN><^;DV);N2B*?P@LQ 3UAI*2SQ+ADAK$[$"E+7,/?=&1*5->LQ9@+^> M>!*NT.B[^9C,:AQD?+KM?5'!_*H]NGKWNM^K,H;N[YY$09S2T1HKB+,*NS]Z M2ZSEDB38,#SUIM'V*)QVEQ3-XSJ-'07]QC*,SR[B>]HITQ6>792=DO>P*SO(M;#1M$T;NF0QW_E(>D(-@A")/N R:!"OL#)$DE06U7DOE/ZEXXEH1^27[)=AD M)06[K*>[Y_+>&!-[>H[DC=WV;C%'(JONXR?Y*#<$**/:KJL4G4-Y&$VY6)7/V /]M!Y :1NX/(W9@7$.<+0$M N9HA@ U-XV(2:A8HGOFRA*9AN[@X*7Q??AQ[M]H3CIO:$GLS94L*&4[,]S:)ILI->M1N5M)%.6.,\9T=9(DZ*U+A]5*=TEH^P! F?_0SU]$@]H)C>GS>Q,]G[.3*U6V^P% MK5K3LPA&<)DJ*C,1$>QA*3TC+F9#ZXYYRZMX)UU#U#Z]&"QMUO(<*^C;R5=9$=+V>8(K$!/," Y0SVZRWVYE2)=D\30:,6: MK-8(KK#M_IG)OV#\|\^CG]2QYG!U84L_?^ADVL,->,#_[]K$R^*N.GFK\<;9 MA5M]/FE/[H84YX='=,ZP&]+;MGULD'RS[2BUEZF&RW52:F@V-6"MBM%^"Z,&M7^V/S%=6Q/&/T]JQ'S4[,A"K#+S;S6:\5S[K]8H3>=$FITPI9$WD9Z3HWAM'+P^[:.\MG] M.8S8H"WL:@L[U:5584#VZ:N5AM+W/4&V.1K"D_UZ[85CNRC6OI:P2@+?KO M\|L5K*_=(NXS=UO8[QK);2I)=RZZR)=^4K*>MWOQ<@*?:TA]_]'C;-S9H|KKMW:5]Q;BB%GP5L{JSLNV6Q.NN*\HF MLH8=OD4HVR>R48+DP53M_E:+++V&]QW4EOBR'O5O,6]A%U*_4V2]++PAG@M-K N-H0XVO\P/[8>,J^5%M'2PT)\[$GJ0OQ)-O4UNZVEEO&ISJ9!G+@A&:G09=HX9^.,&:&9A5TV1YE"9^ M'V_7P\TLZU.']$TCFQ48O)49;S:9@48-1[XM*<" "8_]<%O&EVW50XM A67@ M8O2L@,WQ<4_02+"V@4*S=['XB+O+'E/ 57:C7_9E07G.!#Y4(H"L^PVL;5K>#";ON?\S1XFN0]K_F(F"C\4]<MLSQ@6>_<4H7^_]+_B=[']XK[?EE:2.DVW#X>O?^-#C;$Q72U.7.;B#0OHZ&W0 M?_8!NP>,6_;XD]XYGM$',H-+FMZ5-J[]$5BGJT->\5T96GM%2MW]&&^GF)O(QR"M[DDK(6\G?!V/O:.G:_P$"Q4JK.$4?MU=2MO9ZJLH6)^MXJ@=,@D51W(Y:6_4[O4F7Z&Q>NNQP36RI8+IB9HEFIRXR=M1PT"(CU5]!5_0DY(49+(J_,)1C-" TTN4)=M ;#47K+H V$A&D#_A.$.E8CE M@?&8FD3]D8K1..JLSU$#YHL[!&6A*0D\9(SQK3,T;(S-_#>VP+8330KO$<._MP*.,I%>MQ$_HX-NVZ?7+;9=>,/Y$:JZ[+-JG=5C>"24^V6%9%L:Z]@%NV#/G MY0U.&37ZS2^*;^KWG10D4!Y*=]NRQ96/__(+D#40@.[P?Y27_;H ^N5I,^:F M"=1MO7,:;J22,3-9@#[54735XDA0R#[DT1JS%WH"]3K0AC9>$,H#:R&@L:5 M6$.6(QX0U-1RUFA/?48RMX'DN+1 ;G.M\(EN"\Z>C]D_7+@J>^^+]QSW&M>@G5L-^VRQ@ _G9)I]$OUONHG.6)&&<\D3PQXJ2CQ*##KEK#)UN*50LP(TC!)I=,7*"5OYJM)M4'WO(%[-3H] M4UB3[2U11FOFDWLXMDL=6Z=M,TFFHQ<]Z-9RN>GV75-I-MVZ9^C3>EM\6A$%_"^P/>^DK:(K64ZM=VNU';#. M-,|_34#C+VW##8(.L5ZEZ(SIRYK?R_*C]0JNV132ND=UV<)N2T;U'O"*5[IHG M[AS'"^HD'VS>Z 1&QVYMM=;C*((/FC,G%3$>.U-RXXBS!B#;PH.ZE*+T1VDM MPG@?L2Z#2B>Q7%1AX$(S;V-630ZTZ.=^P__5U[^5AN@/:^ZT9F6@=07O#_+ M8"/^G:A4/_5UMK6+_K>X(\#L\$+_^_^VU6 MF@29-.'<)AVYIT$?Y;WP!G9U;1AAU%JP"!J'Y!*;9*E9HZ5]P'HXO)__I)/9 M\N_SY3(O7\U>_(5K<#U9OD75\55S-W5Q"5(_]K)R:S M]KQ_UU2M8L&R/[+A8#YCMG@SCLB8^-)$-H3:Y).*G&C]!$WZ'UDXU\+>-17 M38."4(.P);5NQZP\5QBD3Q(!,+)X4R@SCDI&.P7-QYBGF]+EMG7J)9;L_I_- M=T6@-D&Y&A;WR^4\5HMBHSKU0Z2L!@%R8 /0!NP"&5E#/%(DJ&2LIRX$YX_@ M)G-!K1&6I-+) 6 *"5 #*V+6@CA0[PAB[>K1?P=AJ2DT-TC*_.F5%UZP9_> M3OWF9J7\E"Z*BD21\ TWO(=U-#O@9R.3ZI.:;*,B)P1\'7Z?1?R?3,I[847 MDV7>-(ZLU"^=KK/IAEP>[]O.GA7P1C]MW+;E_G2E_3%#/OI. G,XIC:S-\JZ"C:FIC'$*R6(-(H3Y[(B+ >O M>398/'7$^$1/U)9XH4W1:X\!V/.VZ/X MT7VDJ3/X?B[IR#6$>%UF\QVCB'U29@[`TW)UA6][LAP=2DJ5$$2_HY_0$36% MYT.VLJU\^=+)]=Z=EE=4*@T_YZ+II2.+U!=B;Y4P?PZ?U\]54RAKXJ9B]$__M-K4R,]C_?':':A!N2KJN7@BMC[.E=BR^V9X(N%!.Z\9[XAOMB:3HI_!(W9%U MB%$FH\5Q4XLSP67K?W\HN%1]@DO8(GLRXYIK(7ARA!K;@-E%/7&,.:A*$"TG& MK\P?-LA/G_&V;.X "-X6U\!]==:,Z;K^N2]5CYIA.2GFJ_^$)@\L6YB])$]#XU"A8]I:#CBJ S3RKE0&\SG2_^>C>I7KE:X[LW-M/:A4?Y_6"VS'L,RS1VY?1CYFO]BHR7L#]P0BT=+*=C7CE06CTCFD0L38']Y6 MD:B/5"?B5+9@\(0&-&E*29.4H49D8_F1L_LN\H3)"]=D"28'MMY7S0L<%&07-MV'2E>Z^NAE6$3C A(W K3[.GQX.5L5Z1D]V98?$3APU:(\AS(I[%E77]6B'M2;K*".H4V/@X+Y:URO<=7N& T05)70NPHF;UCXO7%Z-4ZZ+'FS+@+?,VMB, MBWW4\B-/H:8 M[(T!TIORR1\S/!JZ?6VWR/I(Y0R3%L?,@QMGI3QOH,Q9V?T^M7/OU>';R7E M'56/"YRX^!!S7]JA"9X]39H344PCWP0"RH BVH9HN-4^Z2/3B&7+A: -288Q M3 ^VH&TF3RP-K*&'M:9ZT,8/R([ZVMX9)]>S?[IX=5@E6 \@]TV@'%N-);> M7HGXIJS%?LRS$<($@'?"6<-AGF$OL-R#JB%42%%Q+N-16QC5!+"?A"")H;ZH M03:\!BGAC64J!RV9.LK,.?<\WVP4ZUY$J@J!,I(6UR7_K<<=HBG;0^OL/T20 M[PYP 4S7GD&#TA1W?:*-5&!B&(VTCI08[8Q/D:L8CQ(>E86S%%:#:PDZ1"L- M.!,#?,@\ZRA%9B>)\N<5F9M80@9@V.L7U4B5':!W@*DCTD1*O .< $TQLIP: MVYBC9'N;,^0VO3>I",1$%3!,D0S+M&"6_5<8P,#[0]&/+HJ_P%I_'JR]I1%KQU2DK.,I.,9$!8 5SEAK4_)Z'24 M/Z)-X#YA+81$]FH&&EB@5A$*9X,JET&#BP^?/W*3^M6'+-I>H:P' SI+3YR$ M+5$R:HA+(1/*':.&=QXDX.TTI"L=.;,H4 L"V##NQ0U]0'; ^QLZ6#W.M3)NGG^E#0O ?CTVX$R&)0@'[9NTQPSY7.[XSL3MK?/ZN)*R!X,Y;K%?9Y*@;_SOW]]L9=X4WJD4L9%#0N#-IQ MRJ$I&)$2@#G2'"*]J-DGIF,^!1NW8=:ZC5]O:NJIQ^OV2:T0/3, ^]DQHE.8^ M,TF,=#!G,.DD..&(%9KF8+)4TI\#BQYOGGM46^E7/>B/<%K3V@?)+?,IDEVG MK==K-)T4IZ1_]R?3W3YX+29B[?!!AN\AS=4ASF+@]+%'I2>+S>DL&B,XU#H M8.01X)6Y0)1HK F9,QV.C&CA6?#:!\(@MO# 3A*!C@<;\ @\Q2,Z\=K4$)[MQ*[RZ/?U6YZLK\" Z\F:H5EX*S+L+@JK+BBUH"Q[3P*H%CG)QGAZY)+(45AE M&DI,1%.*,V0"B(65T%N90:^11RZ)!VSJTZ,J[Z](?O>[%]U0PE8VR:.O#W;) M*TW(KV 9YL"9;Y@F7M)$I-*9N,8H^ CF@$H"[%Y5 W '+)M>)*$0^J.AH,-M01W15C!M#&VH.LI)>,BMJS\E[4^Q=7VMDALY9Q%K^[S#4(0WA@2M+(DTTDR3 MIXD?TY]G'6T3-9Z.BKD.&D>T?>^N,O&O[LU\E/@SZT'>SW0.-ZJ4.*?= M>B>LW5ZX 'I(Y7QC[!G/C4?A:.8W1>_O_6(R7R.O[_L\\VTKJ*[X%'>,Q:1EM_BZ<%BMFM,L+ ^&XZ21C9RH?_VL]I2'Y>3WN6O\ ."(G)?S58\M9U4IGT.F M-X#*98%%![V]RK..W_BX6UK)^]S'PIM56I#E?BE'S7E'[_:[Z60O26R9MZ^' M,G];-U0/);.W3-CB>ERSQ+!>2-6/39%$_N+M;"HO:V MKMA243-:8E.[CSWE<8%CGYG@9WIV,2ND:JU9K4BY4--3#^):XRTU"%C#>.@F MYQ0> ??E96ELMUR_PZ9)F-):JG1$BHHK ![RY]"6;2-N]XF>(-^79ZT/O1-!Z MR1;'?,HJ:*^Z,@RWVTKT<*L@CJ>N0&IE,TC5GN MJ#.<,*4-D0EL32. >? M?%0'[-BW6;6P#OD-.SU6T?\7^S MEB^^I9.'$;\]DT\ER1?*T*.5EU&%7^ELW1WN$\;LZ'E)GG*2&+RSG/Y3MG>#UME]CHB_N0T>*P';R4*=DWSR)(GCT5&A25Q+V[_ .^1T5W3 A)8MO#FA7@D"UG*7D%'=/MC4+ M"L!4L]1RM^2[&BZ3G89_]>9=HB F#+^=3VOC'?SY*PMH/"MQH5.]]$[1CY^R M'DM5R8[IYDZ);# M$?C?K_2DCA7@UI,R4O_LAN59-RKG(IG@/7";J220TPJR[!:.]&5[8.VID!- MQ*(<^/V#7R18G-V1*&%=]NW^$8 ">?$^MZ4!;7?0:=$";^+$ZB"^NQ-EQ2C] M;+X"8(47GD[^!'6&<+Y:U!3U*-]ZFYG:4 MTR=OY_,23:^G=1'G4FKQ?=L===;F?>=SU1P7+:55(H$ITTL0"SQTTXV@.QC6\+OY A.IMSIV;J:VB]1/_SFTDW M='&^GB8 $8MO)_E]WGA]\$WKMR3LOV+IREMMA:1_%U\YI>#)N4Q@9WQOJTI;O^'D&$+^.:]5*;S==)<5^MR/N M84_#*UQ[Q4KM":AGG[-LA"-))[X+<"[%X#7EDMG M=NQ)?Q6>8#"YC^4R,B7:>"F)<.;$A0;0&#D/1'N?&ND7L M'[-M/T:0MA^KQV_YE_7YEJ,%V!G;_?O-U;G@'TUHP:]*08RZTZ M7?2 U?)@4?JB=;92E\>MYQ"="?/UJB@-;7IJ.^@;#;)+8IQNM='5> 1C\G;4 MI9%\;/T F\\W@DP".W-$&=:&=A$ P\EIO@H6WQ:[ZRK75_Z\LAFP.,6J1*D MU_A_36*M2NI&FNH35'<+>CC\8LLTMQM2W5RN=?0L-VF93UMQ?)_B'-98R 6W M1#08<7)-((%Q3GC@D:(0?#CNRG ?I^'S;='ELUFJD:8WM9'(WU/R1L%YB[?3R8O0L5;('W#K&1\ <.!Z%0-'U M0 ?K?Y9\(;C8/ HZ'K%\X VB[++*XOB=_HS3. FJ*M9QR*C[8Z.-0$>N_9@U0,>7M< MM]\MRRY<:MFW=UG.IY@DL]ESQW#,%6]RX'6!,]>=TZ7P3SCT[U&+>35.R"32$82!GLH-$O08N8SC^@ MN.RX,B8[.^V'MQF+-?"[HG3]6_423:.,=&HC0=83<-LDKAC?^&]UT?Q]-Z2=4?M2W9JZN6!9Z9>H7PW_X\1H,YW M6"^YGI5BWN2GM3'12ENU[C^;7:?0GVES"K^,;G,K+:.+JG]S"G'S0:Y[.63";FR?LRZ*CWU(6 O"PXT)4[85*ZM':" M^P[D(4X.5M>_U^E-9;#!V?VO]:35L39NW0HIK3;.S=]F-G9FLIWTW?#0NO3* M*VODFB5=EYKO#7V6:32E(ADBN0M$QB")=PS^ "6'4^EL$XXZZ-U%!2L=[&"H MMGO?IGG>\[+6]ZS.\M5GQY[5@A;V1MK9JW;9/6IIYH=BT.Q8,SLNZ3T(.PE7 MHS;P>QA).\;[QS<$;N8>^F*TF)>[/5\XQ>[+OD@H?/S-HXH R'SY;CK_F-&\MG=:"XF[-5>#[!T@\AN%7)=#^TZ029<',KA>K30#_U_D"P6*V_1W$X=G4!W_I M1_X-)BRM1NM6"P$L U/RL@(27 #+[/);/VTZG-^_Y6ZO\|_K*5V+\ZW"\WXR MGVY"(R4J#TL2Y*|*^/[/8]KH&]?H":[MIZIDMT(T/M:.ZO]=O:*/\^_TSD!2 M3>F-;6%]3YQVC8!DAY")#Q)Q,B3B66-(Y"S#+42D^=A*;91VC4JD$0F[SX6& MA!PTB<[B648[U>Q"9"4W^0V&X+>\^ 7]#7_,$3(7)6CX4Z>9_OBQG:U7LS(9MJR#T_@V)>Y20!J!7O2Z;O+&?3Z98[0UF9+'@T%Z;UI0&F,*>K"_!E0R.6J(,5BUS M&HAS2A'%=&I4"&XHZ3VNX+W@7[[NLPXYNCDYSA&O]4A@J7VPL>WS^J(_K,; MT%<-S.YU!++TAL6DQHKV@$6Y9!JV^3"]DH#HF;+"":*#QI@;],"1.T::T$C'MO,/&OD?%S-*8('(DM-$)32-&7$0?K[$T"A^]C]=9.(\L 8R-:1]$ %&SM.0^ M0HVK-,B":C? &G]>_BH<)BVDE51 N/J[]6*Y;@$9RPW-#\((^FWZ[NJH9!^ M.WG_W6A'Z2U&5'4H5-C"%F9MWNDNFVWQ-A2@ R_ OICEC\OV!%&3NQRR!52HJQ.J&P#T7.QA M@IEA::[Y\ZU3)19]XFWVB[3ETGV/N<#5H*QL*&+W-5L+IGNQ>F09E^7Z\A)G MJ/.A;*A$_ <_V6Q;Y9:;45VLI[4YW;M2DX<.DGF[B;06,?KYMMZ7#V]S=1.-M5L7;UID:9QE- KS[9H;,,>D(7>:E[$]?0ALJ"#_3"K(Q=[,#17D7UT%^:WC MN%^V/^L5;(A\E.85*0U:-M@_+W!HQ=TSKI==#6X1V.5DN\CM,.VLY]BY&K_;<\V*_! GAR=?5,4)QW,8# MVY*P#F6V^-(71/'8U,8#'##L%9A@L[(B4M+0(!1-C:3'Y&LL()4FG!.$C40:M@")O$92,#]XH]]-QG>FFE?8FWGNK%#9HU9/5;2KX)7YW@B"C[%DE+RIA?)M M^4VU739"4J7CHA/^NB+0%0CVZ26Y90@^;3;"[M,;6XS/R6E&RY')P2;1Z% M^2S=G&7ZQ:@BSU;5MD,GYGY2PP0;G'?EG/O1^IJ,T98+-7L!_/8C)DZ^\4\3 M&/UZ)]\KU=_Q:'087E-_=PL[2\[MAK&X,HN6&.HFK75T.<=B-[''W,(<)ORC1 M"?3G=!OBLW5M2X2JS^C;-IKYT_-GS[!0YD4]9+FY OQ6%EF;C-)FXI78.[KAM2^W=^TG^L.SOI#LB7/^2'"*KB? M5#*O'+G)VKQ9J_A$+P@:JSU%+S5:\PBP(+%S4L^?_9Z^XXOF^W+;98&%M/6 M0!BZE-K[MZ-[BR=X]GJ\O2@F)J?)LGB=-AV1EEVI7O=+5Y"X<_5:NU$"P'BC MVH.[%L7?=TO\G3.R@FV\& B]'_!W,T7TSBZ6P^?$]LU+V8Y);%^^,V M;.Q[R-RYZZ"TSM'6V43[@4Q'PY?[-\)4+9AHI#YU.D^NCAAJID7$CJZ[6S6S. M#LS14^(5EUTO7?4D;J:K).V7"D!IN"_@*;&[%LK]D%7R6.45#Y^*.5F<3,:\,>MR M2PA]*A'I/%F8MZPI>'IQ>,"&7E?[N6YZC[^=+K:0)G O=2)*J89('Q()JFD(M5SE'"^$_P1IVIV&)#$_%LEEZTN5!MY=EOR*Y^5:G%F6HF[%R<6W)A/A\2B9^ MSZM)RW79"M ()>C6Q1/J0FMS'2KHSV>/,,4=N>E:!^"Z&:F.U@VY&=!T*JZG MUO'3+4?0*F']C5Y]F &ROYV*\,Z43!?O'[U6Z=AHD=X60X&:N JJ"G-32^WC9R5M MNZCYR.+3%?2N%H7X]&/[,&UL&)^T6!"7/I5>#NOB>YMLV]GN<';T=L#A((9Y



(>O^^D=SJS9!%TZMM./]KP;>C]/ M*W._-H?;G:I'7;Q?>]W=-V*MZ%,/SJL[&NZQG'^Q.+X^4%^2X1^R]AUVTZ#6Y,?4JH#27Z\&E=FQY7: M?)ZR-
Q17EE#=,*A5ET=UFXNQMHV5S6NRTVGSL:N^[5_>+#JP0-UWQSNWDC>F MO?8$-KYH3>ZQ^V?8)-9;[:NXGALV />(H;D]&5*A^?
ER!*:V68#)K#_%\')X MG<%'^)OE]3[O>3OKXG$7SVP+4[X=@_Y0=[6KI_7_'CYC-L. M./=OE?R(?K,*^F./!]3_ZV?N)$=";GCGAK?
Q(\9W^\9#Z^*.",/7571?V+/W MDK#Q,+N\18+&QQB@PZ)%/4P1*UI5M.I*+9/H1Z4BNV Y/3@)*\5UMGRFYY7W MRPV[/M8?LNM?#L*5@W
'=Q!N%\MW3!EEA$6 ZR%OEZ;(T.20,$H!'!--_-KR M'>7)"R?S$C/7B!L# "6B1L19YZ1/@6%W?0?54F5_O]#87^/\=5XEF+SKH?VQ?
987=NOTA>$+4[9N7BT(4'"S37G#P&@[Z&'B0@B&B"1B;6=FILXX+O#0?##\0&R49>\^+[[X=/:]KM5ZEB<\6*$BA&Z MNQ'"GE/*)?
CARF#$;13(L$00!8=6.'#.K4T/Y8S_UZBUYUOVQL4$'R!_:?'& M"Q 6('RX='B0,6)!$-;"(DZ,1LYJCK1TGA$I,5-K/!C;\L8?#@BI+FF)'=6G
M?'10W/[&],^4I70T!HL%BAK;7%(@\QD$B0)G!/X7HEHJME&6\F=;M_]MIXMX
M68>RNW,ARCNTL12B_)PV;;40I7PZA2BSU%6]V.5CE3_7,SOS<'WURZP#2CY<,AIX%^G]%^3E=T?5J_EM!W?7]I)>
M*4V3GT#42QB<"QFK+V7LHEZGM[W)I/^WBO]:U#"(^>=)9=?W!:Y\>6;/QV^@ M'4VNZ+2:)SFJ\FQ>3DJ717TH^'ES8P &V^83>!;S/&<1[O.V;
<]SQ=#Q 0&F M-L]._V,'4C)'X#">PKC/%^WPTCM4,OJ"NGS-.=Y=Z\LOLP^QFP_#-TI8R!*W MJ@IMK+
(Y"%F#FEG,8G[:M'&JX>;!NMRVT&56[5GM(C*LW6[.E]CP[3(YY)GHAF4@IM*-N24>T12+[WQEK[\K>T/R5[B8@OR^@'L 0#> M$%%E!7L?9[D
7CYP>[ZT'2MF)MFG;$K!T=9?7W&]K8_SCGL#\E? MKB#OR^HFYZ&H45&C.ZM1+KKRV$HT"%5?<]_/VF7)<5AO'H'[Z*&.+@,^03S
M/!7WO@^7J)=^]O%+'IRA+49:-E&4H7_K8ZO+NPEW+N@$_ MYWQ:E1:Y\L)%0?X<:U0=6)1ICH[%P=5&'Z[=!)'2Q0_Y>(_=K!$WPZ10C9%
MR]L&]_+229Q4S5F^&.70)5]XVH0X'8S@U,[G63N'KR">V5YT^[3<]2I7O/%@S^ON)'L-J^[[20TN0NM/S@<XAPZ]G98IC6F_SV
M:M$-2#G&!BL/'J*SRZ>_AYAX>.1)_1Y:*&K\?:!E%X=)/J;[]K_@A3BNR&AUWW_67Y99 7++>D,9E MJ.^=G['SXU/8U:
<,'1QBFFF^H+N(>&X:70B3]J3^R%5KTDO_JD(@@%U)O[FH M?=5?EPW!H>2 1IGXM[^OR=RMPM:K1E];QL,%7=U[QK?D7>XBF"_+Q-PZ,?3? M?
AOQ?8D]>?"7B:2K,Y7'NJOAT;:]#0+6)S-?L?KH/*\K2K^L;'>1L[M(T$VJ M6/?!UE T;GJ>?X7)&?^:#,U9.(!:F'UP36X7O7 M8]C\I
E=%6+GV]KE%)]K>HWI:V^%!3@05YP&0#:_F([>0![X?.6LF>< *BN$ M'W+K(.^SF&<*NO9GKUS#[4W.5X!+
[I=7C4[D2B[WJ/IYT69ERZG$205]GL8K M-<$(H'7]D"%MV< MF?9]] E^[V(Z[Q%KY:VW+$J,Y@="SJ;-% >]\3EZ[#SJS6NMSC$:))<(6R7S MW@*-
G,YD.CYJ'DPR$.=M8ZWULH+?Q:IKOTVX>S4+_W5I$_XV)K+?S'Z/N>PK MC-X/%B3CLZ7[KJ_-WJ5/_=KLX4/(Y?
+B+3;XEI6#)@OZOQ:@>/V"E\MS<*V" MW_$=P'BKQ!'YZL<LK*1[&QM]GU.,M5GR[H2\' M5@%N3'(];-VW?1C&O=2T;76Y*-
H3431:%*TH6E&TAU>T!ZYDN@_#6!2M*-IC M*MJ[9FZG1I;+>ZA4,M-ZB,S\2? MV?JRO^'<3[:=-8O+LG?GI=;3]FL];N;,&\ MH2K.9B6C^NUJZ,_8-
B^^1P];*&IS)K0G44RJ(&U!VH*T#UVKU&F9:$*$2@^H MF2)R,C(4J*, F$QS1JXCK0J.QX 5DH#%B'OKD';,(AJT31K+E.S:1OB"M 5I M"]
(6I'V^2,ML<-&P@&S"$?%D$K(Q:<08YP8(@"RB$>.P;D- M E'CE8LZ)D?5=((XBQQI1<&YQ21P[@U3217(?9*06[ABMIPS M[_?
E73E7>^4X;3%]#VWZZ!'-.AJ:13Y>6XS?G8;G^9@_IQ@)#$P9YA]6,QS MP0**"%%&12LI9?2Z^9.1*RFLTEBLT2\<5&[GFLP<
M@MTK>%OPMN#M#C(\C'FG7$*.F8BX$!ZYB T*7@D9@R8JQNMXZYAV5EF&@J"
MMRD00&LFD#&&ABB#5N2P5RT+WA:\+7A;\'8#O!716DJ(0U%IP$Z&+7):,$2C MCXH)R\%?O8ZW0C!#G.5(*<,0E]$ U,*-*G%+A<0TF/ \TCL%>
OP%N MP+O) M]KS@DV"<(D5YSJL;CPQA@*E1)*DC=5JO+65:H[CBE"%OP+WE4F'D7(J(!&UE M I\W"%^]XD"[XVTC_N#J?>E>?
ABUV\EM%S[=F1\7#)KG-GW$'/?@_]IV/$7O;\$$,A9Y#'7*9P<3J[2K*Q++5\N5Y3#[T8%S2&+VXDGHBS M\/*LZ?JZ_,=MG/;5<5=KJ5V([*<[RN77E
?]NIH"FU2UI.K*?%Y2,N3Y.KE8 M&1K;//)X]&P=0U7)JS_ : Y?]],[+ _9!%TZMM./]KP;J]&MSO1R[GHMZ.=I M9>[7YG"[4_54M6Y5GV[NY+H #"9LE6?
V'FRK%TRFZV\CU][VE][74ERVE5TLGGV!]6?*8&8T;+>2. MCXP?U "4$F*E^FRIU;=/I1J*HI7JLT71BJ+M4-%*]=FB:$712O79/5>S4GVV
M5)_=:Z#;C[7[4F7M\0>AZ,&S%X$R"$4/B@B402AZ4$3@F0Q"J3[[J.%Z@SW$>7+68@K0%:0O2/BS2$I,2P4HCS;7.)S@Y0JZR0EBK+.*8P#^",N1"
B#%"OS5Y&0T M^CKD:IX(4]@@2JB!>Y)&QGH,6"T8P4)2[GB!W"<)N:7Z;*D^>UBFKQ2)*45B M;C=_D2LG@O3(!.$1!!\&&6T,$KGXNC
RLL"M9D*4A(:P\(93(1*B]CK=!< 8X;)!D$3 Z.(D,)18%PE(@S@0;]?-([Q3@ M+8(,C9BY#7&,B1.K5K+JZOHM;#,(:\RS8+W M#CFJ$\"V8^
!6^793F@6"O ^<&;]HOKL7Z]57OQ^K/)Y2T5%*=7G*BI^3773 M71=4O.UH<%5W51M]EH:04^7UO%M)ET^J10=W5;;Z86K]'^BM/VFFT,73)L3I
MI/I8ST_J6=7,3V)[)>?>M,LOFUS.-+:GJS]/W;6-F?0YGD\JMZ=Q)6W MYGJ/_M;VSCXTTP_P#G@^M*Z_N(,1K1,(.5P=NSDHT3PG_F?
A/UW[U^]MURU. MS_+-N:M3^"U4\Z9JZ^X/N*CK&E_WW^7>5"81Z.TSAO:S^Y\O-X(\QEN_!SP(()-
'R1(??,MO/SRK=A'/)A@$GN8/_;Z^84I.C\+]WR)3;D M^K[P]"L/.JK>+EP7_[7(@SI<<@H?NSP8\)@NEJJ\'"D83/C_/,#^Q,)$+"^#
MSML,=9^;I*-5I3Q\W0*\!U&'X?FUF0_C!-K6+U+VIE5_T,]J$B&/V_V5+T5YR#A%5QEN]9+X::+[*@ MEC O'IXTC?-!BA9=EY4&YBH_XH-
MZV8!+X=6=$OMS3_XU?:FB_9VE^T=9SU< M74Z[$$'0B),F=%DA>^4*,2M]/5M5ZRM2\=4%="^+:B\W,YDD#*$:49ZR-<<0 M1CFL4% 4)B;7-C-
=F/T?SG^P M4QBI^/8DQOG_:9O%&2C#.WCZ#]/&__$"H,C;LRSX[2*^N%41#JEL;\9Q;]NV M1\E^TGL8O@#EL"(.?5G?
9M&NR%L]R^@Y@M()2)H%>9XU %^ 6G4[B):+5PS6 MBC!F4P3/NR+,;IBBJLMS!):G&03>V:[N&S"6 (1[SQ;9](W*M@*IS:SWH+)C M-&M&NU*-
]]'K]X%9M.<9>%O[L1KL7F-G8"ECVUM>C>FA=+&6+[Y0**V6+'ZILL;Q[Z8$# MK2SW-I[-1^\>]]X]WTJ-
@L,L(??,*S46;5D+A8NR;+K9^#&,^\&/^3,'J%)* M]@ZI^67"Y+_OND.]U)0M^E;T;5-]Z[G%BJX572NZ5FQ;T;>B;P>D;\6V[296
M+MP$]QWNE8USQUO/A3_M?;&E[FZINUOTH.A!T8.[#\(CF<0]4H*#['WI\;/4 M\2+TSZ;'.^,4>"X5CUZO;%#MXJQNVG&?:EC$O"(NRM'$[1]-
?'2AN7OOMWWL M<#]LTGK_MU\[P_A<=R_FT]@"<8XQJ&=SDC4R(ALQZXN!N MIW%
Q%%+L.;:R/5Z%@^(@532"98)7$EI0E8PAK0P5EFEE'1AEQ@(SNL$/W1- MB8*!!0,+!AXF!A(J0N !,99K\
K+D;$T(&H]DTQ*IME:'(D.F0Y..)*!2N\#T$Y<=T(>2:HTI3EBQ3BC!&D W*>8&1H3D0$;*.T"0>WMA;%@T[>2HL(MQ+Q
M*,!GU]@BQ@7'\)VB:ITVZB'7H@#X9 &_+6K!P6Z"*W->D&]$/L V'30V"*), MC[CF%CDI+(K&>1PTM42OE?5CFCF??
40O7$0\2(%L8A"R8NEY,L%8^I!.WPZ) M*XK@'^J6R"()3T,2=@"!1,BD%!4(\(X!!"8#,2RS2&.ML+,IF?4%J,BL"5@8 M9!7.%/;) * MS?
5EOH(QIJT!YQL;!QXXYLB%F$U68M(H0V]8+PR>6B\$F#E".>(\)F2<]H@1 ML'LJ9B:D==ZY!\Q7,+.V!\UL7B"T06R#V81(CBB2A4T32&9/A,I,J0Y"0
M*&'1)T4]QNM\!YEC+A-ZAN@R/9U"FI.(?-[%1BP3--]3(/89:%*!V *Q!6*_ M +'6<&:50#1I<&4C.+#6:9?_I%I+XH)3UR&6LI"\<@8)JC#B1A'DB'NQ
M(8280 K$%DUZ+'0I('P8HO-L0)CX*(SQ"N%,I,PM3@BP-R+"B PZ I[Z]:T/ MR5.7 'H3EQ+Q%"ER@05$L-.<$QVD2
6$GY8FE>W)6TZ6OVOF=EJBBL);77BK M']&Z22Z3%SZG;2A8*F^0TRHA'P)A-#)F?%Q;V^4:$TTB8F38#)B0E43D1#D+ M-BI+TD[W-
),)E3LH,W'PE-4%82ZS@1!GF<4L9<@DQ2$=$8-'=& M!"W6%B<-8=+K$%$2T2+N%$:6J99<(YRH1#QPA8S(B1E"H\9.^FC#VL$]"VZL<>
5.L2)"@&=, *@!G,&O9EX9FHAB.RUU9,@.RGP^0F7[[[LZ^[ZUCESO6= MOS(BHQ:9($/RH$#2@*?#J=9(N[R+@'G"1)31QS5WAU/NN D"^@GV\[JV?
ONM]B^/;%M? >/^V':^#]>5!%4YPPNG;>+,7T(MLQ/#J_E=V_,9M&?Z0R2OCI:" ME<=[*PC&WUQ[XHY[>E4/EA)7@9"G)_$:I@.^,J"@;'O8P5V+-.8-
VEX5%W?"^W)5T\7 M 1YL0Z@S3MMI;M@I&/_QC?,3.Z\^-HMIJ$Z@696+<7:E&76JSIH\!O7:O1_K M^4EEJY!?6,.],:7HY_"
<,#RF[KK%E0&H4Q[0;%WAZ],X/X%.@5VO5HLF9?>@ M[VF^80YZUBW:AJ?N0JEV)135JBD]>!7X.W2I MO7U>)AL(>9U%,T,EW "2W$:
21"A_*!K8M7U3\BO0]EBP/,_VC9TO:B,#U[D M]DW/+]3-MJT%J8"G3NWX@OR]_Q)YPM$SG=4;U/,*;=^]7(.QA[DWQ_)(2G5I
MU*Y["W*KS@(_$DQMS5FXVXCR(RT)UEH(S'5=%MNPDZ\A$V$9A6QWPXZ].L5 M'3J^R4G86(#,$9;BL
7(:$.5QD(HP0DV6Y(@N[<2],L7')GKI@$\F"IO]0)[M/X^]O,J?CJ+LRY.*IOF&<'LI^K;Q6P:NVP4YO72?GQW5$1Q'T31[:TH_L_7
MN"RCB]T;T)O]D%5_(V3OMDCI_DJIWULI?7NC<+D&_-^3&$!J=R!6Q9';3*KH MWDK5EQPY4QRYO<"E?7;D1G_LQ'9#WB=^ZDUBJ%+;G/8H-1N
JUFS MM)27*:?1C.8$UQ#]QUD#;^SO 3L<+I-:X.]U0U:LA9OJ,SNM[&FSF,WS=6NV M]F,]G<(;(-"?SZ?#X[WM3L;P\-S:#YG!CEY?
%/N2%J;4;FO;"&4@7>;"< MCBB&>R\49'_=RY\^C4G86]S#+ P!_@.".DKV>&'.+J\:\QLE[<;UN7&I:BF" M9^#4HED3XK)5+ZZ,TI]]6NO3,6(O^R$-
=1O[]=-C&);%Z>RJ-)[E7/+L_GC5=GXD^[K-RT*N7KOF4QQ6>>7RQQ/KICNNHA&Z> M:+MSF.?KI+V&!Z/H]P)^;!?SYN75'V TAZ_[Z1V../6A
M\+&=?K3GW5J9^[4YW.Y4/E575_I(KO7Q+Z]AO%Q;_V72V5F'.L"#=+GKX^IR=<0J21T%2C)O M;:8B\[1X@B*V1&$K#;;V:Y:KS[K9\5L/<Q?"N
M>3TLE/7K:_GWP=*OK7/G'-%MB]VW9NG[:.5AT&/7:?IW8!=2,YTV'WO#D8QC6?J?>S+KRN136+\0UR\'G;0Q M#O -,U-2>=?
&XBV<6!/?"Z^UWU0W/?G'32>(/=5>[>EK/SX^7S[CMB/#@ MOHHC;,@WJY9P[/1@"O_ZF7O)$9,;WKGA;?B(&;W;5Y8^'D@?*3^L/GZAEH"^
M?]W=&Q'S9O"XURE.\IB'BF[T(K]^Z_KS'0"0I/SK_WXA7WQ^,.Y5_V79M1N& M3V]I]+XN/E[;>WA'+S=[DG\;',B?
L@.YN7#=I3;*/HSHSHZ/W$<'M]7EQSG8 M6'3N'N/Y:X[9BLIM30+WT-$X^#%_YC!'"\QMD!@J.%=TKNC<3G6.%9TK.E=T MKMBYHG-
%YPY8YXJ=V[O"OP^5K=^'VK\;)GXN%OGS0OYPP#FOE:^<(#XNH+@1 M*!YBYTN'#[W#1;Q+AP^XPT6\2X7I+OW?MM%29]-
P5$K..RG36L'1D+#PG&IDO<2("TN1QI8AX9CU6J>8J+I> M*A&T>B@R\E]-UVVK(C29&$$>ML[H$ZX@6J#O24U[@;X=0Y_)E&&,=+)2\0U
MYO#))N0C3QG(+&=K_-U"6VPL54AK1A 'H$-&QER?65.,'1<4LUU 'U<3SE6! MO@)]!?H*]-T;^IATP5#OD)*<(4"23.GJ.2(:"\!AYRI6-
S&F/Y77HPU8!)&:0I"J MIV@MLI8X%"B)"D?)E32[@#Y"Y(3RO6ANH=Y6)?WU:=^Z;B\1>U8(>*G+FZ M5C%2#TTG==,6OR>LP5OAD/K"ML?
#MF\DL& (L2A(G1"W0B##N$%,ZRA3=-A9 MOHV$[H]C';2WT2_:>E['[J>>&N#-K-^[=KUDT)M,#[$E,RCX+KFE;M[T^?QT MK(!O =\"OE\
7Q,M)B%34X=,P,<#TBHZA),QV%LFF%D++C9)*3\F^ I3T+>@ M;T'?/1&,@KX7Z$L-4SXR@ZQQ"I#4.61%L A3IB4S/DBVAKZ;9+5WA[Y]C3WT
M9VR;%]^C KL%=@OL[HE@%-B]S*@#K!(C<4Z'@P-+$L"NL03^ <^646NC3]O(MJ#^BTTLF4HJ"OV6;]/ZDYN^]37JL%5T,Y$,;R&MD](]G(O=E;?
DNP_-LK&4, MEG@%UE)A2A%7/" PD!$)3$E00B1GV-8W7+]:08AW#> #M' \6+ZMO=AT@O%. M3>0U.3H$(UDPN&!PP>"'QV"9DDXA0N"!DT8\&
(FT=APYPR,WP5DCU@A7OGKG M]\-C,-> P;)@<,'@@L$%@_<=@ZV2U'.+(C8><>X4LCI91*AT(IH0K=_^%O2' MQ^!=
[$XO&%PPN&!PP>!M'/Z6+G&#O%: IYQ%9+3&*%AM I9$>!VVOA?^X3&8 M$#4QQ1%^H(S],ZCTN)<5'WN$AXZ?%A][A(>.GQ8?>X M2/BSZ?$#
[$AZBK'.PU:U_W&%RGYW=>T/E+-V0TPZJ,$H_#U_V=QQ$C<)'WM;S;+9C$&HHT\(AGC!#/ B*'(L,*18D)XRKM)VC(?\S
MZO"K085_[37X3>I/379O+M6WU_@K>S(&%=]T6P:6$VI*]<*"B@45"RK>_< < MQ]H&[Q'&SB+N2 14)!S%%+5)-->MIMLXK/%HJ,@G1A54W
TJ/FIT4U"QH.+6 M:AT)[3VU&@EFP6&45"#C., -K/!.ET]?M=_]T-6YM_L>;[X5=O:V?O^ MOFZ+AFLB97'F"U 6H"Q >?
<*5Y0XQ$4N9RSI0RY(*2B%J35^DC%FEM.6R3 MQ.]^ 251A=NP9#T*4!:@O#-0IH MCY$AG)@%H&0>6:8Q(MY2;I(6SFREE,Y^ M
:6D!2@+4!:@+$!Y]]#;$Y<B M7?/J'RQ/_-I.IV_.+NGA@H\'@X];]2G^X]\U);0(M1@GNR[0_43S8Q>DI;V0022(=#45<,H:,<1911XB1%OZU6V'_W
M_B8F2_"SX M6/#Q4/"Q^$O[EN,KNT+OD^.#'_N.YNKG79S535O-FCFT."QB13$5);@MO,R% MEWFG#K&S(IE('*+"F8&7V8E@$3C)ACOI6?!;*2=P-
X>X!X@.6O7M.,9T(Q0I+\]ZXS@6-"QH7-![1&"=C7::;9!P'Q%4*R*:HD>.!!D42D68K M90SV!HWUQ!!5T'AOT/AY)3(*&A/AJG^E,,Z,_8-BOIH
+%!8H+%.^%8!0HOH!B$QPF5ECDB6.(M,Q&12X(APXERA'*E\P;;'6W*+8[Q4U"ZLFOW(3+Z,>QC==]#J4=]2&3.>V4\ MGSF',X$PQF@FD-
,,3*'$8#X=XRA%YT/D-$G&'[!H\(@<:Y6/MGB A9)UH7- M>9\"F.> T&.>/ S56#8!4WA^P510N*!P0>&"PO8\"HG3R)70>MT7WF(1
MYEWXPGP"+GM!X0=)XN\)Y_HAYIV?[P 46M B#64 BCH4:2@#4-2A2$,9@*(. M11H>89_5YN':GN^S&K9.@6!,PSTR=#_9=E;/WG?566R'+5;'11H+-
A5L*@-0 MU*%(0QF H@Y%&LH %'4HTK#[0*Z4P+IUN'MBWYWL+]'/:GO)H\O%W7O_OPZR M$.$.]H?P(7'+B B*$$\8(ZT" H%0AR--
@@>UG;I;7)B99E;^2VV2ZZ5:V3< M?X>/,;R=VWGLWJ17IX"PWO[83*>V[?I;+C:(X-4-(O0+^T/PD2S56FOL6F6234Z2/"(Z" MCO=&Q\B8)E2
XT==1!Q;C)Q(%#Q"JJEG25NY5D5ODQ,>CXB.C!9T+.A8T+&@ MX[W148 7&%1T2!F1(^LHD(V4(4,35X9CXD7>]UY9]O%L44G\%O-4S-
/]S1.C26&FD)7:9H:NA R&3XER;C U HS4 M0R1^1ZW=4>JW)#>*^U[PL>#C!@MCRBACO$*<:W#%I1U)JIP!*@YIK[MOHW4[T[QD9?
T1L"@H\%'^^/CS(9;4T4*(G$$ <9RAL' @HR4@*8::G4#Y'\ MW2D^/G1=B>>'CS>T[B%'X%('"V(6Q'QW]UK"GX^0N[ULR]U'ZM5L7J.PI*[MYHW_
SG;Y6+W'VT;NBI^ M\M-%@+]3VYQ6\Y-8@2CXQ=3V"M6D*JX=ULRBV5\Y/VECK$[A92?PH%E^RMMX M-
H]]]7R&)YD#EU=V=L/7;#EYNQJ(ZF.$EM_TUB\^)&H) &6A. :<88C MTI)3Y*42@5J.G95K)54\#1*I#@@&[<27#J:\8I(88QS7,JUE&">_.7<7W)Z

M_#3.^,\PX:^;T[/%O)_K-^DZGKTZ;1:S^8T5Q"Z1ZI=??_X"5AEN;H6JG.6(>4PP9;8B*E:UO=I-.41A$1)09B .X(],"PQ##I]#<)VW;@"F7?1
M&LIXDL0C1SE!7 B!+ \0T7JGC=!*!;.6);22N4B$1"2OMW G'++>$\0X(0HG MIXCQ^ZDU?,(_4^_V&8*F,HDK:QEB3 -
H&DR0"5$AZ6$JO6,J:'%]^IGS)DJ# M$:92(IY(MI@;?TGYCQP9@4&H M<[_<]1AQ2C1$NX!R-EE!8$:"TVK- MGP#740DKD%8:(N3,S:PQ^""<> AV&?
=PTU(USKK9\7_;Z2)N7S?^_O;'B_!7 M7BE&*[[D5ASM@4\)UTSS/&28/&ORMW#Y&"+57;>P,Y^YP]*^8"@S&'O),EL' MF$.M%;($_%
BJ'!*\HC)&F>2%MBGD#@2BBK$8S* N]KTFQ<4QA3,+]]7##4: MG$]Z^YFTG6&3%;%NF=>5B^[ZH?&MB%+YX]U"VY$TW:57"&5;OJ.9- M9?
V_%G!996]@7TS5P%U:O1V>I]>$Z"$=-9')2 M($=BSDW[A+3$/">UC8,_)1-V"<)=.S_N1^E2-G]KF_>M/7UU,?0#PI*[F>(O M(RW!^/$Q=FF+!X
$U'LY/ZDN$&DQK?8%TT >:9:J-I\V'V*/769OM M=?QT5K?#U7G<>V\0I@ABA/@)O)\^[SZ-%FQ_=U*?]3>&NO-M[&^!)X8(('6:
MK?/X4#\8[6[A3T8;WEX:FOMWX.?HVH5MSP<+WW>A S >7G?YY,I;&.-ZWJ/Q MGJ!E8* D428DC&(0]D>#-,0Z*,7H(.RGPO.UL)\0I:EA#HF@==
[[H)&+H&]& M)\6$CR9=QC;/"2VSK X"/=CC/9GV:)GR@-R,4!3+KA#ADD),2H$(P1#/"+7 MV5T51+L:@Y'$
HQD8!39"+&PCQ0"%>98N=S_Z]EK[/B9\O8X\TJTNR\:<_*B7XU']90 MLZ\"#FO^?!6IKP#Y%0\;/."P,E-
AZ2A_K..R$84>QK5'Z9G+BNV*]FX7>PQ&T,/RY: M&)C?P"MI0H\"6TI5"7ZT!ZG\4>L'[^'VL.F6B&M5]NJK4=Q%Y#89?&]0K9/^ M^DN_B?
1VYC/"W4WR4_2Y&MKR_=1\%MLSZCDO\=36^>D[:6V M7UYS+[W_HOMI]BCT:)?=7LF+]]O35D/2LV&("D \:&]_7_@=V7X+;4YW#=Y)?
LS/^3W/6@H2#;P%-.&NZ"X?Z M>D;Z>C9E*6#9_>@3(Q 3QC%%,VZ9C"E%/U_QC?+*'K1G;37GXB4_O7WS6S](M39^<&0;0Q5F$4:_.IG8VMAD\?
^CWI+*]CO=W@&#,5E+?J]$8_'8.NGX6X;+% M&8SLZ+K!-(:Z=Z+Z)T3XNSF]K-+Z*!J302;_5,\6=D29O-OV_ZFJ_X3_5GYJ
M.X"K,_L^HED3XO(Q(/+YY[&U?_;J]ND8L9=I&C^AT"\BP-/@T=/%Z>QEJ#L8 MS?/C_.O+,QMR7'.A3T>BGO6-'>M #%_DY?LZG2]?V-^*8$1?
@M#T@WC2#@F<<7I*2?[K@K^FL6NVX^2/&04T?-E;GK]T5?S-?)14&-L/'-RZL_P&@.7_?3.U35L FZ=&RG'^UY]_+%7R\$87SR7]/*W,_=H<;G>J=G1
\.9Y67O=W;>[K^K3_58Q5A5SN;DNR) \^#'2< 7! MM]9(.R4099XP$67T,?R#WFU GY#=\W7K%Z>9*=E'"$'M!UM/K:NG.0<.$%S/
M/L3E;I^SLZ:=9Q^LSE=FU+]R=49>WW2#;;HP:<.%(TX/>?VK=JG? '!I)B>C MQ5@L3:@]R\O0*[8DV7X9] 2YTB_:\=XE_.'^=+<([>/@/4_C[117!
MO3W+'E>[B"^>@0>6W8'43,&?R9Y0?V*EZA:GT$)X6'=]H6;TE,[OX#D?WW.; MQD[A\&89O3,(+D_XC,-UQ4KEY@QF:+0(N1790$"C\^4('(=F 0Y
_2F&E\/K M##["WRRO]_F(UED7C[MX9EMP/9>=[P^U#8]^<5/=J0]U5P^H<+Q\QFT%I?JW MDSXSDH+F9[,:*/K'3/8PB*%MYC/'_-.]>*$FY- HMS
ML0KYE%+Z^R *V3YT?TO]VK&B#Z:2ZIB/K%*< M]Z-+9%7PR#FGH^1>![Y6\7L3QICK9Z%63T"]'4NNW**2[^= OT9V^;%]ZC4 MIRVP5V"OP-
Z=C^$$IKQ3','S+.+@@B(CE$1""8<9"S32M5V(FQ#!%-A[4O)? M8.]93ONS@;U(N:%84\0]X8@;%9 6,L(_7%D]>Y4D;:K$@2(C, *@#H)D1'*6HG 1
\QSC;?"U[(!M9AP5SNII)R74FY]B>TB_DIYJ>8GSN;'R^-PQ',3Z*YBKJC$EDL>5^$2DJA MP9?V#Y%NO;GT5,E [)TF% !\EM/^;
!0*T&)H.!+V^BR_TV0(0:C1"C&N0"? ML>8A$J\%)^()A0 ?);3_FP T GB"=$<)4$$XMYQ9)56B#FJ%0D:1[P5BNV'
M!,"2C"U86+"P8.%7+T=ACJE."B63\IH4!\>.<(RL9"1:ZKBU#Y*,?5@L+&G9 MLA-VEVG95]
G^W[)YG%FZW#)R%4,TD$8I*OR_Z]BF39,4Q#+=50&!6*S M90H264T2,LQ*[(VA-*VQIM\G3WL#V]*HQK]E+?X-E'C)47BU'C-\C*&O3]N]
M2;_ZPGKVQUS[J^W&JR]M%2YIB^*J%V0LR+A5<1NY_AXJEI3P+* 90'+'038)C*2SQ\0R6+> M_B21CI2CI)R.& ?J_5J ?9_4[YZ!)6='I"R/W24E#)]ST?
3OU\F;>[*0!V9$ MV74Q_G^[.Y7-S70*GCBM#(?X"P(OQ(42F8%8@QX)*Q.X%IQOATXAOL_L%*!- M#0C?
[/V/=>>G3;=HXVU4"M78E1A>S>_:TG^0%]^OTO; 4)^B:=W-49SVA$S] M<)_%]J*$RQ5BGE4AR+5";J3@Z=ED7O;3C?+SNV,'X)#Y9-
8$XW+6,@$$^69; MDK)6D^5NHC,V8F4-Y(\8SZ]TPM^HI$8IQ^-S_0^KU)=$'NLD'HL2YKC;ZX] M<<<]O5Z,II>]ZI?9@+'9BESHS26%T&W4'5*J
Z+N6'(:-J %V4AE K/]H#9D M/$GEK492>(A_6)3($.T0!KL.!EX(K->H#3>!(@! %]LW:<"B;"Q& ;FZ=CM^
M^;G%6]1%GVUUUJ@NSEY\/__8/#YK87O1KZH;.W9<_1P#S/>T>MMDKK@E]OK MMNX]@:P:K>T
=_T<('DO.0R_H(9/R6J_Z_FSKT_(.%F9#N=#':#M-GS(=$^A MFD=_,NOGJ;NX>M[T9#I_/WI[5+UOP*6;Y9LG(*W3&O[JN7E@!*;GDY[M"0W<
M@)DE$+S0\-%F$N2N2?/\J9>%+K8?P+/MLH!7IW77P6N07PH(-.J?_)I[K%V6CO00=SNW,7HE^TF1%H?$>/0/X<5'+YRV3X">0WQ!1G';2T
M)QS,3#69.#%9/U!9G38PAK,+UO'\5C!9OEN^=P)]_1-ZVRPR)2%$0S IF*V;$%WWF7'<:1B&YIZ\0I0L5]F 7PO MD/1IM)EM,+.K#?1M(^/H]7$8M7-
U/&QFZ+K"8@R(,8)#U<&DUPGZ-UORJ<./ MT&P0#%##RIU7$5K5G/?O7LRS J,8WL=KZEV?]I.TA!IHTM"GGINTOS?SS!5E MVIU7!X#9ST(][V[R
RIG1]',@O'1GO?_]2=U3*-#F&_C>RXWTWZ-[SN;_SI$^!V;UG>))"IV$ZJF(6J]R[S\^'!O=,T&T@%
MH_4G%WITJ<7#M6,KLEFXRC_8Z_5(F=O_E@7<#PT&I6D6;59^>]ID:;PT4:/! MRFU?:=7R[9=]7FWCHAMLP7#-
[_%#A"ATM)'#=Z]"#HY@)'_ZX9=W/[ZJ['S> MUFXQ##:HTF^V[7(77C?0WJ$_CZL%6R!>U!8+S(D$(' L$R]29&@B2'I%DN*" MC)&=-&O6R;D('
MUB-V.5D>DLZ5 M$C=;+G&SOMER7 LOQ^_*\;MR_.[^>_5I#,E8+!%7,B)N,4;:N8",2,YHSCQ5 M:WOU@^ ::T604YIE!J&(3'0*>4FL#LYKG-;*\
(Z;KWYNF]/7\+#O MQZV*/WWRTT7>(?FJZR+\7WAG/UT]CO?VQXL#=VQU*S]B7RK#-B%83(0N1Y0+ M1A:,+!AY?XS$02;CK$,N*@!*;Q)R5-
M\J$ER[CDSFEW'2(T-MS(HY'!,B$LM MD0V8(\J$BE%@+/5:= C))M"V MB3*D8&3!R(*1!2/O7R_1!>FELDBG7"^1.(.LH1%A!SB8F.+4KS%^&6&L-
PC M2:)!/'"++.$!"0'!N=;)I[A'D3:=$*4F7*B"D86)'C89LZ+H+BU&GD'UHICGY"E4B&GHA0I2D+26BC@6* *>X)(M(B$768=0@.B$6)
(:"RTU)WMDYA3F$\'DPQJYNRR?/C\]*P!< +@ \.A!@#/&#M/&(LUTHQGB$7/4>&!ZJY2-:N>\", M1,Z\]EU"W$:"-!8$6<69H9:Q M2-9*7#WFKC:ER
3+DH8H^[/W*!__KIGWE5E+]GTGAH\>T:R1H5GD6F2/:/KV M937Y+L/S;*R@<6,,O/]E@L 2L,XDY2Q"/12*>DD;0A$4^,PFS-1]ZD M&/KC(;*88"
(G5)B"R 61"R(71-YS1&9.")6P0-3GW+VS&ED=%5+1)NYP$B;J MKR&$?7Q$9A/#P4>F#\P#>_"(?"-;[&9L(86 HA!0[$W!_M+?TM]#ZF^I&[U+
MI_SY=+@4PR\$%)\=T:)S1><* <7AJ%QQ) JHE2+!^U8DN!3F+CI7=*X4YBXZ M5W3ND'6NV+FB<-@^9#^& TT__6M3S\ZJ>5=].F[PSX+LJ
MVG96S]YW59.JQ0PN[:7,SF.H_MG4LWGU 6Y=M+$[WC8R/O%=1'>&QKNIZ=9& M8R]M8QF#H@5% LH8/'EQX??
H^+A#^;'N^LS//J'E?"X:F;U)E8W3K: M/V3UJ7A7FV8?EB:P'.HHI 6%M.#^AS$2)\8[;Y'/5 4\28VT\PYY8;TW+MA$ MS3;H 7^9^>8T_E?3=?
D\QI!D^5N(R)DHB%@0L2!B M0<1[(R)AD5M"#8!A'Q5LC_=HN(QCQPP82"B 41"R(> M)"*"FR=Q$AX)SMU &&VU IRS"6)C:;V4-[+R+ M8L%*[?
U2>_^!=.[;Y2#NV+QZ96E4(B)/;4(\XH0TX1)%$PDA*1.;Q2R5CND MK&:&.1=2W K%X"[C&SW1M% *EJQ0 =Q]$8RG K@'X5-+(KR-#".'/< SX009
ME0C"CGDA+YPE_XUN/C/$H"?W)[RYT55&+_B/&\QD84I MH# %/)Z9I(X1C9U'SFB/P%YRY*+CR 2MG>924(RWP6^XTS24>N!%]H-G!2CH
M6]"WH._#HZ^A&6(A2$E20) B!48N!(\\HY8[AW&P<1M+C;+31$TQWFI/: M(ZPORP(%] OH/T&OFP*8BL@$$L11@.2\8LL4_.FU(%XE%>/:@?Q-
V!%WZ77S M"3<[W7JS1T#\$,L#%UR(XY#^NCB-;>WA[U!_>!(,B?CK&!+WH8MW=0 WZ?"[MDUB];D[A;>>@9ZF>04-?
A7\NNKQ&\=,/O[S[\55EY_.V=HN!)'+>5+_9MFMF M'=S7GC6M[2'%KM\6E[2G7WP@"%9N4=M,I_GR.J,N $-W5-VI>5TUBW.X*\/;
ML/;RW5W:/*GL\DEP =P.K8UW>-1MK:WLK'_2T.]X\0-\<19G'3PO/[M)ES\, M[_EN4IVU3>:\A'$$=%N^?FX_Q6X"W899]O4XS/ *>]H
+OUY^84'G++UK&KF M)Q'NGL?3KIJ?V'EE6^A/,\\8WM4 6M!3N RNJN('.UT,3X &-;/W3>Y*.&/CRW*OEZ,*@].\GX'H!^A'-:WG]?NA8V EX&7Y>
<.5?;,7[3@*T*I9 M',SAQWI^4ED/;^WJOL13__RAO]!^!&^ VW+SYZV%I@QW^68YYQ?/;^/4CN+4 M+%J8U1IF,W=W.$($3SBJ5N.OI6$>477)
(^^(M,E3)+DB,OD F>(27A6;]\!^_^8=KX M/UY4$2SU60;(=C%FZ>K9(H97\[MVYA]DQX!W4PS\D.],(/W-QUZ >KUHQY$' MD7&++H-
:5W7#,%^T;?Q@7_V]NW3,6(OTS1^0J%N!Q7)-+R+T]G+4'=G4WM^G']]>69#1O>5 M;1+UK!^"
<1_!\$5&V#J=+U_8WXKB++P\:P9M.^ZUIOX05^D_+YRL3W?TI-:8 MD'=6GGX3@<@'E+N;KY&)#QMCF>@;8"2^?VW9D3;[Z XSF\'4_O<.N
M#)N@2\=V^M&>=R.!ZNI,+^>N]U7Z>5]9^[4YW.Y4/:K[M_;ZN[O(*_K4_>(M='9UMQ5Q6AE.D=4^Y#H^ KF8-$I*6)D
H#E/_R!K('FGV^A575WIX\TDX"]N M:^2=(7E?]^1LHG$73N.NL?\>/C1_2NX1+^,/LX=[LC>8G;GP'+73>C XP!/ M;9:[^6WOZ#6+#AR4[KOC7?
>ZNC&$VA-,N%E?[HP$R]!XF)D;SL'W6#S"8FY% M1DEH=+X<@?5L%F %ZT\QO!R)KS$^PM\L;U@2WA]W\'L5CSC'I<
M*+SOE7EH8^'P+DI7E&Z'2O=K/2LZM]]\%$_1F=CJGJP-UML*)!9FU,)&O">8 M6-B(B\X5-N*BP/1;>BL); ML87#)<)S)IDRB":1$-?8(DOAD_3&QB
(=49\#=OC63<[7N;-AK39JY6LV;OF M-]OF[8U;.LN=J_X94B@K"A@6,"Q@N 'UK;',28:L\!)QQ1*R-K,]ID0"-9I0
MN581]3Y$CSL%0RDFF!5"LX*%!0L+%FY0Z\=%'P-7B'IC ->\01;C@# QD1%M MI?-KA&;WH7C<*18R(B:)N77XVP;BP>Y6HH$#MO@A&@=H+
MJ+564J4@+M 6)\2I\! <,(^2LL$J1@717T6GN%.H%7A"M"Y06Z"V0.V>"$:! MVLM%/28%=\DB+(Q
G"6%7)0>4:>ELX9(2=:*UM^'YG"W.QPPF0B]TW+U!6L+ MUA:L+5A[%ZSEV$B5R3YBYI7EF :D(R4H>44]-5I1N8:U]V$QW"G6&C'A^H$W
MDQTXU)9=T4_C"'(Q@\]F=:LL]7XI7/!*>\60$E(B+G!$VD2-&!%:2JJU2?YK M& 9W&RX(-L'F@5,SST\9"@8^RVE_-AB8T_,.8&2YID$RBEDA&&
(.)8\)YAH MN9:=O@_/WVXQD(@)+=M="@86#"P8> \BO.AX]MP0"Y(A;L$/-)P)Y(V1QA.= M@EC#P/NP.^P4 SF1$V,>F/GN^2E#PW/!@.#4T8$85'T!/
,2_#I(I5(M&,(=MB':P+^&>6ZW&\(PG3!<8N&R[7E/81CHD*3!/E>(T>=9L)VU^OJ/$O2RW>.G MPX/WU@LK.
(D5.#!*X>T"@:P4B2FF0A,KVW(V&8F=U?@2"<2RP*.!1P+.!9P MO#,X2LF2#Q$EQ03B41KDO$W(6VF5BM82PQXRQ;LC<.1DPDHAH *.!1P+.-XC
MK';<:D4QTC% B$R)0)HEC 2C@CH1B,?X(7._.P)'QB>4/O!YBB>L)64#[Y:3 MPC]&N,G7 RVPG87*GC;0R3_+5MUBH@[*1&U5:[Z]B1=
[%T80S!EU3B&-KJ/!J%EZM8,*VBC[QB>"'9^WGTR E*A+72U5J4J8F'"7 M)!+7S"<3B;P0D8N(2"84'#^$SH0I19ENI-B[CZ7Z\: VHB&+A8=:#
[4>:CW4 M'B#44L$IBRC 9JXU0"UC)(^,)C*6:9&D*4W9!M3>Q^[]>%";1F'\ ITB/-1Z MJ/50^Q*@EN*_GA0*].04V] MN!5JO1OUCEFWO_H)S-
>IF;0F#"9FY@6=%W1>T!V0H,NS0F0R!D&7YW"F,'%" M'C+./5XZ_'6XZW'VP/$ M6U4:G69I3,HX%H"R&>!MQCDI$BYURE0IS4:4X4-
LYH^%MSP+00AXP/6 ZP'7 M ^X! FXNM,I*EI"8BQ047"J)S%1)*)>Y83F-N=JHQ?T0R_FC 2X-T_3E91\Y M$/NY]SB_P7Z.A!W,U-<@-
Q,#/P:O.U.ZEWI>ZGFI=TA2CS)6TD(4I*0T)R*G M!5$@\$B:L"AAI2H9WXBZ>I@9'4'AL_K:";P?'3+LRMFI@] M1)@5C F>E!&)6!81P45&(O 6.E*RR
U)RH@#B*8YR10WT"NCFC(J (N_-9WX4P!O%M+TY55' M\[CK<=?C[DO 75[$@)NI(B9/4R+2#- TS4J2%88F&K KBS;<0NZ;J?PI<%>(
M,/:ILCSP>N#UP'N0P!LE)[<2!*9$KW0#2K^Y N:36!KB MD&8^OMU[HS^VL?TO==L&UK0^JR:G\ZH].X#7*81R70LHT+D7-*-
ZFX/\1;_HZHF+7*N:3].WJ]P[L?R M)^#;AUT!E]574Y!_FJ9^]1_DQU'@WVJ *AB)1;[90RP+XJ(MC#. M8R*.(UI$B7Y+ERX/?
8]/R;PV'>4VWX8V/ZX!J0$D!2 MF4@1EO&X%+&.5?)-!N<]H.M=72Q82'W0C#^A]>=#[","8)'%91IDA49Q@ M0N]4P_%9PC]IKB5714*+#;7S(;
[67NU\=E4OO8OUMNN^ M[M4#1/C= <*[^E[EG6\NP1;",%^<>/,ZOD=8C[O 6$C:LI(Q#&)> ((FRA* MI*" L'EAC-2JR#;+
MW7CWJ_"!N'(O.%USS">H3U"'N("*OS-#=<2%*620$Z M+#,DS\J$:$T%$SS*4U-^J\?T?A%6AEGL[=0>83W">H0]1(0M0&,M#"U(E&M
MV#B*2"8B05C!2T/C"8O^5;7Z/TB;!92[A'6^T_MC7\=]/.FKF>S9MJYU[&>1GW8F3<8UA1EC@PII4B(2#BHSUK$I!2Y8H4JL[SXYO0;
M'O">$>5[P#O*;3\:P$-XRD0&BIHI8R*$CDANI"&*Y1'%T#>6?G/>"P]XSXCR M/> =Y;8?!N"]"+-MIJ6*RUB0E$O
U316)%=E2A*%281889C8R,E_7[/M+B#U M;N$',0>B '7NS-?N](?9V>F"5YK;[#=@W3+@;Y,LYC *)[.@K8>5T70 M[][QR;_;U\1+R-
T=.J311:)1QJ6*P.G#$*ED3/(TSG7*).5Q_*UF98L@OQMH M1%?CRN9[^KFISW\U71WBS_7;XN_S=F:*]S]^^/S3VUUY[45[KF-S Z&Z"T$:
M/3WZ>Z\3#_>X_5YE,D">.4<1(+BE J$SAVP%$E*YF,<@7GER3]5B/W_N#W M;L>6:,]N)P<*P]YXY-'W$
GCN:#OBU"O!:C696X,21E+B3"Y)+E))=&Q+%3* M=6'*#7R_KTW_B=3K*(R3/9<1.%!D]PJVAW@/\1[B.PM**5.C-2.4IIR(5 @B
MBR(GF^8W8'V@]>C^NV_2&H+_@ M?\;S KW,@5KQP:8>C_%CA0!GVEGKY:^_GW\I]_./89SB.HUS08E4&1Q$#/RE M,O@G
8E7EDG*4A'M(N/V;TT-P\'\7[N*)HW#6+Z\(O;>HN3ASL/='B-LC)8Q M-20JA"1"LX)D<:0)C55>Z%PSF6_ W4.2;.\<[N(LE.SE5=+U<.?ASL/=_I*&
MF"S. .!(%&.UKTABTA">$4:C1#!:*)%O)'=]2-;KG<-=*D*6O3Q/2]W'NX\ MW.TOSZ?0JHA91))\.JO]CT%YN'(<] #\]9;"+"92Y!-N6" M**8UB1-
EN&*4E_R;\H'T\FQQQX@B[>T #S[7OZZ@P8<.#'8E]J(P\9Z#_B3@ MT?=@",.C[P)]8\T-$SPA0J<:C2?0^$,#SZ+G5?7C*-:B_+"D4$32,B*PH2E'GT?
W2;OO9WOX>V\;IK_335M/6F#=W4SK1L;(N!EX[YE(Q]Q MY-RBGN,N/*%T?&B\PG=[%9/;E^=H!*6(X5C!5 ;R3H*@C$%&9DPF1"5%G',4
M>MDWY5;9*BAWY63#PBS>LT_AC<3R$L2@!UH/M!YH]P^TU"@!8"N)5K$D@J>8 MYC'*24YSK4TJ(QUMU/#]9FO\KFP]:2C$HYXV/-!ZH/5
ZX'V(:8?5M <"_B6 M*8N(T'&*VJDBI4QH'J6,LG(CG^XW&]YW9]9)DT_*=X0E(1?>=K [$SK\C6;> MP62FJL!,%_VH&$QH5_-;OYI(%W<3_:.6*=
[(9)0DZ?J!1*%'L_)N&IGQ(S-.;Q@>YV:YE4_JJ)JIV-U]:8I1&[=87N>E&PW-N;:*SK M=.8 OY 5)P8!Z:7U>PL4/H?\ZJM\(LV4),BJ&U&>X F

MTAA\#4,99LOBNZ{),)@V@&<-#"4H#=#D5%4% A]\7Y>F;>%)-0Y:TUQ4VKB& MS?
ET7%\9$S0&APE/C((%B<(*]O_NA%2I)]0EH>;;/A5!ATVM=87%G1YRZNZY# MFAD6RJU $F.BKPO3CCP)/08)Z8,EH0\VL15B#)#+>5Y-[.UN4)?!J:HF?
\|K M8: >6S$<;X);T-GP1UN;"PG.()JU=3F[5(T)*@ I2R9[""9+7*PF,/^JF,.J M7L$'S/%6.VTBLJ@SBC:C)7G39HOU]H M-)9PH&_8M;":
[L3O/OXTR^+|7VL&03K:M:F1KV^ M'Z[!Q>GFU_FY:2K='VXHBQ>2Y+E)B+"9"51I=(DD48*7K(RRL2W)L7]-#\'*
*M&KCZ6/YN+LQD;MJWD^*WIH9UG5W!G^]!)9CB#L !Z,>K/YKZ%%;HK-)O 44^ M6Q\CZ/K'<:\V_O H,G(*F2*'-W+PZ!HK]#(16UN-Q?6DU(UP.4'] /B'%-MUZ M6L28=BO[M)]^3<-@ A0/%'NZ6%?$"Q6\!HR8G=?S%AYO?WCSI'3\L&U\)!/5 M34QUYQ-1?WAT+D)=G]O7O6<3AOU'Q6]\<|' 7L-*
@X:'R<@Z>IY5]_Q9"$%1R ' MNQ=@H\9JVIHWK9DJ5&!63X>V[5?;?, N0!?/JW$UNWK3MW&=)>-6/;05Q_VFAQE4427_^./VKN?KY_O\YWO+5ZC
M\OY.HUL1=CO8W.?B0KZ$>XOCF3!0"OJZ[Z^25S=/_EY,_OU<]KA>DN=^K2;>Y79(M@5Z1"V5U#C'M1N7<[/9CHSY[EI@HB& :=*
<>%3S/.=Y[E%Y+O(\YWG.\YR7 M0.PQ'_R<6K:C-T/N5"6CU(1GUADZEMI%AJ_2QW&EWFW"O M;F9GP5OKMJY\-/R++5V*)'NAX%?F_/??*
*94$850FP%*9Y_Q7CIZK)*8;BP/^+S^KKKF+=PUBPD%-?;-QCI,=(CY'W MQTC#"Z5IQ$D:QY0(I6*B,I&2/)8QCS(;Y;M8V161K$LM21%5N*
*[J2**4DEB m); &6 *O;&3Z>$J,9$0"+ IPDDLI2904FI4@US52DUT5@4=)8 M"RZ)T@DE(E8@-JF*2)Q'2DM9FI*G!R0"0\EHR-B>(S9OI*J7(<]*
(GM$]HC\ M"%>B69PDE,.)(D6?\#B71*8J)9QJF4=)SC15ZX@<2P5(S1'%(T8$X"_)$E.2 M2$E..;2YB3J -#0F3!9!BGCWHN\8CL$=DCLD?
*D!R!RSGD4)2DG"8M!1Z9I#OIN M)$@&2"QS&<5QLI'Y27*1BZR(B3910@13!1I0814BBC%>7 4@ $X:'R*Z8Y2.Z/?]"[#Q8S5MS9O63%6C9J:?*
MO853U_:K;5=.%U5;Y=6XFEVJZ=NX[BI)=ILDHRR+L-^ON"XXR&{2L-!?3U[I MX89WV2CA#WSS@;_QD90/':R?XR:ZJ_1E3QZE[$F'978R6WQ(?$G,
MW9:AO6ZY%SJ:KYEY)Z9]$-GN=T4\2S|WEO|)Z(ZCV=V+W'J./BB?K&>GY^S4 M)^NWI[|"K*X"-2F"]_^85]-S^"&$T=TI/^9QJT'G,,"5X!*
*[^D?M!?*T)' $ MB^!SF?A*B,\+PNY{6?+D2MI3W3X>|GVBUlS$.A.D.)P24:84*RUH4M*$ M1WE41@G=2%:H3\PPP4>E2BD3P-*
'D:)$P37['KR2,;NJ]$\ MN6>ASP+@LP"L"#IHIE2"QX3FF20BD2B^A"3;""YIEF:QW"A^GN%Y()EA*!Z"H8+0%GA2%IFK,SL\:8X!S:.FL# M*
XL#3VP$M|B3R,;7"P_YQYHG!K1^MZW36UO)V91$((4 M$7%.:*(H$9GD),N8)K1DDAEE4EWDA[3SUYO%'GOG0T"Q=FI@$!=F["PB/7)- MJLD:*
<#WV(#U0WB'+AX@URQ)%\D@+(@J=$5F6&4E+F>E,"%'F&QXHB1*Q,@R] M]B()REY1$]GB$EA,JA>V;JE-#)G5A^LZ!(O'G;H[_M/: KV{=%.S5=2*
*M5(VQ.XBY>>;GDY.B:J=C=?4&?SV9J@(%R> ^MYK8*787GNZ+OX/@J6]+.5 ..E4EK] 5;3?6VWUUT?JQ*F!$:-+]55VV73&>YTOW== MJ#[LTV#O-*
*_9PMUOU]%SEQU=EH[N[V!L& &1Q?,AN?:@-RV6:"4Z4U_7 =QJ3 MW)2@L*6Q2DH!HEJ4_\M7F6XPV.TIOA92H[/D=7TI0*1203G "HPA:L@BFGH*
*M6C!=)IRF,(9=I'#]I,],,1^;C^5[F,_LZF]583Y,G:" F0_TS?=?@>8F:MSK MFNV/5R!QBKF>M2!L/IGFHM*F_0S#^7%%O? N<$+A4;M-*
K"KPL#98N)Z_)Y"Y$=ME8HM\%K*ZG]>0MBH?WAS;/+TZVI M\@Z$PWU>/.PV9B.19 _-&<>RA[!ZL-?D(LBNOS?(Z>L_/U\]WVV\SVD?(@O*
*M.)G8T4UXD?TDN27[B4^/AHH>X.?AUXP^E9 M[K&R&WE%PH/:?M.H>5![:.IDCVJ>YSS/[8SG[I39[S//=, M><[+N8/+*G;<.?H[YP&?A]SG(?*
=YR'T^?L\'G@\|\'W@^\'S@^<#S@>>>#@\FX M-G1(YG('69YM(\|_R_-/IC23UMAHE0_PY1BZ-1-]IP.=SP^TT=&A96,_E-P_ MAP%EF_/??=
*[F3.8QBS*2IBPZ@L|$D8H](HJ4]1D/"WY1U!P5C"6%P7))$V)3 MB+3!K$ 4_HI5FBI59Y%A&3"U*T.D1TB/D01$27F689(BH2$1$Z#(E>:*
(88:K4O"A2D:0; M.F2:I.:!@&@F:(Q=$,% ?55 (JE8Q*(XH4INY*1_.H1D(9 M(Q]0"+ LN9)*$)I1.&?S4L/I&51).&:7DNDT-FFTCI&18JQ0 *FE%!PPLL!4*
*M"U008ZA(<\[CG&TD57I*C&1"A!&_/B77N MVIDY;[TX\Q6L? 6K1Y6$49;*K# QD48D1,04-/^,9X1I7;(\IE*G&UF$"F$R*
M:G)!$IICYF:9DYPG&2ESEDB6TD29 [*G)"()>;+GL\(++VWE =@#L ?@O0!P M*6,>22S5FAB&--@ ^%,#P +P XC.,YO* -& 6IBP.$WE]8F8/
*MP1Z"01[""XB")92,<$!@B.1I5A&.R-YQ;$R"@"]*Y-F3&Z4CTK*M.0[%M0 7MRA!!:7FH^K]-/#.+1*$]I*""M*Y1F#XTBL29I*,N6& MQ2(-*
*TSWL9!4IHSDJ43G(&9(!F<6HA.F0'QJ2=+[!PCV$+R?PETBEDIQA.!2$\%2O#W-"I**3)9%)EA!-XKZ29H)A153)Y4T9.SZLFT>@#T >P#V /Q$ %R*
*VDKC.".@V&*E M2VJ(0L_,E%$J%(TU@.J&#EPD4D4))3$O00PCV$.PA^*ET8)[HJ.22< 68*E+.B!09(RS.4ZW35.;%AO$^ MBS.59!$E"3,9$850 -NB('&*
*<9U+*4I?F@,P0/&1I&HK8&^^]O_TS-MY_F)2- M;F?-7,_FC0G^]5\D9^QDM32ZEY\O(J#LB:7CT<@^E8J8YQDGAG.08R97(/MB M=(PO"DEE' F^(?*
MH5J@\HA&AM[S)J8DS_#&.U+PGSA)>7)]A\1R3"B>Y0\ MQ\%$2EG$1"95$A3:`XR1S.!(X%,0>&#TP.B!\>X9_CA5!8TTJ(@I M!V!,(Y*90I!*
(;LE3/IA3/F$=\1N_#-!* GS?U MU(3!+U51C$WP!AZQ2,.?EG>U&C_(I7X+01^&5_WA"49_2^MO:6K8&2298I
M229+1!+.7;*B)"=44F7BC.F,JW7A:K*XA!-'3%)M,"R+,9#%149TPKGB<;*3 M_(RGO$D"3GW,;[^9.(!^% (PP/P\JK0,*ZC0I,\8S9QN2:R% 5)94D+IA0<*
M=S82ETMFN)1PNDG@\$.$TC')8PTGHIP9FL=H3#\@3T4NLI#2V .P!V /P =" M&!Z EWE>=%GPF!9$;YD1$>41R9*4$AVQK$A-9A)*-P XRZB).$?
L!;W9, !@ MPQ4!K3C2+-Q3,O# > T%6'*$@_ 'H] !\(87@ 7@)P4D0Y2Q,2I7E*A-8Y MR2G/2)9E)1-Y4E"U$:^NM<"H= ,H;7(B8D!N*;DD,?S#*
(QU1RN3A ' B99CM MNRS%"P?@)W$3]SE>EMOSKJGLC(.UJP"?Z<5+3B\YG\9IJ& F*DQ&DMA*P521 M/$XXX5+'S(A<,+WA9IY'!4^I9H25K
*!IBU&N3)8D*A-)8YE(P0XHQ"JE(HPC M?W3Q1QOX_0 /) MX0P/ 0O/0ACEJ4\%X3Q/ (=.#4DXV5)." K374A MF-*
*K0@9DR">9"!*4W+UVA(DECK%8DHHRK*#*,'PX$LS!-64@3;X9X%B[\#['7 M/T>#_.=ZIL9!QQ9>\.U;\/$11XXLZGD^-*
*D\I^@ZE*OA=EN=HI&!2EV8C?K>DL19<$]4Q0UJ,R1"HBDB<8]2O+$W)#\B- MDX628<[?1Y6";U3U$N2@1V2/R!Z1\X_()LFECE-*
*)TLBFFDE*DE%1D"2A491+ MD\;9!B+'4M%,\91(&3$B ']}EIB21$IR2G,1Y,1(DY6%5F64')"E* XI2T(>/VJTJ4=DC\@>D3TB/T1'CDR><\F)UEAS*
M#*@^69&D-SD$3,LHU!OZ,A4I3HI4L!NGA:8PE$1I5A."LY,2DTBTD/*4QN% MF0*
*=F4<=G?+FO8>_%4QL,)FA=WL\2I+T^QMT;!9YC7M*G]DK@RJ@FJB>,O"QH%8MF_PV99A+\%0@/Y0DL ZBHP=]*
'H# ^J:LI?';K:]L;PTB@[4O8 MW'#6>HZJ4?#6/36KSO&A3F"5H.CWGV#*/Z-^S"CYKU5!A2HUJB^! M55=0F[8:>:U1?*
*89WZWRFJDD_KP:4PPL88%"HF4(A=JZ^F.X7A],K2PN/*VP3 M-!R< 2Q:NV4#X..DG@4(34C:O1+?C1" #JC;NJ:9MDK8UHG&YUI<,|O7MZOV MJ,(?*
*A-YR7V[?Z.ZN!^K^T-+I]U-@0C*I"],_\V1%'?VG78^O;TAT8I77 O;2 M AB_+J# ^NGUW[OK/"'[M-@[S?V<+=;]4C&\!US*
*MTA8$V=L4K6)4_2^>EOE3'@0_P "/@I^64COA2S["/'J6FLRK$B-6Z0#[<8&_P7.L> MP/;>5#/H2E_OU8MZ0CT>UY26O>;$8)*L-*
B)>K$383"N0!\HT#"}6@UQ8'CP]"D1]WA M?^IVT)[5\W&\RE3A=)K!@&?UJ0&M =2Q"O0_',BM6H/MJE=10 -!BR>T8&" MU03O",!K,V[-*
)7[IE+>A'F5?AV^AG[_/) ^Y88SL?"\+ING?^K/3?>$);^]T M;_H3G%V<+:&S]XZ"=Z"Q@MX5J/-ZCD,]5U=622IK^*>8&]P'Z[H.^[8;.CY$*
*M0_G]'"FPL_UF#0BD,:>]L0HZK AH)@T<>^:S<5U_"2VY@ (/&H^CQ\'#^%,Y MM_H^D*L]_DVTN95@[;>U)4C010F.!7C%&NEO'[5JD"&;2^B=X-AP"*
*,]%^WE M[4U/V ;;>8X'):21"6K!]1QF5+5?W*B 5AUQH8T_[$C='MOR^_P;/ S''X!&NQ7[,2^V?W\"189N?!78#= MY7Z5?*
*^XF])=N0!6$^K;Z.Y.W!7<+ZR>#7#<\NDAN,-$+"SFR!"F8L*EG L'0;?K%M.028NJ+*"'_C #C=B#^.RL;HVU9,#BN06[I?%]*
M&0[NSE/!=;BR!^UGNR)^VPQOA:S[)8>9WK5.>QRHT'),S_-6"+BC,O_9:._M3TI?!6H\V_K]RI5!RNGTZTFGI
L;PP=0\A]C$C>@?)_Y(};]NI3U1NK1HJ:!7P61BTY]8LW]F::BNHX;->7&A> MULVX&"VLJO!-N[CZ1,Q 4PT<3(/I&>@Z"-#84%&=6CQ?
L_CH,^]H@Y>)P:?W M?_SE_:^?/P5_?O_P<]OW\%?:W_]?CYPQ__^OOI3\%GH\\FL#:G5Z1 R]ID MK=?"E&;2FDZ'F)DQK+ !<-UTYZ4*
*T/:AU[>_OOOP]B_!IU_?_O;I3Q_!]^) M'X.50*S@^DO&";(1_?^""P%LR>>;_(C&M-\1_&]9QG24_AC*
*MJ/07V,_@K5V8^;>P1HUUQN5@8PQ>64U1QZD(ME9L>FE]CYPV]FF9R437U MQ!K3[0G-H1OVU2.6-:LOG"BLPE.8,2 06HPG]84UX@2S&^*
*)W2D6(&3;AXD; MV]*9NL#F+LP8SFXP!5CQJ@0NA>&@^MS,J@[2G!8$PZSLS$$]5M;O!+5&F.87 M+\/@7?SAT^\ ^[A_X<8EPB6]77^X M1-*
*NZ_=,.9K!]5ED[-T75KYKU#F.#O:S-%8W5V.W M<:]XP" ,5A$Z-C@"EZ8Q9[9'RV #80&+*V9.'^6#?EE99==!K.49>MB[-%O*
MDXZ1H9U=PIWX+_%0@ 1FM7-S:G7S<(N\LEY4VV76/@(E+7YRL)+:7&#MDI: M[K@XYLE+ ^./HV"TQH8VE*T;_Q6%[!%%P,|&MZMW713=Q\-*
"09ISS#VF7&-M3R_'ZE9I#)O=WY!59G\''4_3"^F,YHV%RM21PG/[_.FG2OGE*([=;%U=X^7 MG7A#W1$H)K]RMY&=>'!R#$_T(-0*
*.N'D;V\$6F=5I%>&0)S?;9LMS=A+#O" M#NH2AAJCOV\:]P)$'AB/*NU\CKZ1(Z0,S-D?5MHX,Q=2NNIE,XJ5O\62GIV8< M?*
[MX>+>+D;]=?,FWB\])ZJ#V/[L:@4H2(%'T-M:RUG/KRV)=O#6>_GKE>X'A ML[.FGI^>];_C":(:'3>7,&(B9G4"PRK=MU1GK%S<]
*WL]=N:6QCG]+.ZXK(-4 M.:XO#T<-.40LVHF1X,]PZOO%S)I*MT]^47Q\2B <;)R"[PZQ-O;).7L-Y:1< MN<-%]<-*
REX;.]SZGD+8X'CE/F]S73F#',S9YC[XO?0K=]=+;E/*SX M[20AC@4%(PP='R>@,-5S4'RJKZ8X<5UE=$2_[Y\:AJK:6O>M&;]\,C7+X$-_M_'1-*
*NZ1F@P1I2\WZ3?]^G_EL&*IF>TO$*&/1]T.AWT_7/,>&Z7\ 6\]*
MX)5H)/E#!GB,SE7TV">D^H=7R6496'!UD@3KPEW]_Q1"C>RE.\AZVD]SCRNY8PWJ;O%8&V%&M]'8=4N]"_M^>#K00UCN1^'3
M!Y&K9V//QG=FX\BS\7Y(]P8EYAMR_AYAOM_.7>2U=:>;U1CP8WZXC6J/-7O. M0Y)X/#F!W'WFV[/B/&S?#R/;S4Y9)0ZC) T9S9XS;>R3#SP4'-
QV>RC8"Q2(_M,!4RC#A]SK3Q-'K878HG'Z$>UKN=OF9>^_*0ZR%W8WEDF$H14I$^9]KPVI>' M @\%WPX%DL5AG+#G3!O>"G9(VM?
*(\';PEX2!#^AQ'V!R,M&1X^YGO?]=A\I M[_-C)X9>W^ISE;_X*ZZ%,RR"X'W='S M=BS2\SE;AV..RMG70;?R9$, M\BZ):9]4JC'G71;*^:15LZJUB=]7/)*
*<7B5S:,*B;X/>__O8QM.TEH[1O+POL M*7DX2=[PMA3,FXW)E5Y7/V\2V+:=F[4H,9L&IP_H'KHH+IMV!GI>Q'O-;)9G*
M&QZVC.UJEH%@E0WRQN0AS0I8$3AD+/;.AX+=IAO=E+7+QQ92Z68738L)XO M\IV5+C/4L)?1DO%6PX+N$G@@G\;/_5ZN_NX!
[."VQ#;.M^'18A#N/K#=1"4< M8$:Z6[Q,3LT$8Z/'6-L"&FT[WNFRGR&S=J%!798NEX6CBU"8PL>%,F"T7\W3C@U\L-MHN
MW0L6PQ!O#B=FZ<5&S6P-;IF?PPBAL7:9<&Q6$!0!1@L8\-H!OO59R;KPI&# MCL(QGMI PZO!,,NXER??U"<_COI*
FTYI$^F(/B2Z9,231XE)R48BSH;_>Z20 M&S^]G73$1O$C]?22=LS'2_EXJ9T&6B2O;IZXCZ1 ?:PQ)NA2]+U'K?YA1'3T M@1>SSR?*
*W:"6OU83SV!EX2B7A>D>,Y\O,QXEW'_SBDC(9Y*4AE$F/;3:1AM$DI,SK-'NQBWE_I>+VQFCP>>1Z_H^**!Y\9, ^$\.*7M(*/JP%+A/8L1[;/Y;*
*M?:8FIP:3+ ^3VF*2Y;X@DOVOS35>P=BAU3Z+.I!Z-5'-5:#K>=.:H!RCKYQ+ MTXX-VMSO\[::F+8=!=C913V>G]L,NNMYDC7,N'_?CD9-*
KH)3FUO99=;M.[V$ MWVQ"99N)&=J<5>>8O1<_XA1@XS:[=)?9V>5XSZ_L:/2\A47'O,T'DX?W12=7 MKB:Z,:IU&

[J:+WEF<_V=US8)F;$9O#>3(028@%LU+B,XOJ7KIC'MM'8)\#O* M&*MVYJCT4FTAT]EE#91Q.JE*@.O)(.>W)8F-.-R@-:=8GL)2E H*@^^ZE_IW
MKO$1[=\<^;U>W>L)YIN[;:LOSX#7=['?P[WNZC=T+P[132W X'9*J,NR-3,$ MD8?0D>T.)],_\O:BLB
9O"U@02N@'[6H[8#/_=$ES(=%:BXJ#7N^]MP]EC6Z MEA9O(+R750^BJ['L"T(\/4S\S0"^]L)L-1D_@#:"03V!5]LG M3YM_KSI&W8K;S/.P?
9C<_;K21LE.2QO!<2/)]ES:Z'I]FH\$C9*8)RQ+8RFS M:$<%C_[U7R3GR4(U/[2B1S_;\B,X2,9/W(<%>2*GK1]^9*^U D(D$I74X6% M(JR Z
H0(;:W/>YC8UA5"(@->6)9A02?@EGHLV$M("#"I@9I:-N$!VK@J.82
MRQ&I^>RLQIH6Q;5U@CR!>P*_AL#_VE78Z4B__@$1'X&ZMZD!D4,*XM]$[F_M?)6\4WMZ\=J^P)IG!Z043-6I(9.Z,/WCKU;X^)^6Q+Z^(=&)Y?
RB:HS&N6%U MF/GY9!4^UVI*TE%<.1CJ'-?<%ULA!8X!)].ZK6S;C1G#@>'"#$M=+.R37^]H MA/P6FO^V3&\/V:)H-:!LE>G/FC4!UB&TQ6%7R&?
U!UA-][7=7N<&J$J8TALU MOE17;5;^SA;K?J4>VL=Q>;MUJ7CP>4[U!P;%%C;%@Y M4[F*>6@*0=P F,1Z9+[8V%/>#3S/8F-
),J+R(;6='JF&5#2*'JM:U?.>T2'4 MGKC1L>#Y9M8]JLEN22/<85&GPFR$U/@LP[O+YGW=4B\\!7P:XEOY]$'DZMG8 ML_'NDH5[-
CZ(K%6[KJ!U$(X]=[N$6+]]?K-+[>89^XC>N4K"87@W/J%B>_0+ MX&G_:+?^A2_WH/@AP9;)J#%AT3%#VUHMI%AJ_30_&WOX1O@8SA\ZEZ?
NG.S3U;G MD]7M-%E=%B5[#.U_4*3Q2//@9'0LHV'B2\9X!ZZG+SOHW;B*XMW M9?&T[VG?T[YWX_)N7(>*44=R/^]=-
I;6=LE8F$2[.R4=%TEX!#BJ[7Z1"!#' M(DSCW97P?J8DX9VVO-/6BX%E;P+W)O#_B*,P2W:'ZR_8_NUAQL.,AYD'TE1* MO6/H@5C^CLM=ZYK+-
@_P'N]P._62)C$84*YQWBO2GJD\4BS1Z1)N "T\<[_MAV"P/"YMLL^T_YK]X''=5VN]9G5\M=9O9C<9IE*$5*2^6JM7*#WP>.!Y/."1 M+
[CA'G@^>8RT6O%;5A?DF$'4UM7V=.%SMX_ZJHHR,35%-EE(9!;JS!>LXH[M*S08C:(HNKX.&]]I';9XE$9LSW78UJDO'F5<)I1RD7":4"%W5'UMH+8?
6N6U MGZJR-(W!2ENYF5UBU;-A59BZ#+Z3(QGDU7CN[L!'N=K-'P<]V0]7Y%/<0]^>OHT^CX%T].6U,VP:GKH+Q M^&I8I:^U>^/J^B&9VE?
*+G+^M(;V)[9>\J)(>X!;:GN$A@"5*B 'K"QH2QR= MGG4TMIS!934["^9M<*ZN8) 5-@3X"7\Y]Q2H9LBS@O+*'55IM47 [U,YI8? M@#GL#/$7+#\[-
C,S"MX"[6/QI?EX%MJA]Z,>K-[5%*4\SK@!^,;H^G4 KP7?1 M*%O(A*Z0V%K)3J#$+178 8.[RIVVJOEZ068SONC+C8^"/]67B CA'3G9L23P
MX/A:KNVX8P;K#<\TEL.5Y8QJLJQ[#N_!""O3"15L%[0CMP18&G0A958JO_=H MU\Y!!BZZ'@4?W"P1[7"E;NPN1.%S6<_'A>T(UMM@(;:5&J%>%A
0PC MV%03V&JR].3W"@3WSS#-NFF[RJWVJ]]MI4''KR@>?IRWH-6T_3- 4[BF;H9 MUO_L"G//873;2M.%78E6AS^(D$@Z0#,6H8
/%EC;K8H='COI">P=@"QLN^T] M/6E1L)P'C)(_+ZK<(QYWY>U_@C5W),O6JMM[D-EGR4(-&WGJ0&&I300P.BN# M-[/?6"*]QLD"-(E3! ?
4^QH4+!5,MD(AV14(!O9K "R QH IRS&^U0FCJE-_ M.XI="*<*2 B1Q!;1[*3Z%M)R&F4 ZCS@$NJO*@?&.QP2NH%>Y-/0RT;YG)OF MZQ[
#MY4,^A;7U^:N*Z_P+S(CR"COF7U]S2\W?#XK0:!PV'Q?C]09T#UV)8: M19ZS6JB]X^IX!SG+?NXK?*/P:A":.SAOU;GI9.[(BA>8*FB,5AOH#FZM8^)A
MGZXS+&$/BH !60/-%8 =L[KIQZ M/$RS$[AL1/OE,]VIKNNKF[;;K;5>79=KG2YTRFW[:R7_&,].6T8$$[1GC_N, MR"IGW7"L;%BVSSR?W9?/?
JTFGLUVZ&WBE00/7H^2 M9L^#UY82Z;=F"_#HY?G,\]DW\]FM 4Z>SSR?>3[S\LSSF>>S9\!G7I[YC#!/ M&L/K2W?
Y)*\^R>MU:T1'N\O/=5S$X'G_J+;[!?(^&U%/#)[W_79[WO?$X'G? M;_?1\/[N\C4^4V+P&=+V6];2XZW'6X^W"[S=75ZAXR(&S_M'M=V>]STQ>-X_
MSNWVO.^)P?/^<6[WB^1];V/Q'BR[H:6/-C/?V..KQU>/K_[^RO.^WV[/^YX8 M/._[[3Y"WO]3>6FRBM/SM5[2!^XS\GM.#[N(:D@N_S=-M/Q
MY\9@]82W96FT35V*Z55_MRFW;5&/CU.;TW00P?1DPSZ^+-E_6]8EL?E-;<[T M:J(F&E/6#FM0].G3ATFL789^EQU[KK7]&OXNS-
38M0KFTWJ"J72O@M)11-B5 M\W E).K6!&>P;V/.MIG_-V.)Q+S(/J.AKT9I998YN6?5N:T6 1]Q/?&%:G)AVIG+_8W?8V;X25'- MNER]RE9WT6_
MA7._#74?LD51O")*5VL$G2WN)KHQ=W6E;/4HETEV]0=83?>UW5YW0:%*F-(; M-;Y45VV7VW*XT_W>66EE]VFP]QM[N-
NM>E31O[XO#Q;]6VHXW4"-+RM[_A^7 M]54^60"=G/HD^D^O ;Q;ULAPVVT6E3U>A,;6Q9K+/Z'#I X6JP+M/L"@7U#&1D=>IJU12F-)/6
MD+XFQK2I3QMU;@7Z2CD.6QVJR=6D^J?5'D/[#M7"CLUGLW[Q38GCL?6L*NS5 M[A@L49_IW]63L\N4SXM3@[G_81"5%I)X[';[L*5O?#4LNN;J(,?
S&N=AMQ@5R],V["HT*9V'X^P_H@%99U6^P+R!=T%AJM M9C>$*@?WR,@ #;9LHI,&KD[5!$^_, "$(S6UR(M#P#)3C;$X H]UXJ.T(&XE
ML^UP4D](_[G 6A6#X_$2(?LS=8\R@[$[Q'%5ZPQH!9=VE%UM1O?2A:K&MLA& M-P8XG)RA)N$D]U2AS%PM^HBU46S+*$IY@?G,E#+#;Y
M]ZY@GZN]-P71_':!N>.KL!\IK R(Y]G2J("J$0H*.QI7I4^A]2*?+=046[T% M946_#^LC7PK4OF#A4A_338VK@95#N]^6F^#*% [)+:_GSM!C#1QVC,
[H86MW M.M$"'77*QXJTM()\H2MVA4:[FG^=PK$^;KR%?[K-,+7(U.5VNI*Q^Z MI2;C0IQ?
VJJ>%U6!!4Z70^V;!F$WMPV%"\VCM7^Z,H[C7HZ5"WT$B#M<-M\; M='#?^XJ+KK92UVM/ !OLMBH+4;%PLVF7E=Y@&+UBNZ*XCE_,CF;2^
KYWPA\6I M4('N#J@.6G1E+L/N1%*=JD5![J[R:0#B$ X5P,WYU;:# '+8T##M"K8.SP!U M7S'6'5 !,ZO.A-W5]D(QV"
[1=_4%D'&P@U80CM5ECZ.JX_P5^WC'\R-8^NY$ M,9WG8Q1%_6EW<23NY[1V7.EZ1H,TP&FW L.CSKP-.Q.!J\0Z>'G%+-[5H.U: M6Z)K-XRJL!
(8%KT>7_0V^G,XG<'OXTX4M:!=5'86V!::GN$4;H'3KG5WYE]: MV&U%33=#:&%\U8FGKS#>?\PK)U_:7L!8\/YIH0S@US\-])O%(Q\&!WXLK&=/
M^5>;MQB#$IYKUH.-$__@S-7132^ZW!V!E7"X8+[$Y^,#(M9.!(W&DMTO;CL\ M;#\];'^VO%W,T8CE5$"'>OAM;RARA;#',&A0V./X/%O$= !()-
JJQ\@XF MTZ+%M+/=P:9@<42['BMWT)WR#4C[CSD.K+\XZBJELE5U%5E#C#:P[B*8O71U84,!KO,<".;RT>:U,.AQ:CH?+W\)^ M6.'L3I.5/:]V>G@-
R]^@N%DW:#9%00:3& .-N/OMP>8M]@MFW6\DUH)O M:GOR-)/3KB9M9U!TE]I8XQP$?.N88+@OG9K0KA,)'$9M =E538',>)#_RU_>W4TV
MIU"T0F3SQTGP=GX*D!.PQ)4@"(=EJ /5T[*&*7?!_4EB!D$57N;AA=3B-HW M+FD8O'XU>.#5#] 6B__8$!*@@WVDAL4;CQZ?,=I-
))PHK"BVPE\K=HS>P4) M6#<*_F14 4*KP1%8LQ3>@\XJ:\;[[PH7MU+ARJALF>\)KG-?AAL:*ZI3I)6@ M=
<^@*0LML]:&.P;H;6H0Y<&E:LJ%;=&>#Q;RL;VR)/G":O M/P5M/_QTOE&G$[P4A34#V0-J&<@F:&RR[*^7VJAP=?Y,;N:+Q;AT9;BM#XD3
M1VKJA%1E!C9&NQB66$&!*[#N-1[H[.5G ;Q03;KZV0N1-3!]#??/&M%R8R;= MX^=C97/PVQ/<5L.9HZ
U,@=BPFK@3RX6O6O6X;EF)=XUZT6[9CUK]>4# M6K;>XUG8V,/;<2HM'_6LM@5=F"OHLJJU6,BP(@(O)H-?;/$7J[5\Z+66W^:- M/D-
A^O:T,::_I.O4G9NUG2T[$-ZJTS_^XKU*LW(=V=WM@2A%,+;GPRT*SF?S M54%76[KN=1 0%$WT[KIK,1F*XYJ_=._M:G"RT.W7GV!A&^.MX=2/'U?
3\4,?[B8>>34=:V MOZK>?YCHT1&B3Z=+(NQL@L_=CDS7KF?P^E__17).3[HG\ '[#3OYX0XPDR8C MNC@Z63?+J06VR=##[#L>+Y[I5'7T1T.
[9P#G%F3)V<)%;89&V1F>H,Q7;0PP M[19\^D4U5^@:&@:#87?'F+8_5^ T6'JRN]-,V#E+-LX!__' 2F.+4#7"^= K%KY0+\;":O79C-=\ M: &(9^X +;
[]>Y8+:(E5#LV[0:6NWL'U]Z_M!="YRL=5>X8M#*$S[6061INH'!6A1"8+^L UC7JAA?+=S8C,4E>^'R!KZL MBE6\&5BYH"$
3&NKL1X!VW%HF[**ZSP)?E;C,<@T))C_Q$MUF'>W@-8:!PVT M79"
LZ&M7/@%;5W.+O$J:0JG6GO1OL1@:SC#1M;N6Q;^_\ZQLD%#CYM9W>W8U11!#S, ;TPD.;GN)CM3[9? VNNLKVGGH&LZ!_'E MRG2>X9WB?FG,%
[Q3@#Z<[S4"_-!1ZN9)653"/NTX+NK*^4^-:Q=O/9\XSS#8 MS;LT9L. T/%J<=H(<:N<"^RX!>RM0'XUW0XL=] 9&5"L545O99C6[2(8IO>Q
M@C4X:U&==OYLTQ5WWMMWSWF1HG%_X!,T M,[Y:N$'7X_',_R6E5DC_]Y]>36(JFX<==^AP37?;NO 8E\#96$V#/WJ7#X&
MK[;!,J3N/V&#@9"#&:Z.58,TB$3K>;'P4"_F3>?E5Z%S00.Z4"?N\1K(.&^$ M?D*Y ;I%=N\C *R+"")#']UG?266O-
OE#!CP^:3W,,=GZJ*S.]4#H%F5EEM@ MIYJ]](/' >0)>69I0(Y&0_K=&6Z\=G0HVI&SHW6>CI9?;'C3PI&O.P%9Y$*8
M,^<8S6GZ<&35MF1VUM3S4X!Q_-:Y0,[SHFGRX.!\I><2+5VDXZ3?I.-:!)_O^K+L,;[M6YT6[/W[B5T]@CVV;]!"@C?P&^N\7(1H%*$);*\+?
V==@04%/,X%I1S1B,@ MID&2^2&3&%,X\5*=.X$=D%N6 &\')><)XO;\8%?@>L6[5MKK3XFJ?W5AMA8 M#^?I>-XNJ2KL?
8<;4YWGH*)W&C$&EEY:+]V5X#J,TW0V-7= L.D3X'QF&U4(ME.X N*1:U!/M(:2SR.!_84P6G; C/*O6\/(P(B-7ABV-[P9M>[2>/E@?:_M
M:3,,6E6:SKUJU7L;?UX[$;DAXU2[(!WTPEK>"+NH)A0&&LUOLSXFT,:BUW/0)(!]A0#70\@&<<=TS,:3US1V/+ M5V=X$^G"M#K&R&U 7!>(
:T!9]K.[.%UYO*1= [XZSS8M; F_[U>CXC=4FF MM<:4;XYSRAYY5I2K93ZY=A"#OH"B+KIEXN[HE@&#F_&&GL4\BWTKBY755U,0 M#,LQ0]
[JR7R*LF_BKKR*[N$NV'[9=8-Z<)2I16\SG7(1@:UNI[:*!Q8TB]W M(%+OS'H@SJRI=V9]_LZL+_;@^;LIW=5#=X?^R\)Q9>&Y\U/5PC&S[>^FWT[4
M^*J+N/QY<0'[KK]&LL]LM4S:!OG)PE[Q5MOP!'MY7F.@?6=O>0\H@GI*?Y-O MO^R&]VL],P'O6OHT/S_'-#OH2K.,J-C6;M]2=W,PJ6?NWF?
C.GAYHVS-^.== MH/WR GG@U;!8H)_Q\QZ9"],"V<;:9]_A<; M6]FO GS56VLPQ/)T8E?6FV$>)5)ZYM(F&3CT=KX[=46I=O*R$YL'0\7$"6@V<,=Y8
M'>S$=971$:B0W?,:0]6GK7G3HCW3SQA6;>G\^F ML\!J-4$O9;;,8X]+M>/;\3L*;SA;![\X%Y7WJ'P]C(AN6$O'IC3RA';,A/8K
MAA3<1F=>!'@1L/?)>FY$?^2E/ZA++>!AWQ/7OH@K\L3EBN9T=<6Y'K M!BW56@DWU50-Y%3JG:JIL+9/<9^TTS*D/R^O?W>IMS[_2KRW%J*]@?
\.I*CG MG59#1*/T>[_UQ[CU$1ME?NN/Y]<#U?.O6WU^GVH/I[R7H5)\W MO%8]IQTCI[%LE'B0/OC&S4J^"\ZQ[_\D(&'!;$\ MB2;WT
B611'GH*G:+RZ'38V_NTR9-M<=YEHP;1?_O#UR);@A4\2L+\4^KLZK MU< I[#-N6]M6CC5MO-SL[9YUZS8,H_'HB3@O.G';+O!_!XN1;F+LEO&-
:^D%A@% MOVUL*):A)2YI=G%SYX--[E(6VEW>I)$M=(LI-[!689>&$-?3$B TU\Y4N5E"
MV.8,F)IZ"@]=GM5='L7),&M@T'[!@E&M63#,-9'@"Y+ILM,/RDWB:M4V_8C- MA;*9E*"+&41X&%"1[6+DPA&
[%J^A]*T\O'6<@XPHM@!CO\@KZ[N6K'' ZT!] MIKHP79EZ6)<K26A@YK[[VZ8&'(7VV*JG- M4NI2(;KB8%WY:)MPPGV_"
5UR]05BQP%'R\Z)%EFX5S.8-<&XE&IJ9>"6 MS8)5-NMI[=K$<,>WWRY3WR+8V1:&=Y@#'P8%9A= U0&IB\WM*M1:>39U*SDH M*FX+
[KBTO=U&V#+E-H+7@4799_NUJ> 7$>@6L;N\J8YG+]1XKKKL32CD73D> MF^_8%;&U$']1(7%TN5FQIH1">?XW_*P&E&RZ?
HIN%,V6D8*B,X#\V5(&]471 M)TNJ<@L6=D!<-X@K+J&#JP,_Z2O;+VL=+8E_$ 6_B'W'A:DPB;+Q><__LZY@ M0?X;/LQAOWURSZ>'#%L*?
%+,,2=W@ K)()?" IC[Q)U_M]MWT6T?L M23[MZDA@L0G58)ESTU4!^[D3+&OO7G9 7H_#[N^>=>S!QJHC3HE84[VW%2 8 MY)E8,%OP>E
&;&M+:C9K*E"?>O5U4D^Z(8U=D3%7,Z/]X:9)%+5+G#Z82X? M_S0!HJM+!OT:@*Z+3Y25?F<5JXR[KZ6+DB_P9[F"Z LV+'*R79IF&
MMH[+!'#FKG=X.ZDB&P?VVK'SR&/Q L#_"YS#98TV3A%>_A_>OB_:7\&68[[M9*,KF0-7LNFZXET6.$9"0903SJ]#?NJ%TNT'/MGJ_9>V_YN?,J")
<3E0#L#6%] MF;"5?.YV.,N28? FD,5 SUID=1\H<5UZ4=!2NE2BPT.8SY:^_QG?A]^6Y3S_M^*_J?'KRMM_LA6!HU=A=AF KE^JT^VN-W'I(7=8&0-
VY(P!$6&L-< 0Y[@JV M]46E3ZWZ///+7H\ M!RJ+>)V)PY^F#DNF7KLY@Z/40%$;5&7%-\+E%_TY8BGC^DC# MZLYL;E^[LG]HU',I_-
<+),+YREQUI6J[PH)^]QYM]WHVVKYIW8^+LXAS&4#] M]).95*![8J)DT#O?U1/KXH9FXM5?D#W?P:O5+'C;UV'V^_NH,&L1\1K^/%6V
M+FA7!W2"AY3^AM/@V1<.NF.\@AXB]O#R<.7]P?'B'/B[SVJ-AQ20GG!V12+" M,M/F:WFLO9F&KWO_XX?-/;U^L8O2<6/;S:C4VEW+:N*HT
M6)%\=V:\]UOSW4>66[+)]ZZ_RO92"0/2>#MI_284V)L%(L7-J=];9//_>MS_^YBLHNLW(G/RGT' M->WQTK\?PFIZ/O-
\=K#9[SV;W4IY1ZTD[)=$7UM3=H$GHZ9U(2/UO(4C<_N# M![P5P.,>\.Z?27F/:;H/836]8N'Y["#X;(^U%@YA-3V?>3X["#[S\LSSF>9&]X7C
MM,TN=,# ^5P[=6:O @<-#[[D%@MR# GS,Q M>!#P(.!!X)NML:/X.1.#!P$/ AX$OMD ,Y+/F1AV"@+>,V9/GC&]*2;RIAB/
MO1Y[^S7*_"G,@\#SVW!;P4! MZ>VQ=RNDOE;C@/59"7)1QF5#*1<)I0H7\?FBZ^V+,%(8R M7BS__]_>NRZWC23KHO_/4U1XV3/R#@A-
@'=I]41X[.XYWKN[[;$]:_;YY8"(MHHAI$&#C(HG]]">S"B#!BR22 DF_"9BVC9)H*KR\E565EZR3@Z*#D\L_-7? M"IE?A78.67F[1N/-
TAOWN\@E5YQJQA1POQ0G[^C(=9+S0L=+G0_.U',[5[? MA]$DC/03]/&R0_CUKI)5K+U1OKA/3=9+!2&,>="N=A' \)Y<.&T*RN7-
=-9^/&MT3>+ETV;)PJX[M4A]82CN0TL>DM%E9*7WD-F-%5)=_MX48FH_(X08V7,FEO[5P/^D CG1+'SKKJ(RKQE+98E*S=@I8H#0T]@Y[M7\]0
M&GKO!:]@) "\4*YO'^"%LIC0,^C9$?0,93&A9] S[&?0,^C9*>@9]C.4>3YZ M2:'%"(0-@F80V%KKP%94>]N+*G4MH]^N=:3[$2.>@0/
@1/!@5;7:+5J788, M. < Z\O/JKT>W4NOX(< X !QX<24RJV/8K;_&.R]"K1:@Q>X''UOM>B-
MN_APBA';ZB7%MS9*R\0[I(OG8YXY(A\F,HBEP6DG@.I:0_41=^831.B>T6O4
MNE@1##5H/[1_9^VW[%I7*8+V0_NA_3O*@]TW>LVS/YQ!_<'N\U3_AM'MGKV3 M=N_A-/#-/.:;4:$WB?.0>V> SD!GH'..SK;1MLX>G:'^8/=9JK_5-
FRH/]0? M[#Y/];>-3K\/>8#Z@]UGJ/XMR^BWGDU$/'5Y0-C,D5PS'R0]-,CJ"CN!*YQQ M2#3X$QE0 &H]8*7IF6T6XB?@?
J#W>>H_LV&8;7/WDZ#^H/=9ZG^W:;1MIZM M8P%YJ,IJH?Y0_S*C9[N&C>!Y!- 7J<(JHWRVO- M^00!-0XVFFFU.&A@T !N 3;FAPNU.>96V*@HW
M,&F ,E41B+-$&=MH],JKZ'/"*(/0I2.YS-ZY_TECSBC[Z>\?OWUXAQU@7SN M;=JLKVZ8R(^X!NYY!7N]M,UA/FA/<#JQ.UVA8Y95W?I*,==\2 #N
'L[S4., .8 >P]AYKIQUNV3DJM#7WYL$@L]KIYPVD^FOK%99PX47*MUGG)+X^ON%V:[P5RA8#S.;?-;M-Z MED2;JMBR\9"6?P1^K%'G\0
M"R=P1:AB$0-5LXL?X\S09%[)2[_2$)/((];25,10DE!.',\5PS"BS\.AC&/Z MI>.+6$9WWD#J%\OQQ_^G4HI(\C3I%^9,1(F V7^71'7BW,K+('1EOKI7"]3^
M4SFQ'ZXNF]>*-ZX7Z<5=$7G3<7"](,A+N$#:ZVDERCSV^H.U3)>!>ST)-9VN M5#$S[TX2&CPP?^B=5S-@>-

@04BW[.>U^`%7G6]ZA)&HIC&Z17Z/9U4V<;7[_Z828(2YBN4$CQJ<#[%1Z6 MRZH#F:'K^;(SZ*_5)T!_*=!_4Q?H)Z;' T^57E1P'Z81?1--PH@^(R0NYO][M >F,TI9X V2&))4B28/*2M+'8."G+F_>W/;VQ@M4UUONJW+K>,$//K==ROP0^ M>14N/&99G$YR@OMB+)V82,3L80 (24L=;I8CZ"]DM-%Z!E*DW.#X9BKH7[0K MJQXZBCWTP$WH1[JJ*/LJS"*F>/,8VZ]0S\8DG0$A#/^PAN)."/NS$.SD;?S M%P9*H@)U;%+20WKNQ::XMZ3WQX.4WKF\!;LY<&A^;JS",.@C%@Q:<+Y"-D%O MTIA4A=Y"BA,$:IDI(1[]UF!3F(1:V;1A]B9Z@9P_X[!PQR1T;&&Q#4L&[7]H MS3070LO4)TQE*FH*YC9S/C]_J4@ ^N7"RV]E0,^1A)LK*Z0U#"/Y1TK+(@7(M>4$3]*=*4[R 8%E1OJ@S-$>]WC(A./&D8HN\<_R4T9V;53L!?TI*PI0CX;'? 5[6Q_7:0Y+L>W0X<[UDJI@>C\+4=]5[M;J32((_L6 6V]+UP?"6QO'^S& 22A9AD0*KOBV,^.M[B4=BZ(?W+(SA>$', M9SJF%& V,X.?'\%4Z21-Y-JAP_O-+/3A3S%_]G=@W-EW:6_$WT ZWT;BU8PK72L6P_Z3?D7]`W@Z?W\;N)+K,O]#AO^;-NIC8HV,Z.G93\OW8FBW MQ'PJ,UMF4RMY15Y7592>G&FH%PR)$"S\BH5*]5.V769;"U.3GTP#9SC4NP[M M FF0QF08L:8M&3_,,9Z%]Y;..XNQ;F?A^3 7"&C5^FB$14" (I)PKOQ+4^2[[ME__]V5;W.E:;E\=.9:G'B/3A@\6;=J0I/ZVD_";)74&"]S@R M(K*O!L[$8P-%,8$6H>!E5>[5U#3+%.7&SE0H*K L\ ZKR5C8WM>+&X8*!,$6B6V=:T["*"F4[D.&;A@X)*=WY/WGFKQ NO^"=!JH ;8 VNZ,- ML&M",* M?QO&VOL_]+*>=C'V"=QRX)9C=LN!JTZ 0.WX#A H%P10,QD@4#N^ P3*#7HJ M+ZD%(0 C4$ 2.:&>)H*<]>F><)(F\FS1Q;GPIDA_^&OCRX*$" 'D /(>2L:3A67A Y(>0 \@!Y#Q#1WMO3KA3A9S<#4=_LA=(M_;4Z8*+'MFGL)X?;5*LV7%SGN?'VX[V;SV65I_H'_+XK+Z&A!H\N^HN\DT$Z M*R!VO(F(HQ-^MQ5N)4W:=;K&6>RD29A#"_ "VYYPOSS2]^9AFE"KW^0[K4> MRFHTS,:;_%BE.],8GD5RXD3.8G,5ZX05+_[U;+S_,Z+O1O/lY+I5?[\NNA2 M-5RS8]H6B\=[8%KPY+*%G?KE_]\,ASEMGN6#L\ML,CMMGLM0\S%!95FT4= M;$F]5F(%(1F$:.X$;OP7.+>"<#9QIE19?Y221XQL9B6;#$';#;@'Q8$] S_;N M9_&-$#/H&?0LVWU[(.RBZ!;T"WH5MFZ]5E&/"R4J^PC<;^,)&7%5_I5^ | MO!&\ERZ)Q:#M$^"5"L$#=C'V"=QRX)9C=LN!JTZ^QO^AUE59=#A O3NC9S4,R^K46#*.&'<& M& ,G 8,M*R>T>Z6U^D , 8 S4# ::?.)$](,D5(\.PBB2\20, M5/^EB8R\T!6^$R=B*IW(&&ZJBH_D4U#A&-%L7H+(-!)A&HF? I2LCQO=?0S_E MTB2Q<)7O(\I6_B8S",Z*51.DC22(I8WHYIC;$(A]0FNUU8$S_VNM,QK?P3 M0_ $Y2#Q[)0_-;=/7*B;5"-M8;/'*AX,CT7595% (6]AO(*)EU?U4<68WQ8B> MWJ!0FQ<@20%]!C5#DD*%M:ORM@&2%$X?YQ!XAB0%V!/0LTKJ&9(4H&?0,R0I M0+>@6S71+20I($D!20I5Q[33CA)!6.)3U&D;#:MCV.WRBIV>5:P:8 P< HP MT#3ZK9[1?M[!4&') P !@ #+\Q5:G2Z1K=9YVAEP, 9P< 1F7UZVF]W2VPF M5Y\M 6D*L^579)7[3%/X-IJG*!33 _+LA(!#Y?:2G'#OQ&L3%,K(2NC9';.Y MF)5@MRRSM65:PE8LKU^+A1,7[:]2BK_\5\^V&]=? M7"(+S)._216GUK7XD;Z MX;T2=4<,TXBD-A*N%P_2.&:Y(4E2@CQR@EN9A0E)\9[E/)C^-LEAK+ MRL$6==B>*A^\B." 0"O6$,+? 1,X@B='N\!7E3C^=-V7VST^_MDKC2M0^4NM(T M#Y:,@S758TW-0ZVI9=K=>F9-K2)B%8([SBR6Y1C++3'#X_2B5P[9WN7T1 N: M!$TZ7& [420D40%*HGS=5*Q!MLAOO/W1GO+8;R2$%5U0FB/*"05#N8 MNC1"'*3S0ZMO])K[[ORP5]FH7#@UH !04$,HL.R6T6SLN_\#H !0 "BH-!0T M[;.1MO>=804@ -!"< +M/4/_M_MZSK"]Z+6R?9G5T_5X?[+TRW#9AWZYW)P:^ M$\<_OIHXM_(R"%/V9/T/SX]^S:?VI$E0>KBZ/UT-?/ERZROGBA0$':.?CX-KU MXHGO3*_XV^N)XW+:4<'1Y^F99;XN_<%_TCCQAM-\0/7HI0S^K=D?0= M3A(]!J3.?(@/&\J;9>\>CO\R#^LNX? FMQ?.YL2#[+_-K-';.9G/V M\+:/#$ MB;)X^L4OB)KZ8\5>[3ETAK2D*\>_=Z9Q%M);Y'3..R79BD\%WJ_PL%Q6U5.3 MYORI0$H7$M=>NN:"7WG!K;S02VJA[!(!>DE-(H](1)//DS:)%K/$4)IB.675?2HH>31L[:6A 'ME&CU4[M/PEKJL>;D$>&[EL(5$5;('3?JF;D'-3LC-4,W;>0<78F&6P) MZ%DE]0SY9= SZ!FRR:!;T*V;Z!9RQY [AMRQVF+="8<#(DK\N88\W;[1[NV[M+]>I!@X#"@ %)P,%5J-O=*U]]^8"% *65AH)>IV TNL@= Q" W>>H W8/ MN6-HT56%51Z@IR:#..44'>QO&%U!;=T> M/3Q@-)"J7IX2/*HU@$(7_HW(1W>C8J]V262;)5CLX./:6L7IW[+_WT1^HE M4^;\A1_&L8S?"B(\!?)6N4?3@'ZJG.TJ_^8_H4>2/DCR@1=-A8+:FJ34M MV^RV^KND-[1:!\ENZ)N]GGV@C(T#+C9D[Z2 M/>-X!^0 ;')T.%R_IBI0$WH&/4.N3>VTJT+6 G)M*D<@Q$]6!N>0:P-[GIV M!#U#K@WT#'J&?!OH%G2K)KJ%7)O:Y]H0P8X?%O-"$L\OEK>^3T:,W5E%52'8 M]NE@VZY=9ZE H"U "#PXL9-# W5A-W!@+SAPT3>;_:,.O7_VV@R M4&F^'Q'_3Q '+ON66>LFCDC!00K.7IQ(PI6S9BW%+B?;M6K9+D_%%!]5:@I_M)W>8\I9M9)Q8..(^8D*[X7V@DW_;[FRIA6XIGYTHH' *F@UI/C>Q$FR1!^' M"!433\5-ZOE+,5+%+H3?0A5-SA_R4_YN/D @1@2<|"_M@6(P%@D$9;9O>(_UV<AD24%ZJ%"3Z[IY??">% M<^],=;L9SI):H2C31N5*\;\7:?-H6M%)@Q,25Y"X4L4DCU-<$Q)7T!(&L0*(MGT=+&(3D0.TJIF9(4T&:"M)4ZHUS"#U$F@KL">A9)? 4,;2K0,^@9TE2@61"M-MFN@6TE20IE*I-)7=ZQ\B(NV10I 0HOJT2\G]&0W]+((/3$*,*1 BK)"G9,3Z MW3K+Q1%CEP$#@($3@8$+VS;:=]V3V& 8G"? 61A?N%X\2.,X;V/SL@2<37A8=O[-)B2H7OK-X[A3[ZX^7R7) M:'!KB%L9J/9/W.S)<>GG'M&(2$;DE \3&<3HXG.@[:^FR5#-MMGI-W?)2&GW M#I.18IN_H&&PI[JLB;K8&OJ[65-%8IN/&..44'>QO.%U!;=T> M/3Q@-)"(>85^1'P9Z GE52SY ?!3V#GB$_"KH%W:J);B$_"OE1%G763*0_P @ :!"\& ALR[!ZM8Y[!A _" $ M+[<(C'[/JK-@ ?."@>.R.X35'_+,I^]CZBR-%2T=8]E5R]B_S%2O,.,+A/M MX7.XQ6(H(GDG@U0:XNL__N*,)]?O"CD1-U-AFXTWG#IB->? M:6NSK]2 K1,!ZM,F966X;7($7.],#(C\\8^O)B06ET'HROP9FA=_G4WK3T6-MAZO+YO70EP^7KA=)E?G"$?WI,+AVO7CB.],K_O9ZXKC,X((_V-,SRURB^H/_ MI'B#:? Y@.K12Q*JZTD8>^K=*H7)NY/%Z.69J_EA0RQZB9Z^S!&_BTBV%O/5 MB0?9?YE?HYEO.9NS%_A>0(,G3I0E7RQ^0=34'ROV:@>S,Z0E73G^O3.-L_CO M(]=SWBG)5GP]\'Z%A^6RJIZ:.KT&T:SCX!. $%=V T@V \0-&T"@EH'UP((0 M@I<"0;MK)/O(M ,,@-WGJ/Y]\RR[C+TTP:;3Z9YS@DTS3[#IO=FN-\|"?DV' M$W7JEE_S!--KW0?E6TC?BS#AIC9>0'R2XB+SI;W=%_$WGQWZGE0X!Z.Q6T"[MV;4/$P;?-+NM T7V8TEU6-(N"4,I/-(RK7VLZ 1EJM86(5+XC.[$S_&0*!I=%N-.LL%8."L8."([#Y!['>]V&LC+>('7YLGX!WAMMO;:9(D P&A@-M-# ZCQRRFD:C^6PX1Y4%8E>4?C8T"D!0:;X#"$H%@I[1L<[26@,, > S,< M:!DM&S@_'*@=WX$#I5;40=-:1-PJ>+Y M5C&:IX+XEM&WRZNINGMZXZD*%5 &* .4N;!*+-Q<49#!"11H [2I MK8AE6B M4[NB< .;!BA3%8$X2Y2YM*Q&VRRQ_'1%<0;A4*? @4MND1"IVAK*5V#9MUF(W M3+DZZA'WAB!$NF]"FA/<)BXZ1J^WK\/O$A7KN$\ ?@__@)]]1G@U+< /X ?P M _@YQO5BJUE>+F'ET0?., (!.=43B3+'FTNJ6F'E86:PY5M^H;K/Y5-^H[7K6 M='*OVBXH@ZXUZ%J#)=5I2>A:L]<:]I95=VOO[N(OKS51A6(M=\"HK]QF\;# M]+"I C&A>%"\:BC>_GO>5(&&ZC%SS# &I,!!S?+[(1]ZX* '#O3L"']&'CBP M[;%Y!] \|."!MD';T .G#O*&BAS'KJ:*'C@G4#.I"O%P)QA_TC?L1K_,<)MZ\6A, M7XAP*%QY@U8X &P]OP(9UE&H]X7;C#=@ 1 @A=7@8H0//![C/4?-@ 0(*Z M\AU(!N@1%% P U:%Y\R0J,!UPM2:T\%Y2_:UKY*B]>^^O;L0: -T*;7(7-RS;4 0 @ -#^ , CJ&Y:%YG['^ / M\.Z " T/D"4&6<#.Y;5L4T 0]4F4W"=1K+8Q,L2]%!/'<\7K5I\((6@(WPL# M[]$U<.*12$(1R4D:#49.+,5KN]R\9J;6%PZ%4ZZ1A;+-CM]\\.U+?%.]BX=![JXM1?\^,7K1]74<73 M.]OTS&O;LLS&;- E^EI#)Z9=+69FF^/;H6X7'XT\/%.X(KW1",O$3\[^Y;]B)N=0#_/218:EX/TMC M)'U27I>5W)N5B'.B@#Y2$'!"[!4JY9ZMR%)9Z!2CPE4Y)08&]BQ%GAZ9219 ME+U@_J9L')8"5K5D%)'TLL1L DP\O6$4CL6(=E?Z7(`1C>-S_\E8C*3OJE?E M [OS8;G5>DRX,29-TVOCT0F!*2SYC<84E.<'"Q-2* <_'<8-XYL3?;HS>9] OGK-A .UW3M&?['.U. MT;W4:LC#.H.!]"7IUPS#)6_WQ-0_9Y^IEWIQG/);::(Q@8<3Q^' 4[.8[>#K MMT'^IF%NLIVW\_V$- ^@:;@J;ST^!OFOQIAL_K;T15SL&2;C^G(R1]ZP6HL%^+ M6\<+M-2P.225043#2**$T!:,8%!\0AVYD.&EC\U3_YL&UW8T!R,Y8D9F3Z0-M9 .W4G>4E8(TF$;F 8>.%XD[QT^5V#)/2!-Y:Z2_QIZ;* M_^22RO8DE@25*7KUSY&_2[M7RU'H-QYL7?#=OCT*G[^36B)']J[9,-O]'H_WP+3@R64+)> (^7+_ZX9'G++/; ML'9X;(=`FF:G?9B1L*:;K*EYJ#6US$:K7_S?'H:M4$OXD^X8>,9MISMHQ[F! M)0<_*UK/_H5;,^P6@7667O9!V470;>@6]"MLG7KLXQX6"C7@2H<;IF%O4O2]5&B95](XB=O;A')7[_Z MH55($SK!4'S;-MKUKBU]Q/0-X !PX$1PP&H;-G .% ;=@,']H(#7;/9]'7O M<,# 6<'_$=E]@MK?ZIFU5O[#)=P>7;_71WNO#+=-W+?KW8F![\3QCZ\FSJV\ M#$)7YI_0O/CK;%I_]@24AZO+YO70EP^7KA=)E7G 4=KI.+AVO7CB.],K_O9Z MXKBBD#]WH2QIYZM\],\.YD.0AUYC%\ MV%#>7I(1\S)_ZB[Q^:W%&T!B0?9?YM=HYB+.YNP%OA?0X(D390'UBU\0-?7' MBKW:3^@,:4E7CG_O3.,LC+?(Z9QW2K(5GP]\7^%AN:RJIR;-^7,>*5OO.9DO MF*H\ZNYU+.1PR%APIYVOG.@A[IU8V VS]T9E(='?FF_R;-_#G#Q_OB5"N*D>@RE9)/4.*%_0,>H84+ ^@6=*LFNH44 M+Z1X(<6K9@AWPM%[".E^.K7#-CK]\KJMG%>0+W .' B,-"RC'[K6;=>E04# M. < Z\O.MCW[!;[7.4#+1SK# H)&C,$CFLEMG)$CDLL_]FRW8W&R5CK'IV=%Z(99O=Q;R0%DUA)2^DQ)DP M>5SY=%K(1L.5F15R(P-)7,Q:/_+SLY96W-EQL:\C)XO,,BG2X-[3(S[1CVK6 M@6SH1327/U)ZG);"R]BE =#1\NU6G-N]Z,=?>;L2;KXH6LM8RGS$8QPX MV1RS?TLAN3,5XT^<+2,J.UL:\R?Y;R)Y)X-4M^3*/WOG%/? __X[<,]X21)Y-VD.O>%-.RS$\7/E12&I,/\^;[<6F^$Q_LDYD/>(,^FX/$KDL'!M*Y*$$0K5;_=4) MG%N5ZS:;MC[,&[(RS]\%CC^-Z:?A4/SL!20AW)_O/2/N+ VD2COXA7D7VRQK+E!H/]N- G4'IWO!S8BE4@!G#5/5T#_3ZX35N/RGVO[6 M],+E!LJ1$G,FV4L4[]!R=7[0^DUE3_I^>*^V?)T!2&*\"EZ;8!X+A'0&HUQ= MA(DE?92_ Y5$IYH[P=U49@3CZ<7\]3K^H^$--\S_;--I.Z9^V?9 ,O+YI-3L' MRBH]V)(ZI[>D$^322!94H8R.DPX7.L2;KXH6LM8RGS$8QPX MV1RS?TLAN3,5XT^<+2,J.UL:\R?Y;R)Y)X-4M^3*/WOG%/? __X[<,]X21)Y-VD.O>%-.RS$\7/E12&I,/\^;[<6F^$Q_LDYD/>(,^FX/$KDL'!M*Y*$$0K5;_=4) MG%N5ZS:;MC[,&[(RS]\%CC^-Z:?A4/SL!20AW)_O/2/N+ VD2COXA7D7VRQK+E!H/]N- G4'IWO!S8BE4@!G#5/5T#_3ZX35N/RGVO[6 M],+E!LJ1$G,FV4L4[]!R=7[0^DUE3_I^>*^V?)T!2&*\"EZ;8!X+A'0&HUQ= MA(DE?92_ Y5$IYH[P=U49@3CZ<7\]3K^H^$--\S_;--I.Z9^V?9 ,O+YI-3L' MRBH]V)(ZI[>D$^322!94H8R.DPX7.L2;KXH6LM8RGS$8QPX MV1RS?TLAN3,5XT^<+2,J.UL:\R?Y;R)Y)X-4M^3*/WOG%/?]_7^^POYVGGF%_0\+H41-&?Y8D2(XOOH9^JD,1=KCF1@1YK2/(D5.R%]6R M[(;1Z%MUEHPCYA8 " $)P($G;;1:"+9'#A0%W8#!_:" TVK;;2L9X]\598, M & $#PX@:CC8[1LVN=9GH<)\Z3\0_GZ\1Y'WEJ29S:CEQJ6#)(TD7#EG M!]A'W)]/$*>;3:/1.'N8AOJ#W6>I_NV&8?5ZD >H/]A]ANIO-2RCW;,A$- !_ML/L,],_?-EJ]L[^^1:1-2>*T:XD'8')YF/Q\#&)-M71'@=@J)O-4<-UJ&OT2 M;^$VB<4\+ZD"S !F #/<8J+1*

,NP[?)\X2<,,WN/:BJ67K5:],9=/&@9850U2_62XELSFM;,P?8M3!Q_,>8) M&\&^-@+;M%EKW3!E!^81MX(J!*EN0IH3W!6L3M=H6.7=D3Q)QKIO#(=P Y@ MIQS76M?H-??EP@?L '8 .X"=55=;NVK9W/?L?A[X.!A++:A?9 ^S!:HST0RKH?&^?0/@'V!/3L M""J&]@G0,^A9Z7KV0=E%T"WH%G2K;-WZ+",>%LJ%:B3'3);X(N]DD#[KF4'D M3J4+_ %0A*N<$(VXLPV]TC7:OO)B;FD;3 IJPVY P5Z@H-MK&)957LPO@ ! M ""H(1 T[;,1ZI17SP= " X67;? H/ZW++/6G2!VW1;>H'//$8O"HD//J:$R MS+/]N&S0;!E 4"MV PCV @1HM@P[%W?-VJ((Q<*?;,/3Z;Y93I(OYNC;U:N3\'B6GQ1>,(BD$_-?Q$J5!!'I*

M(!@Q#".1T*\3E1H.2\0+$:VB\&X7CB1/1=$JJG!F$4R7@2!B[W[9G(MR M=X3MQ(J;2B<2]$XM)Y!%A:,HTI.\D^MDPNG4";R!NH_^&8EP*)K]-\()
M7/';;IH]04OT:9IB&(5C<9/&7B#C6#B#/U(O]M0"3/%I\1V+8[FIS.<8.>.) M2"<\2"19QX5S[T1NK(;+)Q (1\3$*6](*D
_4>V(G$%B"%IO0J2F=X;#82P3 M<3-5K[WW]*+=\#[@=P](?1PB=?YD;.ZK$L76=2<6Q;S;;)Z/F._@9#RD2A3$ M=$@R$W)"%KUND-"SQQ8?U[L3
YIX_..KB7,K+X/0E?G/B\;?7$\=ETA0B.;U 32KSHNL/F&W> M<)H/J!Z])"9<3T*- %<*3KP[6:P[, L2?=APXWJ)M+\LA'87%K46@S&(!=E_ MF5^CV75$-
FEK^1P8ZJ M35 SJ!FJ-E57NRIO&Z!JT^GC'#+Q4;4)]@3TK))ZAJI-T#/H&:HV0;>@6S71 M+51M0M6F"J0+HFK3*43Z(N)_+\K1-!J-
IM%%$B"@H#;L!A3L!0ILP^IVC5:[MUA4; 6 D#!BQ.![$ZI39L!! ""DV7W">I_LVO6NAH ZC95T1&#NDWGALHP MS_8#SU;;:%G/W@A763)@G@$(
0O=MDT.D;/AL,&0% 7=@,(]@($5J-GM'NU M+MX"(#@K((##IM3";;;9KK,TH'+3$2HW!9P:>,3"3>VL<%.[:W8V*MRTO,3\ MG8=?
V%/E=\1C!2ZVJD)ABB_;KZK)Y/%3_H[^0G+!!3*&DD26*)OU53UKU#_A]5UY"0PT>E=_WD:=, ?$Q&$8D(U$Z M2-)H%C5YO(D]6ISN<)Q
,1T4T\&B3FI1**936L+\26=AG'&*$\I^;&+ULTF+ M\CK0,^@9RNM45KLJ9"V@O$[E"(24Z!WH&/4-Y'>@6
M=*LFNH7R.BBO4X&L+I37.85P3,1E[T4YNHV6T6XB+AM 4!=V PCV @2=9@^E M=0 $-6(W@&_0- Q&MU:%]< #IP5#AR1W2>H_E;#K'7=!E36J:
(/!I5US@V5 M89WM19&:7 \9IS3@0%W8#1S8"PZT&X;5Z]59,(#P '@P$MQX,+J$A#4NCG" MKI+Q;/@R$*'2?(??
IDP@N&RV3+O.XG"L"CO=9O.I$A\'TOG2\O0KL,I#5C%Y MI"K$2L6=S4I[[*^6D-5X8XI/BQ^OK6]"9"RN;U9HZ"[TT['4U8?D@Q>K0C[S M8B-
RJJ1F_@TM6/Z1>LF4_^:'<4QL4J*9!O0B%:>I=.$_H42-# M_\8E-I+.,'WO).G/1 8\')'"80JQICBW4JO-_H'#%._\."P4Y%H6$D6&$=D, M-(:6>3$8.0'/D*-
B5;AO.GB+W5 IJ"E&,P6BE(I+(%-ZT'MJ]*/%O7W3DJ MYJ 4#TKQ8%$GM2B4XMESH? .= NZ51/=0N$=%-ZI0-(7 M"N^<0I@F K?
WHARVT;!LH]5!#@>@H"[L!A3L!0HLH]NUC$8'5;@ !75A-Z!@ M/U9!RS):C5KG<0 (S@H(CLCN$]1_JVG6V@I]9TJ.F)0?>?<4!GFV7[@N6$9
M[1[,,P!!7=@-(-@+$/3;1JO>53> \ !X,"+BR4;9!+462X V<%_#6E*K] MYK-!V%46AHI6W*E;%9!=RM$$G!QXQ&HTS3>J]L;;XAI/5:?A:0R=01)&,1>*
MR MY;%)%7E#ZX^D(Z#:]>+)[XSO>)OKR>.RY0JA+)Y@>)DYD34'[!KS!M.\P'5 MHYM)&'OJW8J4WITLIEG/HN0>-M3)$6:&
(Q2^(FOICQ5[MDG6&M*0KQ[]WIG&6J%[D=,X[!7J* M3P7>K_"P7%8=M>37RG";[\\Y?P"[911?VC]$%S#UJ2)'19P]0,&C3=:=%V[*
MI[U2N.F1>E(TLST5DOII]A*B,RWAEDN>/?.2[2HDT5K]E+^;#Q \6:-I?4FE MW7;*0RE6-6LJ[1PMOPL)?O%(E%P6)A;7]\
[$2PA8OL@X3$EMXLT(U.ETJTB@ M7>CQ;T*UE% M2 BRAE[R?:":"%"PA$%F;I:X""CE,(:HI]2,9+R,+T=*3P8 MW]##"K5(,SVV:
+'IW=JX&+]'#CQ2&O__-V&&NM]&*AC$^/V5QEXI$2_$2S2 MMQ]HQY_2LQ\BYUY\D]%8_!(Z&FHT_!*2D@5 -JW2V90X%*E7?I%WH7_'R/F>
M\-1+Q,_.0%6RJJK2G9!,_4/O5?[4T#R?1.&=QQ!(6T?&>N(+%\>[HXV=5C&B MC>M&2N*K2]L%"0MOG$-BYI(DFN*#WE2'/IL
F7CRIDH_T^+EA_=:8+-S3O9E M4>)(&,;.E 84@225CYUHJL4R(9*J+9O_S(KC#5-E:M"G6LP*(I8)UKM;@OHQ
M%^.D'XTE[9!J)JX<0<):#]6/XKD;>H[$6D&[0Z>.FKE]3G]&3:- M:=O5&A;F/V-YI]UES IJ"E9;QQ^D? I4DW'N',]7AL_\+D(Z\$Y9**M[OD&V%(F>
[Y%=QG\=.6SWY6+O+^Q..>9&^>[T MB%H8Q.0)6;B)^MR5-PF9C=&=-]#L43\.;D.M=#2 /DT)93_*VZDR6IQ$^)(M M664D$MU$XBD&2'XB$&_E
]RD+)630@' MB/JTDXTUI)"1S5C@3&BM9.]9.GYF+'_);KVGR96SH7?J@V6*&UQP MF@Z;;J;R=/
.QW0.,H3T$CXDZ1V4Y'KB3)7V*3/P+O0&V5F,%23?Q!A*]&') M<>]XGU&[N'S@[;AX:J5!P]N =Q;:MF.E^OJ /14:$O.M3>V(M[G=(=Q0GKY"4-
99>7%!I-Z],/%NB*?[NZ4,X&P;*NZ#Q(%^I1HAL MZYN/9[8R\IO#8WE JK+= [#&@A1$?2B8D<>$./GB3I
MEL3&0"X0VZ7]EPX<:D=2*QB,>#^FB;PK<&F1FSRE;(]3@ELPQRXUDS-QH'=J MWP"1G^W%>$Z592[0"G@S")6CR9=JMU0>%*)03<\I-
8(UUFIV,0T&;-/&&<(I MJS:2]/I8V27:XHT5![4H#LAXXT^2$1E-RG[36".#G+LL2?*;K9Z/PDNGS/F MAH$Z%3DB^^%,$E,V"'E?
FXG539KHO@(*;-5CLPEY<9P6_)<9I+&UIZ!:':'9 M@2_8ZB^GS'^-).#=&M9X&KI(-8.!-R%BLVX2@.@=C3%AV=)CM<[B M_!^:Q?
I.+@G5,_HG^I<=JNH/3>36'607CT$JT]^]5R7)O03GPX* MF^)O="YT^2VQPQMBF"9QXJ@=-0? >Q;TH50(Y\3J@0]?/ZF=?'9X5=NM2^<#
M!B_/',9)CO'6Y&7H416LW>*B8, M0R*AMD8TX>F=!=(5UAQK-KHI\2LCG1*K)?$S9U_R]4/;TD/3J&ON,Y1/7O&T
MTW[\=TWMLU@6\XO,3YA17Q,__ZQ ^K=J(J_[C;9IY0U$'ID/+^=UU^[,.XWP M#S\0"?3OK&P^]=P*Z^2N^)0[T-:>S?.+(*43K^U>V^S/&$9"^KK=
[IF]9WBM MQ.ZUW;4+SU:2V8A7J%Z\0@?Q"J<6KW!"X,EFW3#DTYZR$'3_EG3,<0!_2NVU MR!VXRB[D6_#<):_MN9DM'N?
V/F'MQ4)1X:MCXV+51/59 =E45,MLNM,_:,^= M3LOL6\U=FIYT#]3TI&GV[%TF>
(YK.NMB[2BF6=IBT6!B"UJBCPLZ351@8].X*>H6O$H8IOH^;3>K-5)IO%UB*CN]89W2CLL!?U:?8[M1J_5J+-D[%,+ 258S> 8"]
8%M=HXW2W&B*4K9=EG*TA*>B\F0,F^R4H/B(M.^\)(O!%L]4R.M99EMIYME,PD*#2? <2E(L$=M>PEVK3U$PB2D4">,OVZ2W3
MQ0Y@F0&/@%"L*-@@ *Y"UB2[]&9EE2]"R/':"_+]"W39N5U U3 M3J,\(NQ7(4QF$]*(J6+A._X#?]UQ1VD^SW(]W*[?9QYO5V=64W#@O M1U5;]
[@\ZKQC3#@4@3[6A&,N"IYUM^%JHT$8J-?27,>JWC?7%XVO5KNK7.3] M2]X^VR'%T 7UN&..*O]'OT\B57A^2J0*![\;PN4ZE0-/]W50U;G'(8'FG[-&
M#UPVEV!4UROGR4Q415Q=$C%Q@EO5TT%7C-.]:Q1A8EUOD!;&R)H,4W]6JR^K MDNB-F5XW,KGG,I9955Q"[#@;6)4(7U-KL5@_CV80%KM.
<(VSO'ZA>LKUXILT MBE6U<%5NCW\BQQ,_G,JL6 \1R^6RX?.RD&,NRNA&7$!65?'1UQ=YHX&5ZGR? M%FJA%YL41++ >T?=CLS+I^MR>E.>5%
[8LU@^=KZ@K!BIQQ6&N68CUSIW@D!& MQO)[=!,"]:E>U:QB[:QU#U%43^V=5PY4BB,"W%+M2$++ZM")!1K7EB4UONZV3 ;
ML[E>S%5:/;VFF*FQ7,C4X*)?$\=S"YV\N N"*@A>Q,[E>J;S=13>62C%:>2D M2IP'.7]'Q"6!UPRUMIAGL>O7:^)Z,^^#E5-+93HP[?
5+_)#KY'&GGL)K'JTL M_+BV5K$ W.:&S\=9V@?,L2K@Z%/I.(^88L6M.H[#@6X.<.\EH[7-L(SE_G.L M5S=I3$@:Q\6^*W7=/JNHD"_C^\+>:;9VVCH-
W7%@MPWTT9Z^!+7-9J&D;G&+ MTDL9YU;?TTT0,_2FW]'T,A3/+TO4YF5U%C;:N4FHFG,4I-906^^LDQ1_0^L]
M.V#_>18U#F"O@H(_%]&O&HW,3UE+0$Y/#Z1T,TN/+45#J2^;8UEO%V[+$ Z- M_+Q8."\GH3J6L]T5ZOXPJNTA*2<@OE(24(#YGE6
NP,=D9;LY<+1XGF!5<>J M@)<6Y.OU@J7#R:#0/?,FY)-\Y 2QDS5UT*T8YETX7]N]XEZ7S1MK=O.5[C+#M4[J69J MO\@D88\7T44S$#W5C@]?
_\Y:/[*\^PXWVI3*]T9_TH]>6-/,VMVQ?-QO]8E^01]IDKAMW M[5CKNK#RT>QUJUGPRCPZ3&7VZ;-!HR^2;YY%UGJ)>?DY"@/Z^T"
[X0%.QP^<7+@OGU\PD M8B!,Z(/\F*NZ:[E"^K'4C=+4B\B&^"=!%>$$(=X7J5O@!N)GFC39+Y?_7-[[MT=JE>JU=NFCMO3<'CY]ZPU^E?
5&OU=%/'Q;F'O.I=]XLDF MYUEG3#[872YVDW<*)"MTT>0C9,2^%R<. ^>&(-WW?N?[;-HG=)MTD7>BG5U5
ML96;LJM3R"R]4%_#S[<1MJ:5RAK%J_JUW^?=_.BE^>T8?QBGOCY^%CNNS]I[M&VMO _@=*^W;S\/:%)[[XROO.U_ -@^AO(]>P=$$1--
D"X$LDD2AM3KHT >^ M^O<".]2LZ9'OS>]_%)[@?_CYW]FOX8=Q2LLZE)7ZV.IH+1^RV;"XO;NATY'X MU8E^)_WZXL6_[^#V.!+P[
FI/V:^6/&%DXR9)/4]69Q.Q]U_ZY;A!)5AK!T" MN<]<)X-'Q*>X>!-6:(BLSAG=ZY@L_;O0O^-#QJ)#4D>A?>#>MO3PA\BY_^^; MZ(>_?>-
@A%]"YW%7X/GMS^I:@W;I2&W1>0_J]1Z61\EMBK^O<\@N,T7OS(R^ M_SL-)$_ $C?2B>:L)PM >LISS,\K?GW]]/,7+1*ZDZ_09)U%!%IFXXUBMV5V
M[/8;0UD/@ANQZZZC? MYP:'%HZX/O/I@7JMWQ M(]U_5]J_:IGLF+;F0,?LOEVV2+D#\].R46SVHQMUMNMHM1:.L5N8B,8HZ* MZ[681K ?
>:+@;+U7#>@?46;ZY2R(>:[4-S(8C(B^OS^EW@VSUVWG"MYND#XN MZ??SJJN>4@VS>8Y>0$:^\HROS)97.]8]SI4>>[0!\4%!W]
[E.JW>,G&F*LQV MH*(!AU*R:*>!BC+1,6],GJ*#G-[OZ!G3NQNFQ:OB[Z6^]U.WT#P!]G[ILQ - MSW>+!)P7_<;;K$VW"G54$$,6'S_X@7ZO)
[BX@>Z@:E:N:IU-5>ULCOL_9S'2.(R3E?!Y>FD4IK>C8BJ$TOQ(MJJ"J+*9_'HKES4;0T8H1*VFHT3TSD6I$]6,J,>-?Y/*/-H[M-1G35
MCKFJT%4*/7ZZ<_QTEEHU=^_D+!.+!#LWJ.=,*IW#I$S/@1-%'I_(TL1X](+?
MF%M8'%;D<7A$4D@A>S_RY)!V=3E(U0GUTW#H#93IZA:^_WGF+Z1)[5K_94E1QQCHX[8(?R*YMBS_.+F;?OJ5CP/R RS;\;'7&
MLY1ZA$J\WNSBEE_Y%)G-OQ=>?WHM("0(_SS//T_3XC+#5 M4K*(UH7ET$8=IS=LT#R^,&I=L5E$4+C-/ &N6\N7%!(([NF9ZMD1X'1 M$COAI-+
(4P>B4) A$M[GF8TN$4D;3!Q2%*FQ9NN?RT\Y6TDMSC*/@>7[^5V7 M\H0'1.5\&_G$F7ISXNO "2+EN6TH'P@]V81F71QYD9L[Z1BDUKE)_O#3/2]
MG*X96JGLV<+-8I33M7#'F8-1(>/7>/+B<^4!8[NQ$0)3_1"8'D)@3CD$9NSOGA=&WPM&2@4NS,7' MWW[^].77=]\^?OKM&$EK<\^
]=TGX\7_GB4?L=_]Z'X!BP.N:5+'=PI\GE/E M[*YZOBW%W,Y,6S+EE;-.\TIXA9#8I6A10N&>;2B>972I\Y3^>CD4\J=RC.HF\S1Z2>;!B10:+>S2:5
MIU*:(CF4[$)\W%X_C*O.T34Q_IWO\)DBYZB(M$46=#CE:TCMFUFY MF=,7>_F(;,[S8%H\=7Z@C-DV(&"0=#J^JBE[U!M<]IXHN+M2L,)&[.Z,*W+E
MZN W#F=W^T9;0,S>F'_P\3-0;MFO,KKS!APY^S$8F$J'G,*=$'MCU;^''E.# MMYBA=%7FV^W\)=D-6'Z3%="I,4EYHYHY_)8W:SLUL_9.[[2T53?
OLU*;\3R MEM^YZ_W34I7(.)V023XG6,?L[G8K=4B;8H'<&6T=]\Z+YYY9/QFI.\FJB HQ044UC*2.Y@J%?)#1P(MU/I'. M;13A1
&I0D#UDX0CI;*1,\BD3SU=L&,F._FUZ3\M!LD.NTT8BWFD>QXA8D?& M>"(3F=>+4\^9XJ/VSF<+=T,9/_9;8[9^=K $;JP3)I6?U%'%[L*8)3;#\(&R
ML+B:T@*-AL)C3VL8_3X?.U^$5QS;U64%/!WT$=(8]T[D:N=J-A%#J(S+U'=7 M8N")@S+BFB"TU0QVEN\7H-W9P=T[OJ:)!Y%W,]_I9SN[KASQK\#C?
5F9S?$Z M:/-B!5@^K8J#=O*"A%H0E&+]1Q<"5,Z_WZ5()Z+#\4_Z-DEGM^;HQX*HTV6_ MW8?S=W'%L.)-PYIIZ.J#A;'D Q^[Z&UJJ'R 6U5^(-
(YF[=1>)^,CFRLV]_3 M()*W! YDHKG?21UE_%V7P?P>ZPNQHQOPMDER,)^D^,J39++^Q/,\NF$_+=X< MLMS]2Q<#RH[>F][$/Q.5?
JQB(N6P,8Y3/N*FT8!VP@+SBK2K;_S7Z204? K$ MN_26@$_TU=G),M:>O_X>TL:JHRKX%H//;$Y*)H^^H2W&;O.5HRYN17MMD*IS
M&3T7CQQ=3XM_..8H2ZZ0RWNR*M\2S,L<<$PJ9^'P_;E2*][8Z3M'AW"J\I:- M>:BN"D!35\$_')?F63Y>K3KR)L]J)YZ=V1
M'(=W,J]BJW/!C;;LTM:7#FT=\D M72^/*O,C.%"(+3,\,;2NJV02_OUQ7[EKF;UEYO%#J9+-Z;
[G'N'#_4KAU8:3AU_S,KUFLN4U3X*CWI>RSFIG@Q7W7OJ.@[TXGY[.OT39#(9GR?KZW,+NI'#L M#<3 BP;IF%.>E.?1N7,\OU"]?
EXR582J^%4:9/6Q>4D+O]9Q;K$F_(Q?^H?9 M)+2ALTCTO\8+,F!DY$AS^,+]>=PH[G+C(KA2U0FJ: M>
[&."%0%U%4]=LLD@W<4IC&1^^U%4+E5CIJ8I/F13%/^B*1[=IT1,9!H5O"-G
M=VG\6QC(8^<<\6G\>^P,93+]/H^'/KZ\MDSQ*SL*OM+4CBZKM,T7;J>]O>5P-OC G_;%)_XP'-TT!#F]TL(;X%CG*&?
I%Z2H=HT;>1)^M/X>T07B;9IE6DU2[44:%R^3!',JA MG$XRMPSGY,G;U,^=LLMGUG52_NQ,:''>PU40!K^E8TGG2:7-/W_O-AJRXW2;
ME_:P:5^V>C>#RUZ_T;EL-617-CIMUQW:KU1@"1'KBQS^^.K]]Y;=NFGUW?;E M0#;IEY;C7O9O.C>7LB?[0W?
@#)L=>B9PQC0O.7"O,C'X%KDYN_D.^)T;TH', M_=EW;E\)K30$+P^T'7L/TKU,HE0>D"&.GLU,#A=H]:*\@IU@)+^R\C(-2C(-
MFF0$7$Y9U3$7>9Y9?AXV! ?JF+,,U06]X]8N__+@&A'2NSY%)5F,B)G@@S.*;A7:ZT[-J*N$R3H/-= M/HR\&^+_T8V!CBE^.KHAD!%C!Q?34;M?
[R!HJK7WNM@=9?]GICC/@"USFC#_ M_)).;&&:0?VU'LIJ-,S&F_P!;D'K3&)Y%ZR7@R.YQP MG1OM8;_*G\]^M-"D70W7->TWQ3-
#MDI]:/CAD8>L[1_I6V;ON:?R/NG%M62G M'5;1&V?P^VT4IH%[FK*WW$X@_62_8J&99"CG5MLJ7&]'36
MFB1"W1BMD[0UTMPK.2NQ)!7>K#**5MKB">O$5OB;BC1:.$(F[DLE0V3BV&CN M629>8J1O?4V]"67T)%HW3G* MOKO;1KN)-&*E-
5WI$]N_,@Z/K"=[-5!+Q>^F95K_JS19JL^ZM]VW#KAF1XPB M]AI-XN!2/C2M[Y8Y2L:/$X.E>HF@-3G-(JY M0P-[*PJETEH73J%4FOK7=J72,K?
7PON_ZBLMT6S8N4OFJQ/=.(&,+S\]^'*: MO\5N-.SYD=+!%HN-!RO%%GO8+=;&%ENI-:]LL78EM]C5PIW88K'%8J6GLE)L ML65ML39.L15;\](6:]?
R%&OU5).)]^9L,[2:[<:S.V:_T<&.>71TQ4I/;Z78 M,L>I'NWL(%C.:%M_-\NDB.9!#S"?EC, C'4ES\$L;Q6W[Z[LF'57CY*/2Y3E5>/%27:J-GGWYT
M7EA#>;4O[FB:FQ=$-T3BW-YRC9!8W/@T"1VU3Q)4J!K"K'5EXG@^A]<[BT7M M85E@O\5*85D;.B
+13/7!II:DNSAWK@HSSQB0\II.WJ\R"\V.R/:RW3VYO M]">_?3'?9JDR@)7GO91_,=3)A925GH=G63VLHR=Y42TEV2&%3/@+CMFHV>_
MF550V*SZ[I&*[^Z2D/6_E'#JQC LAVA95_F2%.T&2E*<WJ/133BKF M[O+'K3_T]>,_?GOW[>AII__Z\M/74A*>CU57?:?^, 4?O"[:K"KAS@[@&\6-
MZ0>YF+XJ3LUU%MQ4U6U.X[QVM.YWFK5 SI+9V69)N(/3R/&'NH5:UL8YSW;G M'2<-N)(UOV]>M!>YP57-#6[;IKU#=G#3;+:V?
ZK5,EO//H;CZ=Y=P#0,?_/C M*_O5(^O/TCWK3H*\^=#[K%OB%AF;!Q>Y+/>X[B3?,;$8RSZ=95="G4Z$P!]H MS[\2GP9)6+QG.D-?W-
^G5[NI6&DE"TH_T^V16C_$/XA?G80,\GOQJRD^#3T_ MC*&KU=H#JK_C[U8?8\>]<#'J\&O MT,-*W!*?Y6I/3\DNG@@S?[OU!?;1):#DFR+W8F-
"8I$57&&1=:0+$EU/OU%XD7P 3Y!@M76;IRQ6@(22"))/+QRW_[M[Z^[#WC./&C\"_??/S^PS<(AV[D^>'F+]\\/KQ;/%S_3N'2=^$6,'?H\NG12C/W_Z
M\.G'=Q_O/OT\^KCG_[\PQ___.D/W__PXQ\^_'\?/OSYPP>E6[0_QOYFFZ)O MW>\0]")CAR$. GQ$UW[HA*[O!.A!C'J&;D+W>[0(G0/W1)TCQ,T;T M-
?'^G# F4B?>X/2+L\/)WG'Q7[Y16-D[<2*8@%$__/P#63PG36/_Z9#BZRC> M7>*U_?!1],2N M]RXY/%4/Q?
^8&XK\3MLXUY"L9&XV+S_0N7SZ\.'C^__U^99)BF@<^.$_J^=. MVO_P'O[\Y"18\HO]ZDF0/^0FL4_"%OO&)TP(>6F>+I_!3^_9']6F?LU\B9RG

M1/3D?'%XV'VJHOSIPWO\FN(P|9\"_Z;X9A^!\F[3]_+F25Q-JVUDSS1SN27 M.58/R;N-X^S+#?D?\IM36G"^/1]__OGG]_2OW_S[?T&(?@_^;A_%*6*?Q6WD MT@G6<__>B>6X!W\ZMW'3T3FOB?$OD%AY0>E6;_WPR8AY*;7)*30]9V$D!H8 M_2?=N)5BUFK$I.YD$/|X!_^H';OR7.DW7$$B(.C_>"YDZ;UX(4%K_^86FQ-MP]?8;5%*'^I[*'0)_*MV6_?Q^^H#+RD(?JF7,@$G

M#*.4_@%^)7ZYW_OA.F*_(;^#P_+/<13@%5DI!#\\WM\T7KWO4^']/_N?O0G<4_UV$WE68^NGQAHP7[^A$OD$^42[:-Q?3%!/U;%%%?SMG1.3/V]QZA-&^VVT MAD3#KG_JM.NY,;Y[DX*V4I"]_*^<.(3#37*'XXO)+/G<1WR5\O??(ZQ|[5/KG$J>,'R0],5"88 MT&>?J 70V;H>(?$3!"9"]}S8GCTT'\&BD3HM>'G!*"'4)IA/BL$)T6;<.G MA]IN'M"W?&[?H1_>1+!.''BO/$/G+9+F^'4EO?!LEQ;NF5\\&2?FQIN3)B(.(M,/+H6QC@[=B9S['SXT3'SH]-PO23S6/GQS M6A&?<_PQJ)-,@ M0W_H<"#EQGH[GDSXQKEM=9+M=1"]M'__-/1N$(,_=A$##0AU1\F^[;NPXH(?UM-@H\'"=7_SKXZ;'K25!'H6'W_]1A]]5A_AMB [W)03?3E;RR+W'BQOX>YK-<_M+_?"C*S:K1K;UNSMSS__]. -//Q65!(40;&A&ZFWK.FP=Z$?DJ[M3EH$H<7>Q M'[K^/L#T:A8?4<$4V9M&PU;_H,35= #89'4([M1E@[";71GF30PZB,$7_+)P MJ4^,Z-

UW,6EX'%UV6E9N>5W[ANW]8VE[692%H(;RY-ZVL<,V+EQRD26^_O3-_M-6C8J#^5-DKM_;8O'?:%'$QI[+AI\IN?;B\.24J>'"U#FF:-NS5SZ6]DG30M"R&$)*6W?>NP;I?827#U/O$_U>_+3QI*"\+ZO>'"AUWX)8J\%S\(*O=!_K%A M)SZ6=D+T?-N!+#GMOW@/-Q QLD@2K-$.2HT:JN93:6\R"HB1>-ND#IM$-"CR M&DJ/$!U ;NP]*%)?<%JY5[JV#5OV0VG+!"$61B!(G1'M+GW;O$Z/Z2<(Z[B(ML>>GUX[K!V1NFDM(U[9A\WZL>$P_L?@/1@IEM-[VKM/I",,DE?.JV2_U[PU[M5#9X<$LU[?VV*QVU;_*PQ*&K^X[R+1IVIFR?R'5_VYH.6W./4S^F#_US')*I MI7>.|4VUDJF[9L%5E6T-&!G$Z"

BJ;5JG4^X9)RFUSMR 16_A/4.D4;**_D?D MA^FOY_^DE>X$;->W86/+M@F%,/*9<5#0!G\PI8X$^;?M[O2-!N! N7.(*

MG3!Q7+V!2=NX84/+!@Q."5%22*7UMGL==N_:\>-?G>" EVN9(783)FE\T%MW MF_K4[^4?RD8/((@H13#39YE]"M&W3>VPJ<50GXO;[;M7A*<'_.IEN'K6'HNE1@W;5+;19!00 M(_&V2>/XJN_(3]H77U]:#5M>MJSTEVC;16 ;X$H??Y?*^;ULS MQ'U:LSF%)@W;4S:^B/YO&V3"IU]S49JF#1M6-JZ4_*MO.V?0T5JS@?4]ZO?Q MCV7#2HW3]6U'#7I?:W:TOD?#CI9M+GI/[-N&CNBLJ#USNU!HV/"J4)<.CHLW M&3#IP:C9](8N#;MTY%2Z0M_TSGNT\#PZ3S@[Y2KS M7/JN>4*UM!IVOV,,$9AKY6AY 1% &\2TM/,WEDD6G=ND('Z]*2W+3>F;ZG+ MFF&"*+\%$&-%OUIM\=TA=K=,.A;

[Q/=X8BY5>M>)6%/(WHI>3V8LMNHM]%R^"@&--MA'-T0>OE]8_E>V

M16EE,P1IE'-4I)0ZG+G=5TR4&AZ4J2(^5T3$5DHSG2[*$YOCH{/OS^R<*]KV MV2&7%Y6V%VL_J@UB5S96Z@Y)"QM5]##P

[(D3F\R9$Z&'@[|/^0,H]@@-&4CJC9D(W?CY4>%W_!QW\1F#+$1?^9Z3^B)7RC*Q 9ZD*^0;#* MYMMV B5:B8N,>N?

$[U25Z4V^+,E7#MMX9&&K'*M!\LK&9M.25T1W?I/$;H_+ M:L%H-FX-HM @-1UB%M^L7>,*0G9";,FK!B=K;]PA&D2I,#!O>0"QN4!@

MPMLM:%ODJA3RP50:I*=L9>\L.&_:]SAR0;.-?">0P*8WNSUI?1U'.[+D/I0Y M)-LM['\]#Z,>@S1(57NXLKQ4B=DH**IL/FA-

)H3DC$#LY)S>!&\,M9P[6Y-[M[&+_&=SL7W Z0/6NI5'MQ$F,B;)!>>CLF\28EYA[O'-\B+!Y#!/" M:P(U0.]P3'75T,7+I\!G)IODZG6/W705/=!FQP%2-7C.!LDKF\3;29Z<%U(F MAI29(65]B,T-HD'YI-X$=(X">LE*W-J04S'TW,45_8W/]/^^:*6[G+K.H38M MNC4(3-EQPS/QW@P.(VRP/

[H/R^B)*VUG#=V:MC>']-TJ# MH)4]*,V"EJN;2JW<="YO8C?3FW&TB[%)N+0H%0;OQ3=IZ@%T4>%)<^+X2)ZO M&Y<-#P_WF,H-T_^PK.'ZF3*

(/D&R:H!V-!ZY_@4LC!TV>7IB.0\9);4FX0-_MD;#.+_%6'1NDHNPT4;3B[34^(B!+=H_\$D=)LMC!B0U(*Y[V!VH*D!^1SZP M_^2!CD4"=;

(QVF"UXO2'#V6G23ED.W^3T?D@-B&&4Y!-";ES]HI_?I-%$[+8 M^>CI1*!!9LKVXRJ9>3N+)CF+9&:/^NF![3U,:H.VAU%LD) 6I7P*IT]6H)0[

M0OBP;U)C$I@JVVI-@SJY&4JS07(Z510JR% M#-:;)D3H,ZW3Q\Z#8)2MD?7 M"\K;=30^/EIV"$"#.H'H1*!!$JJ*0FO1T_(G!FWX)@(&1:#ST=="3H-E.V] MM0+Q=C*,4_NLQONE7=^&[2I;9-6::6\;;CZ;2E8IZ|SE[7LW;'IUA+HD_;;K M9G>]L@Y,Y]WO3J5!"JKJ1U56>GN3!|/"?

BMTU!Y7PG"Z]3+SL8:]Q:)9ML_7BJ=JG\^I MJ/F07"7X5DP:B5G#+]^T

Z/:04/EA/(]+.%*%%"0S]@!6MXBST2*8&H&#R\1N$NNQC:%,$0G/O*U@J*H2*F"YRTAQUHEX@.6E>6O1-H$<2 MZ%Q4+\A3)=QO%8F!DCQ\X

81+OM).HMP/MXX00OPO%="#2^U=5'>!-= 893. M>F@G @V"5/.]5!11>=,]39U_*5I5%,OL0QY N+X>?'!!2YBVBW M/Z2TY+5+_GKI!^1?

WM5>=TZ--4R#,)5=.)7"E(_BD/.A=ZB<$8+] 6603XK> ME2YMP^>%KNX>WB30R!&4R<<]WDM<\6@3.[LN!U$+,O42]*GLT&F4H&PHQ,=Z

M$PI#59\ZWTP=230(0IF74E4AZNURE&ED*!%9I@4M:=O-X_%W^2I4YRU<$="=)N4DWF>A L$%"RMZ* M:@E1U%XQ9G6UL3>1,2LR"^\?AP1TB/.,U>7"N

!U)=\@3F770*,XB1D@-H4W M\9I4O#@P*;RP-6'JY\=?,"@%^RU1:6/L]!2T_@,UB%S9_M\HN"YQ_M.J)L3@@F]2.!8TG@^5%\^;?

POP/%3$.M09;*QOKVLD1D11Y==.PW4>DG*H>G M!/_K0);@ZAGWJ;?9B4"#0%246)?4$2/_NU>?X7^>X/$(>Q&$_RRMJ1.[T/,>

MKQ'_4962UZOB??_*CU3,MV_?)/XNWV OWEO:&;D9QP"R/([3\!=]IJGEL[8LXX MRG+XI'-DQIDS'>+=#N^>*<-QWPE4T1IGMEA"-W<,3?B<7J>><:R-Q.3H\ST^$*T_D-'?D].G+7DX@5J=:X+G3B.7MHL>A#'LB\0?\?_0;CY^*=W'S^^ M^_2!1\E1-MS<[B;H3Y&KY04XB@=L9SK-W?

HIW90:2!A:0WLKQ^>[C]VS*U93J MIRSF.^@VC%SJ(!+_!4TY3/WTJ%PO>;[V2?A.4*13[TQG?*YD@)

3&V]*W). ^YJ0I$N>&BWHZLW9VG_I5M%)"K+@%C0GHTMNDM2$]P,RFI MRXD;^WNX0I;KY9Z7]TY:74MMB4S)#XTD @"/[/E%;55^Z/ID^$2-'VQ[_0XE M/B7_7_+KP7BAYN[F#0\D'N%REXW7EL0FI(OMDXY\^IZ"=UX]*"\I.=#X!;HQTD!DVANR$MRC MZPU92V1;"9,(%5V%J]1QZG-

48B%T/SY+7;>\<>R5(0#<>:DE,*S^MLMJZRE8G MHM/N775&2M?MJZ&DJ]>- MEU]?N5?WM?EJZ\-%/8T9O.#Z,-6*U

Q>0.ITLMTWY]24Y+Y6C9:7%=SP7#9XN$#'$Q!<.5TR.R8W9;GEFG(*-M13Q MSI5!\1S]

=H#WD,,!8+\C9S8WC*\D^F%OHL701"Y':3A]QL?:^9_!1U;@ZG MD9O^X]YT'#VUT@M*4G.Y&LXBDR>AL-C%F9>-E^D*OI3$R

MU(S61OQ98MF(7RCGQA@+U6/<$UNU7)B@K26LF\1$-VHU%P.4,A.DK?)>4=?3 MV%1$E:3_-L2TU"QQ6OH5$E+RR M%Q+LE/4;L@QFAIS+6JF)-$356!+5-)YPW08-;W,-/SOI(?,!4><$1QJ/<'T ME\YCZ)$^<*5@3V9K&%FV(2/:\$Q7*+8JNN5R+1J>'V61>F[!|[5>YL>UL6KF

M;J8N%&WZ_LV56!\2/6!Z%C97U)P,];$\#UEJ52+;C,:T&&H&42GM"T$;B%OI M.M@,UL?CG&$M30UJ1-<[S85A"RL>/MI3>3!L5WT MKJ6K9QJ3G$--,LLEKJO\(E1(T\ODWY:5,99H@4M:=O-X_%W^2I4:RU<"V4^VB-WB5JBM7V%U'G\8V0UP?M^)NJ0<7_+GL-M'%T#;VLQ@U5

E,VJ5V?,T<^ M9]YS^A$NTC3VGPXI]3Q$670M0WK,@OOJO-(#]{X8.''UBF/73\AGRVPFY\<; ML%PY@:A%%B<+7F8*\TKD3J"-

>S1'VW9D'@O/++]!FEZ1K;M;9)#LC^_RO"YX MZI+_@*KY[_1P[E7_ME:C&$1R)NDM MRF4K9;=;'&"'VX@0$@QEM(Z'KF&*77

M48S]3<@.55<[^LEFT'\QM_@O1'>"D/M%["'>$'54'(8_2Y9HHZ)KUF&+DF<8KQ("OI2F3B&55^*+?

*0YW&&6SJ4A9AL"S=&Z9I)_T)IRD^OTX]>A6O2VYL&*XZ+2!3;K6 M=K6EHF6X5KVMZS&C+_0NQGO'}X2/@?M_1/&I6IM'3V*6+=_R5{IY+*IL;2,OMD\YB&5-/81O%]2W,,_TTC"]DYXB%(SQ$ MD)!*ME"[PI[6LTU'^D)4Z-4+#IXQC4&I\0MVC/V/_=$/S7Q)'LSZ3ZI{;3+!_MJ)8O_3 ?"&N;'QYR*?

CG>!WE"K901'0:_$6-=> M)...;-%/_B;W6@4HUV12GSF\J<2U7?;%5K6PJ187S6#"AB63[>X@'2@*\X;_ M:H%H>I"..-

I,K&U*J8$:U'S(>A[@F*:K&)_L[%*IE"]IKY*L7TM)\KH19_^^6.#GLRK_)=>^'L&21,@Z-V M,-D1@A+5\",*2P:F>@G!I/4$=N@\]P!%]1E*E

VAYG<(5*PA8B\+IG)#.L3' M=B PQ^A!32HNW ,U@ .!]-F[-.+(Q=BCVNF#0TNX5F^:[LIHW7]F8LR4&OE: M$<&2M:%D?2A9#V9BH2'"LU@'-

%+7PQH;^4K3_$8+-W5\U':QQL@JIO6%CE1C M5&-Z-%SHVT]DA+R(B.:K>5.4_VY/'\PCS#A8DQMA%/M'N^=(WW6MG?2=R S*\64ZAWZS)+:

M+F9-\H'C_2A>)U*;S" MR$*!C.[8MZ67\K6L_VR*\4HARU<"V4^VB-WB5BP(2@=MJPL.<>P$M*SJCKQ?X$*'T'7^2-

$#KQJA.ZL34[["Z].N6W6=01)&!4),>*<#J5E\A[]A"'XAQO\Y*IP--5_"W0T!4]Q\V^+#;$%D%B !&E9R36;K M8QMNAHO=Q 30IDKLE,

MX7TR\V2C]:T'(8N DK0@'7FY@'4DW#1X"[7-#0<=TZ(^-(@;!F(A_N"^N FA MZ-)B0Z0]2?6(^;<76OW$'&U[QB]Z3'&-HF'#]MN:A0?8_Q,?D[OH!

<>0&0CB MKL<(T+8U:KYR&<0S6TS^CVP=^2_^_OA0F*'R!WOX6_B%%XL!QWL1'%TLT M$1%BH[:A[X2 W&;UHF""LCW%AAR5Y#U!T_NO'9?

JU.3)X+.OLA*AN75/7&> ? M O98S259T=BD*:0FD"C23WLG1<A-IX2F;^ +.>Z1-8.!_P=LYD2I4M/ S=T M0V9:5RHSB9MITG%TK;* YPH5PPJ6ZK6+)

["*R:2 6_'5D)!&UH,"&) ^ MA#RBU0)*76WHI7=^S)IP$]OBQ8G)@REQ8[\JP\TH:9N^_6H!T_L$:KQ,"GFN M*AZ[76],YD3N'4;-

<'.A.Q'R'VFCF_,1#!1T%FV@X=N:[K# RRLA= M"WSNWC*4,Z?P=1TATDV,,0=/4(UAL]AJ#GF-Y)&[C&F,/L=76R<4.',3O.Z:YS &>L=U%#_@-

VH!@3E4@1,8.4) MU-C'7K D),+QPQYZ7WQ52XN@CCS/(JNPV*2AUW:9BQZ6 P9^"KK MZC:61F_L9K@,U+,?1R&U(4 QXW7L@*[E0@(M]\;5%

(9JV]>>2%&S_"71$9]I M&% B+]+&LAUM>LXB#D,^O5H$9&1M9X0'4H@+U", <]")AT?7=)B"MJM9!>=\=E[!W2$#6;AP]N0O6OM3)Q+V/'!1^-

A8#?'1^L-V0*17D^'3"_F9 MH_)+S-I$;ZLW0?&4T-U>(GUF1]:$ZFP"{(S'K5F!LZF0FW_ WT6< N?_3"* M_34/Y APA7#3Z" %U">G*\>[5H(

(;1YHX65L)(I*<]$4(\0MFB1=&H=#SHP0D@PE2@DD%SY$ MZUC^A59:>'AQ]HU5VH;1G,<5TN9ZL!V(>,LLWC+"L\Z^4M=CIOEO:JAK=2'9

M_G2LL?RK$U///0A\[>50T=!Z3(2;=$W.M^LHWCD<)ZXADJ&NI\U@'*K"U0$,

MU+>=@;T5E(B.D9D572R#HDEW0PO8LV+;:4%]P=I0*2C%OXYDYBWB%EU"6$) MX;%='Z-3O,4;HORQ]R$,5G49Z=O-XB',< .

{IN)TH3"'7HZXFIKFJI=V")^1E M%^4=%O7:0$,GTWGC$##[&+[XH;=Z:Z SDM(%Z' MEO]ZU=?4;-%A3B"'M3SHV]LS)OB)PP'?Z,N2JTMU2GYM%

L.G/8\@$IHW^<0@ M*O6Y.KZSIO$LSOU;4%&%*ZC%*9JO;Y,%,F'0SUDT,+KY2M5C7;8VOR-,OUG M8J!LP0%'3-+8V^<>'7P 6-609.O$^XF

B%&\$AZZ/DY;!M'THV?PFGGTH1$U> MF)?1X2E='P+N&:SY2O1=#*O(T@9#[WNR>++]"H223?52G.[GA9MK!PM'IYD MK!#N&M[X,,^GP-]

(XPO4F%SY.P"%63^0WR9KYHVHNJ8,$;?1L_PJ'98\H%!7 MEK=5UU&2L4IHK JP($67(',Z<%)W>]AG91%6$=\KYI;_"7F>)WT3;2!$KQKT

M;L*!YXL_5PI4)J=0?) %#!-1P7"Z>F^]IF1T@:,=3E:1QLG4,B&S-RF+EQDM M9%E9P+(^&:E-SSE6FZH)I=3UF$/.-8O 61[2A!S18-72\Z'O,L?

8G,_./Z+X M(G"2YAREKE2LF\)R5B$]$HFV^:QB'_E'/23V44MBS@D;!63UD2I8VQ0M_>GI_G$$=>% 1.7/O8++#6;6:KF%:U\3^2'VBT@P)^; MVDKU)

([5!&]"K,<.COR3244FXK#C.B.J...(VF;JTB4 M#B?Z!3T35MLX.FRV12$H'#X3.>]K[8LU+KA=>M-=&GMIRT29_2/^*Z$;%HATT29=K

M.)E8S:WXV2?2_$!T(*T55-MA)KY^F&$K/S]M.)-T(QYS_$^Y=A#]N0YS0?CJ M@NME^RVH7F"UMO&*AA931^H%?+A<=X-

]%2_$RH(:77K,,E"O20=]UW<6VH^X M:OBQL0R; #Y;=I[CVUC;(1+X9K.J@XH9HT[S,$'9K.F-1T5H8RR28@!*VUX6 M@3'B='N/-TTOTG*[.0K<+

[$^C+.QF[T !>YE6D5JL7,K?C%S*ACF;]'C(654:1%/08QM(0NW)>SW&(

MUWZ:W"3WY.]12,Z@XQT1+K\FVKP7K4DAT+4)&*WZS<5I]L6!G(I:#;.NQSQ1 MP0O!?(]UP7Q72>KOB
:]7"MVHKN8/!OU#X711[;G2E^OL4N.QJM7E\X2/'7+ M$ Y*^#^P=3P[2L\0K1F'X)BZ2D:>OE?*"V)&KJ/$B<052F# X0DT3K#(%,'
M[&7E*'6>>\NSLE\NYORH5'VAU4QJG/U-O69B5%!NMQ49('7%B!88)=&&9"/ M@FZ)&1$2]A4&@W%9=I41]#WO'+_N\"A]5#1R%X=1Y
MEVU7SZZZ9N@G#&'G/B">U..)M^T^D\.@-O6PHJ7U2 <%=>*VP;-6V\6L)0RP
MNL&>#]>6S'\3OUA%UKFEQ4#;QHJQM3:6]OTMW^D"CDOC$*R]W9OZVH=[%V>8 !MK_=>V6<6 M]F9=1=3>N3\J)80J5/-6O2IS]]KS-
(%0"])9D5HR&8::S2;UP>_CA\@F1Q#P"'I.6' M#W]HNCI:]+4HVF277+\JI["RB5%-\>&PVSGQ<;F6(-?<.E5?
BK53UVFCC^=RH=1=9L91!_QVY&%"=*P&YJ #EM^?N1_;!>*U)Z2S59!/44\KHN>?0=V"FKD])[DYG)15RLB74=Q2Q40I_LV(& ?7MK%B?: M5-
NPMLNLE%V?UI 4"FL36^T)S,D4(__E:.OZW^$PD*W.3) ?L71YB!J-"OF7Z77S!+_0O^N=BF[YF(VGIFP#0 M&61HP*]XZ[L &A7%XO$3Q9 51/1&\-
UQ7!B>^G@4D:55 ;;FB,]2Z_[AP\^] MM>ZL[\S@K9M,N$V]YI SR).0&@[VF@XSB/7I4B^DOM/$B4%@*:G)!J)_MEAZ
M0<+3D".HKNA1309Y)QI&C^N"6BRQNNCG"+$U&I'OUM?L\QHNM:S*.!^=!G? MS2#RZJM>URU[VKWKLPEZ-,H"S$BYZYMAT-
1=^6U)3/0AB\OWXZ>GE9^67MN5 M3>;F?D\OG#@^D@6L S]HU]=^#D&K&'==:_L.D^6:2CF_CIACI^%J;M=WXHOM MFCQKG8!]D=?
D=\5ONKZMQ3#'K QY,YA"=6.C-X(2X\=3=D!LJQX0NI8SL%6* M'.'V]2#*/2P>FA2'#P*)Q2L,%O9FMW?\F(56:>/DV_6U: GQ PAN(^>Z^)%,
M+8Z>F4I6^UYKU]:1M N$JNMA+SA=!LQ+HWN%];T> ZX+B9$=KN(+X,E[H;Q9%-GI MX8SM07:VN,4*M&P%[V.-9/?
MLR"'6(MKN[KM#'3$7+F3\R/%9FVO+];WMJ<[MPCR6:U[I=AG?@U7IZI7<-'["C#/RCPG_JS9KH1\M>PA-_@Y0GC^34S/VG2 1 MQTD]5E-]I].M)<
>M[JM-4;>8B!U"I8A6KC"P][Y\3&!U& 6C JO!, \J]. M!A"R&, K0FU!PR8J)]Y$,2_UWE"YL;&C=:?*=11GIE:B)S366V[1<4Q;.57C
M'<"CW6'N4[BLQA=MV='V8:.K0\30=^%3@(STA*8WUY\KG2C-P03*@D^I#EH* M26UO#&U%Q7+T/UGQ]NATM5ULB^O 4CC-
R'QF1S%Z%#5%^2_61)^!4/_KZ% % MV-"MO[TOE '*_H)#'#L!%-ORR#I#RA>UN=27P&S9V7(BA*@\4)\D6=5TID$W M?
QP0=//',0P:]77#KE[)+ZH@MUIUFR.,CCZRM:&3O9=;['@8RJ+46Q)*S6:1 M0'RP[BV/^S;8)$L<=,0J6O8VK!=X_+-7O=^2Z_$=KE,.F[S\#8,Q"-
K+59 MR-0X-K7$7+S[32CJ0)+=K,GN:.YG(P69_^>6+/2GBG@ ?=NQ;J NU\Y<[AK5 M"!UZG:-
%6G>WQN!OL0^>EO5R+Q>1YRX%GW'AI+J$*E+8N]K7^=#;]S4\91G;#V\2L2Z9F:9VRFW[
MSD0QK<++4D"R6FFG333L/::'%3RK!1DP0]MB'!P+]&5YPMAC\^D:2=&5RBS- M*A__*FW627K.X>\#FW982IR3Z!G@%#B,.%Q$BS9$?-
<,W:A\^@):%"GP(P^ MK/5:.>U-^74]QDR"47/#VZ>_5/:R[SGA-F..0=+D-"FTMBRWNM*;A1(\1KC\\''=/45#Q",G_W7KV MN6)G:HJ)J.UBC9%?
G9A&R=%#09\ 6&IF]PF>LW74O;3S#8U^4/?8WST=X@26 MA:8#L-21*ON3MJGA";E1"-XL*EN@B9(7+C\XHT+E)_VET8?*:*@(U1CXJOF$
M/N$KV.A#Q7JTCL0,R&K#_X_(#]-?R1\/I831KKWGE\5Q?FQ IVO3TYYMYO/5 MHC[>/&M@%X&N2VWAF@[S,UVP'Q,!G=\9*KS4?
SY'0%:NI#;7J:G;K""LI4Y9 M 0 E,Q>X1^\FK%"8=.:(4<:R&(M57;^T0<%L[#8#E['V0&\':YS[6LL;K?^L+?DTA*)U1_"1G$N/ MH4NDV_'#E?-
Z%S$XLJ2Z&GGG[N/DLU%GF>\$,F 7DJ+=%)X-]_C9AYLUR8K= M=,AH&T;8GE.2UD=274 ZYV.YX0R.9Q%>0A](MQ' 8>>=(B2IR'VG]O$^0ZA
M:%'+9.$&W2R33;TFQ<&57\LO&-(A]EO?=0)-%6Y]VUD!5Y9PULE8->4Q6_:W MF^79I,D5&EF;[".D_L@S5C/90B.[\ K-
]0D*K2S7'VI\CI>:65140K"EY:+F M;\!Q1Z\OB 72/;_;])S!Y5>!!9N<'Y5_M7NCM"0SJX]G3K\'"4=/!K-\QRWPGKSA N_>]9?
@K!G]G5<9\NS[S<[HUXHZUZ6D1VE&M M1^U#O2IA2E'*5-<\ #H0L!FU*,K>J3ENY.< 5R2[:3=,']AHAOQ$^LHMWC@!
M3RLJ;VQ5BUG5$&E2H^O[6,:-R]>HZ6.4Z4YG+@B-M<[]ZK:36OL^.Z]0 Z1R MFN6_6_=PZ'+5&CP;VFYF/1K9^]T)X"WWL,7P)I
U8+AW=14QXURS)V,80:N! MK0EB6 MZ\>$95WK(H=J^YC%TW;B#4Y9U@G+L8D.*7_&57R+M],4Q8.$%4\>T'&TNP14HZSH?;79[Z^U58J, MD;?
_GN%&,6;M$+_\JT]._-C=U@,M=:-AV2%7;XO*MYE;ZGL%O*8N^J0] 7N/ M,3C^SXM)A N QMVPJM7'K D_H!)+5LZK M?#7+IX-2F:(!7<,0T4GQ9J[] ,
<<5[7X2M2UFI^]M4&':^XWHU0K XXXP\3M MO9#BC1-R"RE4J8X"WQ.*^!V9&B0?,0@ Z?65GN"D?8JQ\6%,0V9JD;FX!1E^ M486GT+G[1$H!<;1-
3_R+;03G-3J(=>>J8G"!+XPH1"PBE^90 ML'M2>:QHTCP-$;6G4E9N4JT%O+;+/-T6CZ''01"P=_7J@H>\#NNE'ZV9:1G7N-Z M!"5=:^NI4M=1C/U-
R,3'9:L=T,]" '8T)%.U(& 8L4R3U\KSGIQ JWJU[GJZ
MB/1$#XYI$8C:K\OH(),^C^_QA@*OAZDF@+.RV2P".LWAH5T(F'T6"F:K4ON2U&)I)]U?)0A["G.!]!WEVL&A>=0C!&6 M7Z)3F_4=3BH7]\J)@R--
GZWQB ^F.QNW9=/GJF]O-DX%QQ 0D^'8:!V#NI8S MT1(_0] E%-XHVU9:=)CTHKW:X7@#54_BZ"7=PKGLA'I[='7KT2"2"OH:1+-[M&.^J,8^J7-
N]:=G[-*G1Z3-.MY&7%6&#YY^*=]249-F5BCTD];R>(^X/>LHD MRT.:P/E)!(X")6N8[49C%CJB-+0TYD@V]9I)%)5BCU"K0M5+:2<2,TBBU'Q5
MMWZ(;U*\TZ;EMB=@\4&ZYVN>@Y2KB8FLZS$SLS=+?$ASMFK%$9Y(38X'T6FZ
MR,]/]X";:G2;+S]1*9.=KHL#$>48O.GZAYZVQ_S0[*D/[5<;V=P#%V,O@<>PB,)H5<.UL9]1;12"B:*$?)5WLESL>11Z M?
\7>AH7N4XQC4=2Z0@7M2& 6VHFP/]272ZSK,3/UF9E7>'P!YG_=;;3[G3L MAS'>A'NB[-[B9QQ\K'5NUO4P^O6 Y-\%!WUV=Z&!U>=[Z\AT36-
[P9U*/B/4 M%,X'F^BB/>L[S4F#XU44B,IPXY&/T%]3M.Y"C;Q0#3D@?SOLL,=]I:SE74P4 M5E_X4X4[M7:-[,S%\!?(4G&R!/-[#"AZY)U,AU/!
<'$J"ODN0YJQ6/G!#J$W M!_RDVG#N: Z]&-8WQ8>YT+C&=39N2,W/Z35-UP0-1UF MH=^5,I29>]$#JUD6\-?%(%5/R' E
#":NRFM*,A>,=5Z:D/C:8(5E+00%DN? MF:2[!"[4D;%?Y::UYE37P^RUQVTJM;@Y13-.AXXVLV,R+*=*.J=$]/LR+H, MQ-;=32LA[#.$>!-
A,:EY$^A;6PP^YG'GM3AY^4;SLV\U^7E;=)R!&5[HV341 M]N?'S\X_HO@B<)+&6!0#A*V&XL1X"SA[H@HJ^<27:W+$#DA?&4IU+A@GM=]J M5=-
Q<,1Y'%Y"LUK8!Z9^6V1ISX\93O$BQDY[*/'!M"=/>F/N66V$@=+$GABQ M)R +8H*"KZTSFMKTM'=8.,D6_@^DX]D)F+X.B=H0_PE_H#
+ZB^4EDSM+(>I M\^08@:,)-=1866;=V3+M)&Q'^,I8OR)T2E.YDW:]9Q-!UA2/HFMN]L3-UY\'
M+88^P(^U1VESI_F!^X!7J39LI$U/BP]'IBAD1D3M>['4R-")A$4P\W!#5(@=^+0 7+T6 MMKRBZ5R,B$V'N+:Y3;];JX6$],_
M5'2M#:,@.*3)9H7=;1@%T89!Z-5 (=0TGPI7$FH3D5?"1>158DFJ?[::XR%> MFI!XM27G//S,7#'TX*_']6K1V2(R(PG95HE:SW!A# AFYS -FO]W16-
)RM MCU#QU&E]G].,.:<#5V1&D@>.BQ>A4Q)-'@W=Q/1D9;Q9V"3B::7BB"N;>)D%&T]&>IYF&+,F02R*+$,@$ M'WX(=<49<$ J5#SP2Y Y''.-
=TT4=.;H%*,T)Y(';PE-(*[;13J@SU+30S;C#R\V[/UJ,G-KVQFSV5,;G4/ MTB_(=\K+DY-;_.H57I_88Z& N_U![',QI$YGU3%.WNA._2]H=Q'%^X@]G[7/
M'$W#R;*&N*:5T[TT1X]J!AEX\K=1O>^M\&WMQ?:]:QH-&)&7!Z3B]ZW1,%Z MW-/##,RU9:M=3R)6L7%\";.6J\+9=!QJF%=,*'+S+ R8M?X*?J7F?
S$H< ME'7Y6[TH6=NY54SUVR.-#*"X&)KMJ6AHUILP $#^!.#B)>S(^5$M&TO-J6#! MJ@D$;M75HF6)^9EXL U]1I3OAJ;6UI/SB.YETD]?:D
MADX6A>P9!]$>>]+2>Z1E:*L/XK:][.7'Y$OH+I\@0!"L52*)YSJ**X/7=!DS MO>D91SS*Q9W)"T^I;U%Y:;;I9S&DB!I.$G";8:AH">XO)EI:?
U2WOO8."7I- MEC->P6%55?.";07A0:F D=G.1)ZL[G 99["9P%[+=!TGQ=3ZH$>[Z$' 8BH? M.TO$D[A6VC6-9Y VS^*;?_,]
(G.T#@AS*\A$PZM7LOBA$XBW:G)^)!\N&,,I M3B&.GWWR%;?/IC<]GG67A7$8L,P?,SD"F3KTQ&&0]"CS&2L09%\3!UEJ.F8(MPT-T("H$?
65<^,]^<(>)<*9'6A>=7%I!@#?8^]6/ FXA6Y2>\8:(&L=>$7B5 M.>SW6OR5NA[3!OH6LG/! >7L,A!AYJ,K(OETZ6G19=\NC LBN%8OD=:#WXW*
M5W&*5@1VZNN!3S#P#&[W@>;]6J@4LX-,8[8DLK[:1H?$(;KS"]GCXS69;
M91T9TRXK!GEU$_[/@Q,3U2@X7CA[>G,LP\)A5H3WZD%@!B(KJG[1N2U?0J(" M;OT]9#5=/2SO,H-WTDXX.Y*S;BV4[G5V[C0;#"LZS#
(H6PF@YN;HCOB2@RE/ MJJ)\)A/>'7:59TOY[[-!;"E$?W3#;]%TGD-ABMK7>;G=5Z$/\1!V)6A]BO=D M>=!IGP8-977*O\48JH16Q'XQ?&YO,%_R:
MDO=@0-Z"49ANM< &??6K;\U M8?CL>UZ K\B2UJKXI686<2&KW##,; /*G?3'9&VJ?3H&"!H.8>!?
^Y#E;C2F17XKUAY5TELKG,XM.DUJW[C'SWY"_2AW1.^/F?9?@_TB MWEE:0^1 @F9Q#3I9>9L0,890L^<'\!-GLXGQAGO+>&C,;4,>3V,W^\<)MXI<
MTJI+3,R:3H^J+B-F'.JL%G4M+=[Y(;G1TF-#U8Y2,WN6/"?Q$XAER95!.]9C ML7?L?"*>KY:&@H%$S0(>N.X5F4"(,7R+MX$>>D37TKIK-9=:
(5_S'5,R;9X=.0]9B%BX-.NCT"MZS$O&-MZJU)MESEX&NM2Q4K-+%IGA86%/3L:;A%M M\UF(3B'+HQWH6ZO>UN-AHG7-)7!] /-
)Q5506REJE"$LZLNEP#,*:[$,065P MBR$*U*"KU:%[D+*(*P'Q+3$/CB<;<^ZX_PRB3>TMT-!ITI?L%R)3VP6YDGS7 MT;Y.*QJ9A563_GTUP%G-
)J47)O96T2-4M:N.@6ZNS#;&,'/+H-3)G*;U'#*. ME0JZUS'%ZW:/-4A_;7K.$6J@1AW1];#&QA?\HJ(;1R'YT66(-2]3L#)_1YHLUP_DM\F:.0B;UL;@ $9/
M9XD'FNG-PB9T?ERNUT1#H39*)\ U@#Y]J(R !\VC7?@0]6';33VLZZ5MRN+F MJN*VRR3H07.LQ $:Z__#8F;[I9,)>+6?
U66ZA,'VI.QMJ>_87@!86]!YNAL ML/A<>-'O)B=)7RJF'0?R/5=GQ:UN-X.OJ5@B5DF./3_R/[9/LNU&;19O^*SH MF;2PU54 A#3A,($/[-
;76BW,T9]1Y%5CD<_:+K./H1L8,V?8/01/?&;QJH&? M+#A/+7L:G>[-@[#^)W5(!R)3C+<-?G9CF3P#"BR["JW5WLV@0 M9-T$#OZUXS(-
@JNV7$.U.3SY.](AM?,8/(616S]E43=:WMW41: MO*=?'#^$Q(]S3+YJK$>3ZD+!9G9(BSJ"],FOSQ5I3>'DC)EUYI)A-.=@=:\$ MZVSX4%MW_RHR%?
5!*:9'L:>WYJ[&&J=+14.;EO@H>";REI]4_9;79]IS)=@ MVZ9%3GI;+C44+)ZL:55^*#?D=$A%[4'(MC6H');]Z5/J;_O:E_G MAFO;T[YPW83[0YK<
C#U#[77:UV/F01J%3RT,MJ#_A%2676FM\YDQO/MMDG> M;]G)GH7W\)30TR:]>J;&M2:_KK:]W?Q=\ G@,*%'C/82:=-CI(A.>OJ! RI8+E>'N)J M2-
KJMW0/.B.=Q#*\1O%(YD/A^X;3#Z-L[X05&CE1@"^CPU.Z/@3EN)V&@[<3 M#?-Q,7FT3X!YEB
6X"X$WR&YXLYO5I<+7=1,%Q+V=!VHZDZ17D"9A"Q0G8I3 M;E@U:>B$7G/[TX<,/[^'/[RG!;_Y=$D)_U*(TOJ___8^&W2>TX?B]/C6 M)@_Y8 3P2?
3< B"$,DKH;T!K].F7?:?E@Z,G0X(T^E80_P[Y(1+T43; 23'Y M,V,R!(-[''9DTS%DS$%KR; EV5FJIY[!$004$%_8W1&%[AATU:_=SGWL:;, MO6#E2
(9#0.(I31?!JH9NE"@C:K$R4UXE:0^:+K>1>#XNV0)8:'@D7W&R9*H M6RMR(R40=#ED =B@*%HC9CQ.X//"8F#DTI%1%)-?B[%1%!
(1I5/^/:T:EW8Q M+03S0F)B*)L96D6(SPWQU5VN$9\>.9R1G"!B,T3+&&5S1#!))&?Y>UIACU=D M8LGRV4J_P$J[8J6=;*732 @B\OO(,:QT*F;
[_9A+G9686Z[/H] KE"=6HJH2 M<=%X6<%IZBD?N)K9#&"1GL@L%)L(C@B(R.^/!('1_)":!L!HA.X2M;H=R=:5"2ICC>% 4-PA6S M^"9RI-%C@2S=
(SD58G"D,J/&H#<$# (Z'!^%_$AS\>&TXL<0_)$L@X^3KX7_ MPN6H*N:(KD]14! 5N+[8TL"W=)!+X[I MC'KN+@*X8!_\3>@$D)'-O'3D\Y686P-7@ V
Y @H&P+=WEZ<&'-(483$:((MJ)X&+^KF6&*(H0VO*= IQ>2%-$# ^L!&3@I.FAZ"OD)\U"/")#_2',?X@'M. M)3K)J6"2'U7D=$R-
R0OUD0TL#,FN\2&).D'$9HC$%.E%IP\5F> MH6R>ZM_/$)WJ[VS!*YT:E 1YYX2;=^0HW:$@HS[V\K2"H>HI3IPV2!"GCA3R M**-_-O*Q-
2JSZN67,7J@(7?)VB.PH\=1CQ[EHX&_P\Q1)*:. CIW]1NC'E.ETZAZ\PGL M1\T=T/H*6%1? 4A.&;$Y(Y@T@EFS7ZB=?
J_;4'DSW.KE]:PDW6.NG(*FZB3; MZR!Z4:*_)) J6XI\Q-? ;B'X!RD7 M !RDL P)E(&17Q4*GRSXL.C/X&0R,Z]JB/Z.F6)!>%I C&PV&_#WA:7\,B
MI6*1QK=C051=O(^8'9 &35V EA,?AQOGM4&'UT*6-(T:6CG"Z_.7NYPIXXOS$+Y!^=PTHP,07/KN<^ M(LVQ
M2PT^0E@OG2,K5378IOZ4$MU"AH:ZV:CPLQ@6/8EOUG..\+PC(X]L=I]@+:0] M/A\>JXR&E.&0/+?(@(B->/)+H!Y1*J]I[$"FO++=XSK@]94/)?
*?/DN<]1GL MB8%LY!42C:UG7KVZ5\M]36XFZ>EC>31^ISG-@G-?>PJ")PV>$ M$:5\4FSE0J 9$^D43"C9<8,\RXP.HH1&]R8;FWSNC:MP8$'QKT!I-
&E5S,A/ M8JH8EU'-ZV:*UTR'@I6BV.X0[CY]^/2GKX.K[.5&!GM'1T/9<,RZ?89$$1:D MCGR&8% $HXZ^%AD,H_SQKSZ.G=C='BGHR8!D.*"
(F"==TJ3NE"^+7R?*C!N' M/U5BZY@<-^8PP!OL_>I' 0^$N':"!//H63&QR 6W%WD01I&.PF8\B+?(:Y7D%N^"HP3VB0 #V'HX)I/4:$=&,*DH8V5'E
MT1 3TN(N)_)32)MAIC(6]6+G(RN#$O/4-G-BKT63E:S'C3R-55XLN%F;Q?* M1-
14ZEB;4%FUO(*YQ\AAMW/B(PT\E#F#V=6:P!_:+B1D@''<498*A@!:PZ7G MQ53ZOZ*EJ\EBOT:I4C5#+N[0AX\RVAG*9X>Q9<4B[?
U[$2^K2XS%;H\T%D M2,_7P?HSCI^BSLR/;R02E<63FW"Q7E,P&)P YIWO^4[,#H_(I;\EATH.SJ>W M;4R."38Q.!<6WC-
UF*41RB9QAM1IG*%L(F>T$YT+$I/YJE8J;VXK+9?#EBN! M]3KD"A:C?]!%>?XJ%T7Q0(XC0V>(>C8G>^4J8*6?!BFFV=5[AAC1,T3)HD^3 M63L-
"AI^.I;&#-__D&':$80910G.S[-L:-*:"5/8[,"D:7@XD".R10A.=G::X20/=B&BN#-V1D9P"*G+ GSNAY ^O8T8\B1AI% >
M.;C#%"N!.+XK6)C$HF>.E4*84ID?"RY4")?R/0YZ0-%U6&F$C\-C#D6%FG'1 M<*;@K6@4RH7\YD9!RC!C"B4K\DP#1I=[REX$YRY,:BB8%B/-
(T8C2AS>::D@ M/^JY89(O<2DQ?EC"$B,**1>2[*FPDW]H:39GBDMVQ2]9CI<\R#8-.,#LBO4(MQ1.8O4;3X=309R?EF>PGP(MZ9#(N[OJ?US"?
3!H5:I:SDHXU^H<)KS^?.4<6 M(2"9 AE)RP]B*YQV7\\);.Z,]:O#/OP[DDS]GF+19_2X6 MA,^#7H?&9-$AWCUQQ-EL$$C$@%#_;WD^YG?CQFJ-
P*EP45#2Z)Q##RL<\F0& M3O[4V,N%=&EW$8_+7/;QE>'1H>1:0FL@T6+._8.3\^#F@OP9H@/ S<>'F"A0 M>1Q>BP=,&X;'K[7"+$\R>4B)X?
J"^[YU!54E(RH/"$9(GQAG10)\1U4ZJ@^_.1BU[I"3MLKLH7YN/_.*"7"?^,*055OV3 M@AB0:RD&!!UXN<$_GEA)U9-C+RARIN@3]\!@?J S^@)\-
MH+0:0$S:,A;(*,H#<84$6FBBP+><+#&@Y04(,)V:JH(HV'3 M5@\2.7=+LC/HAJJ1GHFBBF@LW3T6L0S>Y2%F"+1^Y/4#U\@G%S 4ZU@.,'YN

*MEW&&^%ZQJ$.%,F*D./QIWY-++*%PZ!DNS9ZWDN63_9+%'DO?A"L M!E0>%31X8MR$V7"#9E\)([E;<# MBU\+($M*5RT2.&DA:=/,Y0'@;7)((:[)^86]K'1;TC.FIPC/3LDJ9=D2Q$LA MC(N;;H@;H7\S+A1Z(C[I%)C(:>.4YB1P8@Q6F>/'485ED::Q_W1(:6IYE%7-M7*XAYBNK!S/(FBYJNF#ZV]7PWPH29<*0L4**[>4=,/KTX=-/7]ER2.N:'!4) MO$&F-ZH#P[4AU^Q*KIE2=#S.2!SL_7*IH'D/)"N3/)\3E&PBXN[31" (GV4+(M$_D/>$,>G0 >$-6_'98T!245:,_7_*!0GC%FXKL]R$,'3')74F0_16C'>XC A^A15LUQ',28W M(5/>7?7I2+XV^P\&VO8+^1Z@8/8B]A,R:]5N^ 6GR_7*>>TIL2RR(3T[0X(HNIS Y6.0GWQ$%APF M@A%O1$:RFC@7&+2"X";T\,M_X..P,C^<&*+4$"$W^_E75/&9C F:9.WL]Z 8 M!8%R4 PW->\AO)8095\]HSIC/DK>SQ-EH(@_8(&1S.>4I3#"^Y(GB!+]*KJ MCC]B&;R=G =[<(]L&;C>U[P*T;3E+2VM45!VX67C,X.%6!NH3)FKT)2#I;15 M+V_2U=(5S^.3.)(UO&7E98;]3O3?C!B,*5G2', MG#/HM6]AZ#*(2M&S>PW!HHPE(,I-&,6Z*U>OHJ+.J[LETZ(Q6,PJOWA*J-EH@"GFK&2'@8Q0,4'$ MFL!M4/AEO@>;.:JH6@,U#V0Q'LX "UOCCH6_"2;&S[DYB;W)'S2P^K14+58, M9; =<;8=\/<_3U\-2%XR/'S"",- T$1DD)Z_+G2_'39_$<*DX2ET4V]@&Q?2$ M%T?UVY7+064ZB0AA&?]K&KGV];V_V:;+]6/2,PS&2BGX&"8-4GE(!)53+0$_ M=/U%=,0DI=_I9$$Y)],=.11MYLN>"QPJ2^-T!=[53/I7<+)7Q"L\\Y0LIY=%-E M51CD2!6QEL6RD7>Q1@PB$0N,XP(Y.^ MC>FL*:)PV2&W3DH149FIWLXP]HCAA XT,$P??D:#-RK0FJ*!%D1_T2 M#3'!/Q8Y>4ENDFO+$!/J957F9) FI+K5T*.7A[P%_R:KEYP\ (PI/.T@H],4 M.3-C\\-%+N?;U*FTIK=RW!4A9>7R0106)B2[P3R772SVY,W$0U*9SZ3FU!4 MTDR6X2+4ZUVC5/&4$U1>;FR*Z)K&\6>.'3E-]++UW2TX%@\!J&_D:[_% &WD M12\ANL0)Q$B>'_Q@2LUNADL>]%[M&W6U:=_NJE.9)ZQ).],E+D9*94N^EDN> MR"7WV9+31!4W$W! <6/*Z"HNC!R0P>PH$,XL$%C\\$&V&JU9D8N=X'<58H@SA MY.HUC9TH]@C'\9%F&=.J4&%*EBA02ID.J]](S3Q/=&P!$PM 4A-AC$X6[S$U%UO\=']4 DH\'*7B,Q&3F]B$S+H.N$&H) M[D#D!L3H@X"4X2%M3_RU3U^]D4"[UT,6<\\D@Y%\L$.B.O"4AGR27QUU]4 R-WJK+WAOO-/XE[B!!6C02EIS M/3I.F3!ZGD=Q'+V00V!0W3EQ=3,#LP_4B*W)N"K9(&3-%-\FOC61@-Y2D!)1;HR(@.C<38 M9Y5FB&S'^9*|>9:QKF ?-=O;^<6# _,H*6PVNF[,A(1'\20R'(;4:.'&P*))SQ MF.;;SYEE(Z!L" 1CH&R0"6!L1N"UTFVF,!75&[EL%%.15GL.WY+Y(T7D%'<-M P*Y)AOKM#DOO+DI;VK$ 'V8T6)!?&F$XW0T2XC@NUK:GTWW/++RN$$=C MJ5C9>(M07<& I>40]A?>,]QO%%YT-H5%R)%&5/;_I)IT"O@>H"0\/$U<1H+P=FXP+U4V!,D[\NP$@ES-#% MB3&4^U!+^T2WAZ6XTO(KR-F00Q@:G1*+5>CDU1LWD6U$O=UD"$*XZ<5=/A%] MX;HXX-8.FIJLC 3_MO#UF626?WZ+ E<6/D&37!4*J%=OV$2[M8JIG?E('1@J M.O0@AS4GFL\Z/!E6@@(7//64D1R[C@MDU%Q$Y"L?[+)]!O#;R;RJ#X>G!/_K M0 [;*]#BAMHX,W*(TINTU((I7O(!C!89NO9?L4? =D**,\AC1WX8*@EL3^Q=UUKA9NH'36 M*63T!T'T0M|:|%)FE4FIM^V4&*ZJ 3!1VKY1-I3S=]CF37!(GP>. ^T_(+7&" M%7:W811$&Q\GMX%KH+ IT'Z@M)%*_ S=WEZ,F_JJF*MB]G!&']5YQ@++WI!@+ ME)U**G/8+%#Z[8[I)_QM;EE.CY|"G=R)LE"-JRZ7A3H65_%UC@\ K.RHGN$X-I@IH9U!055VUZ5-QJE3(WS# -9/7)ODXG0W-7P/S M+102X,F,9A1E,0[B RQ]W&<":2.T^;]:(Z/;;2+/B"HIF0W@4F]^&X OEZ MHK.>N_+MOX? AKQZ6=UF>W>#D<3$0QU210R"ZK\3K4(.8'[.2_& -W#%W>,.]!(B'FX'AP]P*FOC;K!3Y_Q>36/VM+5J](*A),1M=XV2Z-S>$#CQ> M%KST%Z[^H\S.6%Q0PV9_/OC0]]*+E]N5E>7Z&&U M6%T]S&^6^:HL/KSO*,;1Z.^@+_B%O.1@WH 0&4@A[W'HV_)U<*&QO2ZI66_@DT%E"9Z^W_!*12SIE7",R='Q\3 '.0!5X6;NH_#RF] X"WM"ZY M& *\?_"*.0+_$XICY.-=+H\JU8V8)S&B^T5QK.B-53B MH;; ACSI/8M0YSD@N\LLF/2.49.<7*FID@,&B1.FRX-_WLB@GK!5AM'(Z0YB'*91\H#7_V9<.8U]A M8>)'C,CPAUB#'8144TE;Q#&\E&%&Y\>L"4^I6+R0A_4E3MS8ITC)O>'#"=UW ME#!2!T?*Z* YJ^WX#!'"=PAE2)O$U+E0>)1[@=-#Z$ 1'1'"PIN5?>\H-S+&N M/O_/4$AT1C40_H>S3S_\Q.+@R8]__!%5=VP(A*=T1P_B,+E607Z9^,%=/+<) MX5-B*H<]IQ> 4V(I'\AOD:E;HC5@G*_36U6:$]!CKPFA@4B\?SIU?H3=E YS M5JS:7%]L%,;;C\UJH/6\A[UN0I/Y^,N0LRT7TCVKK'>C^3Q+=3.4(C<)>0(< MXIC,Q ":,P(6B MM/R\6'P7BLD4BBI!E26Q@AL*U35AOI:%U1,/$B5/296EIL5C\>E*@D6%3N8")+64BS8B.N@5]510(SO,!_DT.O5P#G!'EDJALOSE@ M; (&7/1E2Y%?<[7P?0SU[XN*> ^#D'5$O#!5*F%)8#QN#S#$OSVE2Q!,6I\ M@#2, ^EF('$WR!,#^,ZC]+/,,G(CLX."\&7K8%0O+(!-98SD<^9&/)I(VOU6& M_YLCJ>|-G+A#&>#8/D..*)IC[/1C2)3\!U938XV6AP^D;AZ"^:8LTS55^MP%M&Y*IHS$G'_7&Z Y';N<>V^LH?L!I&E#_SW)]C_<<$Z",F,/.<;N3Y2Q M4E*PQ9V3I=&<5PGR; 3/D1!$>+T&K%/"R2%\|2$F)Z24E_TTL.@F6%"!W2KW82(]CSI.V D @1+7$>"7^YR'!E9HD.\AE_/L-^] T:?/GSZZ<1XTSB+ M449WLJB+!=&%/#\X "AT-CQ $0VJ1ZV25=@ZX^!,$Y6>-LU<+F.MCL,Q-8FK M\-F/HY#&1X=$EU['#OB97(C/Y? [P[\X91"J$^>'07R=.CRC72&= 5>RS/")_M#AX5PE7&8QG!BR&U7X(#*GQ? M$24E/0XZ4QF)Z50V;HF[]@%RYY:L4\E<>#LP'5T;^]@8[^@@90/?1'G=8[*= MQUG(\8[FP+M\ND+Z4'J$], HI&A'_2%A&"F4T9H(%,8H+V40?0'|QZB/?W(L M/'"^&RA;L/R 3'X<=(YS2F?@!43E;AA.<@@9XR;^0[#!4#OB_QQ1(!.* (CA03 M$E)L: V2W%\&U$+D=&@ U1$I8_X_0ES0T0DMK(>?N|&UZ<. M3PG^UP'>;<_#\4@S;HB2FQ*5U! G<7SH"G9L@-]^=E[]W6%W'L5Q|$)NH0MG M3_[2.SCW5H?TR\=!04H3JN7 M:' &UA^^"];XMM=ZE6@9 ;+%4+18&9C#89%!Q[2#+X@P>C0*.7 V?0]X00,! MD=G.-N?SFF3*RH->IO9^]L,(1$CI9[^- H_,RD@F,P0C0&!+1+W,(&683&O\MP|$TOQ_RZRZ6?0!>7 [HO70O:+;Y MY!>@"#O$K(G(*;#_U0I /LGA= [4"/[,5"/$&O&:_QQ70%#SI=1),D&]6,/\5 M4'D4;ZB1$-62.; $1H'2,,@I3;JF&=?9=QD0R2+3^//^]@G"D4=F7&?];>9^ M[&]>@Y&;17X.8? 4V"_2D[C0EW/-,<:S1/R8YY.Y/9S]__-#[O|H[../GU W M4O6 WJ-C>1M?U/SE*=?BY/@(>LC%M+49!FI+3)O]XWD^'!M. (C3-^&% ML_R3\B_(URZ; ("Q^8)D_1#\ M$1P-2WYZY/FYJE/0D. !RE-CDE5TH9Q00RW8^<'A],Q"..CX0D>C+W$Q"5#2 MU&E80+"ULVPEY.Z80D#/=$PD22,Y*@+BZ-N' MY? 7]=\K?Z=@(!F<-ILN)F'!U1,X'<:>U27 V9\ ?*S%QRY*S9.&>(6&NHF@%+U6A4)TJQ-4@ M3]G7!B7+ ^++!UM5N'T1'C*D6LGR!.N1;? P]1:%_.C$%4H+#>]\301#B M=|]$3X3ATU=W(-D3:O&8 M_NEGDJO*-"G.VNB79CYKC+/W#V.,&O9F&:W)TKA[RVPTTB2JK0X##L&4RNPGP$J#V! M$A@#>6R0B=*L#+$HK&P.C]WJ^%3:,TD0*T5'WQ@@'\E%= MF/E4CTXU.NG!@=O0=(G[?!06C $WH]T*]2- RK:\FDG#6]U:JSX_)\F*4YMF"E%!EOLV"3HYK0NT2-%>EZN M5UO"&D-[EC7 AN&;L[)''$F:G.:$ZRD!I4?BD7]U^Z^4O8)J;)U-F59R(*\- M'"$,B&L>U_TH#]H958!8$]5(A2$YFW3/'3ZY,=HZIR?3B54Q?]D?]@&$Q,<-Y M$42G"?.QQD)0-7L9K#25>%WZB;/9Q!#Z30- 4N.%]R%LS3Y+57"5BBS8$0O'K2]ICVO@,,:2L'(0@K22 M))(^Z(SF:7!2'9YDG,!#,&2R>!'Q"0M0&CVBZ'/C (=_8J,9= M\SQJ+124;(9H,='[T1ACE3:V D\3,,-#)@S)L,$A6S^ WM50ER@8Z68X+JJ)V8UF13E=POI<#CEZX(1\" MQ"NN]3U[LJP"'GPJZ)T&%SE[]&3%A<)3;UIX"@K139V^]/CP2P3!ZL"1$I<, M6"Z+#0Y='R'@$,K]2\2P+HKY=+/!%(<7,(R\NY;>)?'B1.,[M P MR67AH<3HTF_6XY21PTF/&W8@H]^ID9B($(;$)1H#'\$K%RJX#@^EH,'P++\2 MBW"@41&QH'BBU:5BK)'#++$;A5Y@DU*!_21]L1VP$\AY$W#4/GIX%#< MF ^/E/%1-@$%=(K- 59+G<54QE(]RU4 OJ1&U*8E*ZW8TLZ*,3"QH!*XC)=R MZ5N1HZ'ZC2!_BARJ, Y+#+?UA1/'1]C'2?"22Z\BRH_$#+@X[X!K0%UX:3N MJK!GR;)P8ZTB+J$,.?_(FY.&G- ,)I0T9-^ -K,.Y*U6.*UI*7$ 1'\@*&!'>M%XG@&E"@L'ADP*<[/YDZ]?,(!\A0.YNJ+86&&9X>_ !A+5 M'7- _8YR(2#ZV1Q&KE9@U&_4H.;6MXH>,W")EWBB;.%)G7KSE*>22,@7$IR* MH^?_QK=(EF^$SBQ^;((ZG2>U0Y5P=PN]B%=\$6.N8W8F)ZM(RDH&P[N(").T(U$"T)T*1CDV>KK6HK"[:$N"=$: MG3RT$,J@A93@/54Z1C?MW\489L(_>?'%L]/C8CCX&R=?]\7S.U,%?OOXT]FG M/_W(D-|^? CS[^=//]#'GQ2$^KDUO@Z;6!\MHW82+.0R^265*8+-S\!*A&,XU\S&1Q=QD M'&)1'1FD>%R65(W1MW96.\$]4UE$AL4YU2.Q9A3(IZ@US#]- >KA\P!9Q0RZU_ M/@2IOP_\@;86HG)"T +B=C#D'5A4%?FWB#V\UVC")L#B'/@,SE VAU-, V'1 M!-(T(X[SIU(_8?:*> J"S:IM1#LYS.B7<8WC 6RZ- RG>]?W<&U+:_@;T$1U@ M-!7*P_[?K\B9DAZI2Q>R!9_QI9,ZPX(>&4FDT$1 =.Q01|/1A= YFEX\-W&)@W%RH6-;LLX/V.#FI)&BW7"X^E:P|Z*"'T WIH0XB6$WL) M>MQ[4Y80,\%.SF2DYVG,K_R2WQ;_\^#$9#K!\1[OH|CO<26H(4D,,7HGP$). MC9Z;#R%5OT21]^('P=_;4="9Y.XS-OE<_K8-#NYQ "Y]@+(^KF(G3%C6?W+1 M)VX00:[]\#+3= 1$AT#J&"@;!/UMTO+1H_&$+0+D4.D6G*CZ%' M^(,3%Q+^7*@W2-UM_350BB3!,;WD,&=('0BQD48& (QB7[\K@%P!^^3/RP2\, M.<$C0R/*BE\#G.S:;F6C.MD'S=QBI;)!\Y'@WTF;[7=83==94161>\S3K<1 M>7@^8Y$&.0"!AQ?F8S111G0J=)AQF*LL +E<(QVWH]?WRARWY*PZOUE=+M34 MJ%641V05H=1F//AP6-,A2XEI.M3;"?SWHRZ#>%M)]MYNDK=(D6^92TE18+ M=P(7_CA+4)VNWU,0QD^%2M+E&O1C@"AXP/&S3^[QARCH6T@1"(*%D)*D%F!! M% '5T^$G7T@AQFZ*7,Z;A <^'6[R]R;0/;')Y_]:^5K]GIG.? Q;F),I!%^@ M-?_95R/W,G!,=P(.H+3=39BD,;UL.?XP1+CTO:EHS>V,HD12IB$[HW\]YMC) M^V^? *8]XTGXYM(I>%("-6 BXP7F4%?CIP^?? CH)CH(R,ZS>^T0!]]J%9E#& MK[#!P!%,5*98,]{J7YN(YE"I8@.?=X43%A1#^54_B; 1AA PG;)X!@VP@DR MF8MG,| 93%.X!%^> <^0[:+,*W%!/05.).S2ACV 4/G/VIL-NY\1'X%++]YSV M]#U.1F A (^)Q*ZE;X'G)$9U^]H]A5]ICY;R>XQ"O_32Y2>[)WZ.0O);.=^0& M\OL_=,58H.ZJH]$<.3$>]J&>HA@1B2&_BG7(>^^RQ3B$+I$,!Q!=R$KL(WX0 MDN,@!MT&$NM",."E+SAXQFA'G@K;4>-GU'KMU./C! K0_W)-H? \'UI/_]E[MMRZW<61-]*_@H=<:UUKR'MMUW_,4U^K<)VWE..6JLT\]S&**D)+=%*DFI4RK M?_U!!"X$2)"ZD AUZR|NVQGD@%\ @$XO*%5L!]S9O0V?QA_T>*_[.#F=H0 M"NEZ"0=_^/>S1%C;V Z?2_=)_"9!T:<([J.]W*!-9B(NU)L#U&9X:"N@];6K M@-9-N4E63/^:+K2 ^@=V13]UA9OUX63?C(#V>K&RMV:ULHVJ5C8AE25$=A1) M[JNN$NSK7W"XF_8B()^BHH&22-\|T =5D6REUU"VF\6"_3Q=W'SEE=2 ->V:: MP6T!_@=AP2]1BJ0TK-]L%%A_\2]1Q>8/M'>ODY(=A5'*+K[;]9TL>0*I)O@Y M;FDL7 ?1J#PU.!M[#0,E^XUL/>!A@47VB M3E36'E"TY[GR+9)7UHYHYVE[_^)JA,9K(8V>4$A?R47ES;CO29:#PP+/AP?6I?F._[=O$#-KAFC,1F9#$\(;(7^*/SU&-+O& M;RZ)CD%P3^%V$<<%!&RROTZ+6?YZJI(HB-N$.';3AW_E!0&19X#"PD'G%4I5 MB&G.3>-YI,M53YN=%.')1#;^E_ MLT]C|IKW@?+AW8>? SA2&6%3MO'1,*7BB3"](X@F!-B!4&/-M>WFYDT8XH%/M8_#FU?HTT55^"8@>Q?MV&\UI+U;!AG,-)'H*BQ*2L.$=U[=-M-P|@!.."G+EN;W@PG[-A (,\N,JY=/^0,)!TDPG/-@QL?6,-E%'*5MX\JPO7G3H-5I?3.Z.ZDHE MA|"O:_,E>M.X2H]LKVXQ%KSFVIS.:_FLA!..?.+(H\U+:7IHR>9VDM2BDR(AP)2 MOSB9D?,8F4% U$K86)'XH[$6-B->8P,9?!=YL<*UD1)0V67=D2$4T1 MV1:F=TR(:.[VGFM:LFK(A\D8V]1T2 M)7BZD:I#W6;&;0-\ODAK8?0J"UK5&? >6Q5.5+2HOGDKT)SJ.V$B"TZ(14$CU'_-);34G$-]$1D';IEX*.4.XD^0J(L^&*_A5&H4=!50^&M9K(6 M)\N. [UO0O#0%K,_%TA:,.P$]@6!+AJ[GGU/4\1A855Y0_[?K=8H7)[:FK6/A M-'>?*P5,59@N1"6D>W;I34\S$1O666QI?(R$)/_GQM/M$7_$WIV<*,MF$"R=< MNC H3/AQ"KK.*W_ 0Z2. Z"&ML,DX,D!^)[<5MD8;.NF\XD,&/8!L"4D> M)SL!YQ2IND%4/^!AT1,BNZ(*['R;(V:XP;25]K3CO!EL> 9;=&/Z";]_]^L0 M?L(OX"?_NT]9O1T3K'(SZ/;MPOPO)GTH-PJ?3;2;UK.BV0|1%H@ES]1M%S--MLM?DPC'!Z4N1B^8 Q\-7W2&OM@6D1? 2\16L"@1VIX)D6WN[']P^$QK,L"1U) M_T]_/*5,X\[Q@'B."@I$&JQG Q"R^BY;.3 P;_R8F7DY0EE*2-&Z%MH?A-J> M:B05(C!<-]2^&M$A/CJL3M8J" ((I5AW)BSUBJ+M.6$ ^T(2Y1UE+'V]"ZU)AK MW]+/%#SWTI4$7 VG[MRUVY=RE47"55;(ED0I+S#+.[U-.4,JUFK#&:A;$-H% M,E^X/X2=8M57[$& G9W0&!D$EI3/=,U^_C(2'8(LSS($(L9^]4VM#T$=B*W4#*&_IG%$WLW)Q(DMAXW06-0:ZFS0< MO?_P-$LV)X>#X;M@EGW_X]][IR2M0Z+ M1%"- M>Y-HQA5__;^^P^3GW[Z@_^[?V'7R8___2>\]QQ;MRVG&#G% !.QB>M M#4V3BC;;5!5ISQ4[FSQ%DK=M^V$LX2FQ[\=,Q$>HI_4H6"!XEFURH'\,],%'N;"5L29$'I>G@PJ5UWZ_Y <7>XO3KHEA@<8<9WDEOWL M5$5,661$Q)*(QT>19X'#:E[R"*8JN9 MX3X)8)@,^6VX).K+>A$E!-@91=' MN;0QBZ"RQ+U>/ PPPZ4!Z##*,68RSZ3_VGETS.QXR"/3ZBI\YA40<+?M:530 M*T[(P@I83L&I 6$@+/+.HF$0XMR>1$- L'HL- *%OC=GPEVCS6Y[']KTF:]D[= MTP(+IU/N#1U5 /YTT[+)!*!0^XU]G7"-B6H["5#3F"-WJW645)P M=OB3"ZY]LBLZ&9 ^(95\3, _2Y1&&%N%1RLQXXG=_'*;1'#FL)N7_"OK3Y&_ M<&]/K[@1*1 O7>H?NGAO82-.8)K\RUQJB6#QMH)5*/16G/NZBWQ-B\T.""@V M#"G<*- ;02@98=$*UO(.8>F%@ ^8-%-^% M?P<%N>;6\TU4;(Z">DF7288N.U$NY1QAWV3Q4:#9\QX1/VZ?2O8%L0[(8\KO=E "A*JLBW'9E7%0_GO),:*16$7 G>"D%E 4KRBG<5=*FU3#A?\]XZO7,& M-]92DY9C_(=>:Z7*.&Q4E32+2LY444E94_(N(Z*+P&.@DOH=)X$'.<0M:6#5 M8E3:O!;,Z7*$ZJF: T4U<>N[AL'IES04"-TM0C1YGH*3AH)AAG'7)L)Y9+ 6 MDUX.4YC""+8OQZA ,2"FQN2X+S>]*N&JQ'M+!GZOB[M>,EA+Q=<+: [J^N-L) ML>0!P"O(@;=8_$#[S#R09=5L--Q=;MGIW0,):C3 Z2C6WT:8I18.W3RXR572G M;[_<2/OG:+1JJL?I %-N;;"BEL%R.3*2!N J7SV)VO*?Z3Q?*



*)ME9[,;MW3 L.#8YP0&?E@A[+WM=$M M#ZU1_0 LRTNV*WZ!JR+[&VZX(|\?';"J5RI)Z"V4&;9G1N^X'ND)MI\$8AQ4 M]Z8+\&+7"K$WG ^GR!@=N/1R5(1ZW%W 5A/?#MN)E4]X/8@-IQ[#?&#\|P&O M!0&OTW-]M*L["$A#7C[KTX@6C-ESE$D*4]>WW[T=&'U/$!K_;5X\TLTF1241 M*JQ)YMKFSK?OA2!6$>;#BDBDCL@/RV-!=%^E356EJSMO-EW/!P&HIHQ6G*7M MUY<]KP0!ZX)M!G&28K'BJH-VAOA#WQE]2[C)7I{BS|"LD[$M;%%$HD;.(2]? MN'2;"E0>^&(0<\<]+==,K7[|>+92GHW=9<,>"T(>'I4D+KU[@L?4@\& <'" MAF8&S+:PMISR?A" #XNX[*Q#?82 T=-K.)M2\U.K_RZ(N9%Z7D>"Y'V7I^F8 M]X, K'0*GB0(OH \0V]\B\>W\X5 %IN@[A)_P("_MZ\RX-AS(I6!=G*\E^* M\G+R-_OK.1PA*+AZ/B6#L"I[^T@P,)7M-W00OFBNA1FZZ.CZY.6,E,>.- T M@;8\&,1,M'H'.[?]_6^-/C^U!!Q3X@AGC,;"3#VOQ'$C-5R7+NBE5H>#0+& MO24P[&/T-5EM*YZ9JVC-?F.W^1WS?A" F8+^I;NB])<05-@! A<[C=!#R UB M@ XK;Z/(U,L6O\L XH(8CA,H5EYSJX/_%$&C*^{7;.IB-">*N?!N_#&*V M=$_?OR3+"Z [A04'1&VTV,LE8WLG"&"?Z*;*WSR$EZ\EI.8X(;%I.S4GK7;_ ML=LXCWP|B)EN"?;J[&"VF=W[4A#0S*B)I-[V[-! +F(8\RWA6SSA&WGHMR#M%OEB-2KM?2L(<&;=6*U,#-LH%\E&DMP*'T&)->X4_=2>9TR[AIB2DS^WH->&!W2/5TR_95?F:%_C<.R];$@ MUGV3,/:H9+LC7@\";FU';I@ZM)?N-T;_>D3T^9?L-"6(N;K=L@T+@L>PFNC7EDI6^Y\. HR%Y;8=2^O# M04"Y3LI(<'GBI5MHAJV7G*[G1_]^9/B;O*2PKQM"O%^:D<_M3P8Q*_I!<@]: MO/3Y[3MUC(=#@2*,-RU|%[\=??%4J3"]2E,]NZA MS!3,FW,6C:7\R M"!!?'G\#YNZ,I]D5ZUSP,"%5$\WF"2T/"4\ 04P0\#'[N60]99?ZZWS[M%EL M4^%";OO:6I\?_?O3S&>HPK!QIV $1B-;+C/R+)>)@UX+8KY4>16X)8-AFQ8+ M,,= EY_29*GL9E!*>Y:L@%ML\#P6.=+?S4+3I=E.RTP0,E2UX6I\/ M E!'8-G'Z!]Y<95&Y0XLQR-%! %;VBP- U\+5U3;LT$ N;=$_(KQ_^2(X;;W M@P!\0')5C>S]2TG91>8^65A5XS[R@A@0+*PC:I[M-0:U/AP$E)MMD<=YFD9% M^V6_DP0';M]\A8K(;&FAR0BWR[?* [3^K+&!WVEVQ;0@Q>L;K/HPQTHH2KZY\M%IO.AT>'H@4%/](LR0LLA+0W@+CQ M;!C?F<;BU!DA;'TP" A#7J+KGY/SHF"-!D=?WI\!T'0AR 7T1(;/VW23K-,D MN*

2>(M7)J/G_P>?Q5+CO>5S:(F4)C1D<<==S00" MK-+IXB+.U_;\DJ[G1E]*U_D<\R;^]S8JV!))=[S$2WT5M3P6Q/A+TK7.[!KQ M4!!=;^-H.)#/\(C7@X"K5VE3_H8O62PJM($%>PYARHWL]),$A!%[6K_7&;\(M8E:J$&\[W?A#2#>ZWAQ=T>'7*+8X+N]FUQ>'I#.VW,2.A'W$+]S^D"-C]> M^K-X2=@\LA4-KLO%N^WI(_"8T2?0V?TO*0!4$)TWTQ1%Z$]86;\5+2'6^]X_)B,*I[E MX@N1'P;EY>B "5M^.]9HF2/>'__;LKH-KWDJ\)K/GO-M&67QI)7!V7UB&(YQ M/73+"&*FJQS&+UFA[.JSZ.LES>@BV91WY6?V^SQCV^#N@:W/I"T3Y11!H_] MOF(C]B2O0UX*8G9K+MI/$:1NM6O:'8\'<=VE+7%S'IJBIF]*3?)BET]I@O- M9/=0L)MVRP7*=:-\#,_-8D'G;'>^^3K'#H,#>)K!7@W_ /22Y3R2F?L8!\ M[#INY%EL_D![DFG8Z[R,4EFT.]U")![81G&9;6E<5>NV1I^,VZ4@ID4QQU_N MM')S6#ZM+6!ESRM!P&J]8V1T%/)I *$3G#OA>&IOWI(,"T1R8$$$+0=4+AUPY9(0D0 M4W54W3CPW2"UNH%MZ9%-Q\+HON731*@^RZ/=?SH^O.UU#\EPP<%*]-%OY M@UEN]T3EQ]R*M!P&S4^[K<76D5OUH5QOVO!0'/5$)NHSEMM#ZII>S8((&W[',P.#_ #=O<0"9$/,<--XFX<'+3'[!ME959I"L?T5%300QC M=@_"7-=1]OZ8]\,/?6/GM#CJFM<_ZP-!+*(JHDT.ZD$4#5L_EM3OSR@,"X@\4$ 1\,55C:DW7O+I.D#IWA/:W/!P'(# :K)7=>B[!1,.Q:Z#). ME1$$RJJ]SU?!B +)IT@B6MI2[= M">_@MX, :S$T27)J;;?LM&0<*6+TX[\B@)LN/B89U.RZ9^=XVM!_]SX" T.9D#PU]> MR/M?7D"*'U.1P?DJ2+=$OO5.AE+7!W8XR4&L@Z[+PO?O?CWME]%>#_*BQ;+# M?9G6^,;O>6V7=@8JH;N_7?!3'Z M&D,7V\.ZJAVV,5X<(V#TPZ%V'U"TB_B]0VB6]4,ZZL71(>(IS6ZPVV+^S/HF M.HRQ0W!T2;J1A]WBL->"6+2UOL88Q /4,OX;1>K8K,@>^/OIU(W>'\AZ=9 MLDD;6TK]!T',4$NHQN8]*HH=&^%6JIB#7@P"HDKE5ASTXNA?CSQP;Y-R'J7\P[YE/RO;3N;&@T',DJ2]!U//'D(8ZY.C MGTI:&*O(TH/OH7'%:GDLB#FHS,22GN# 6E&-QX. (^A7(?9>7EUAK.]6ZR@I M>+2@/2_EH!>#@'BY35*(WV0'BOPKZV61OW"-M/V&>]"+04!LK5/4FE;4_480 MH\ZW3R7]UY;UZ>9%7);:HQ);'QY]SSLF&\ 97?BWQ11>MY*W7=?:G@MB>6LF MIQ*P+^.QX. 4^6]*$^-Q673P1MZQ/NC+\"F2U]^=")/.%.'HK;\C@T3.%[F MZ -C28@^F7U/8TROCY6C9H+XD/ 3OV#[!3[UQ/I@$! J!=>HGG;Y0ZKQ_.7E MSF>#@(E=FB[^B IV7]E,B\]@'+SYR@[)I.0V,_7+4OS6GHUTDJ @AF"6K*"X MP4>V<1=)E)9RA^I@U.M\(PA0O:OG<+N!=.;'DAW$0'VB&S#185VJE.:7NR\E ML!3PB&^X. %Y9:N&=KJ4(.!7<=>UPV6#:.%WF1?+OJ)M00:)3(N=.Q3QX@) KYFC^:1X*@V-^+##S1I'R(B"-B\2VP2#F0A[7H^ M"$##5,3;P\0Z:!.C;VW[4GDN%DSE@GR>VWS;(*0YZN4@5HC@,_^-9K2(4JCU M&;,I@NQ0-&]UE!$_[,T@0)J%?S]2LBW/!0&@.TKLYU/#RWX.0%?:7([TYBO[M08,]9!W@IB[#NJQEACT[C>" 5D'A2JG7585NK/!-%Q/1<*]JP5)*2\^Z#4 MJ=KC@< Q,A@+=-[,=],%O^ FU]Z71H]&,;@.Q!_W;"8^U*-16A\,Z=P[^+ +\(33O0%9?%SD MTZ'O!@'TCR(!U]IBNI UC7 /+\/OK6(>/3 M>)]NLKANK6I]*(B9:C'U\LNG8>H]PE!L>3L(L)R+4-F+9M%72#CE?)E;,"8< MP&1XR-NC'P;7-,N1S30O;G/D IO#EG@-!2QI?+-NC<\X^,4 (*HD(+BJR:&O MK&?M$]\,8@ENY\64>-"W*^9[Q$0!.2>M5K;*5H&$1S$$,FH>TZ(0&/>M:.B M>XX4$03L+@O4^W>_G&;Z4B^& ;%*VYKE](*!6=A1"]D^=YF(\,75^ 2*$;Q7MFI4BW(9G;5.1S,IU#1&$ P^TJENNVPQB8&6P]X'NF(]'1S_Z.L@S#DR3L[T2 MQ"PIU4J8_ 4I5*?#S'PT"!B_14D&T?;3[#%*>;AN%=NM KNMZ^Z@-T=?@G V MYEL5]KBSUU2P/S7ZE4TH/(^[U5,>ZGUN_#*(Q60Q"G9&[W0]'P2@WZ,"0T%Q M]VE)7ZX_$T3'FR:E5NN%\=3HG^MGF]R>MD4)(XHY03S_K&$;;'LN #P -M$ M<#F#JOZ);L0)D-?*2K8<@2>(&!VV3EIS92U0HUO)T!93AWV"B""^M48!(EGZ M[*[[KSS)-K^S7VX+JSY[X*MAP&S+^KK<=3&H'O\);$/!N/MY<=&28J-\&T5G_M.]"<"-T)O>U/!P&FU>[#_UK*NC7'%>.HOQP$U(Y:9>W9EGO>"0)89]Z@A4]0MI2<)M_)=9M$%K<8@%PT%,81MQ=V[%.A\[P0!K(HO:#T1+#B!6[7YW=/U'\U4#M=P)J."UYI2T/!C%7TIC496@*HJ.RSUCGBDJ8TKQ.::L)]2+.UQM[$XH(8 M#K4%LBWO"WNZV$1)-HN^/N2<'5/RMG4%(^Q[=_1O3&6YHM1%'W%5I=X8VG@NA\M=?+F"N\|WGP1+*2 MQ/5A_48A!VK]G,RCM'YO['PP MB)DYJ.S);'^K/!-'Q>W8'9+JWD?IR!YY@/!$AZ,UJ;CC@M2#@5:.??99.J MO;S<.:'\ZX.YUF(P@@-OL [@ -?Z.W?[\OA/$! '?>KP(_5W+317:3Y1*'1_C MJK%,^GUBC^<=1O+H'E7)=2J+/$.F3MVQ:GMF],N/Y1N4)0^4=PC<\:K*] ,D M[>39Q897N,2UFL,N#$L[QRQ&Z6VH7XE5\@R7&J%_GKYDEGVO/MHT%\[<>PM746BV^PM1UM>NW56A"#:5GTPFC<01VX]Z4@H'W)V"2E-*[NNEWV MH/:G1_]V-9(0=KV%$C=)/,U^I^0;S"+'/1"$//3;MONY*T\X+4@X,%1P9,/ MEI3!E!$4]J@JA_OV]X]A[\=!%BM9J^>1LO^GE)+/FWK'%IO4@/)'ET+NZ?+M*!49BK5IM_PZB'FUU1#KO$)TOA $),Z*,LO='6W0.EI($-!KE+_M@1_6!T>W MI'Z,OD)9L&;W&[\,8K3WI;MV>:,7:WAE=%]',(U$*5^/'9PJ7(U5^3CCG9SFW MD>[Q0O62%L0L0T!X";[=.)G[E= .)TK$[E?2\% :W5'.0ZM*57 M(T$,G7DR(/_H=/&EY+02MF'H?&'TKWX6%4NZX2EH//$NWV[$_;:^37<]&\3< MZ E2*G,=&0D[#T(N/4T29$K;(/6\NCHRT\H5&P'@!Y.U7+B2ZWE]MOR MI,A@+M-H_I^_YT5)'W/(=<7XBKG=%-?U;!"+2]-7]J@S0717UCV49EEUMK"G MKH'.#NRX,,IM=MR_MU=7'IV .EKG'":LG-2?*'?T_8857.GSOH]8X2$ 1D M[K#ML! :#P31Y<-YH*T140>_'018/)$NZQG.%\#QOJ0\M:)Z1)P!%Z]1$>-_ M?N>8.GC&AY0_^B%398G+*A9I%49*-2M2BM)U<5N-(S$T>UOW+9VFZ2T$#3BMQAV\Y9$@%G^K4;-+4]W[4A#0FD:.OL[<824',4C38AEEPL#-;1%EGB:QO($\ ML%Y"!B%G15&A""H\H3R04F'H-D;?!+N('87# '[0X*,Y]MW1-S:AD_2G&!R M;J$Y:WLNB"4^S-?:35,_9 M!#)K%_@6?+M/G>) [ID?QXU]/B]G2RX>1&,2@MV.>MW=O1]7P0@#JJ35^R6+#%T/CFZQS',EH9MDX2%,00V+7SP_7XT0C*\EN ML86AQG0%\/=@RK+8I%LL*SU%!3&7;?F;ESO]-VV1$8>_'038&O,V[>"_;WDT M"!@R#?(V+VBRS/C*FO,)2/$+D\Q(5G_7P6^/_IVVIM:+U,@HM2N,A[X7Q&SV M+N3"%/\'*SBU?Z5#MC"ZALWM I_I$FN>9!M; +7MF2!F6P]BKQ'-J?E1J=E6 MV]AQ$H(77/3W:S6:;ZG,BL03"+=@4S'O#_ZIE7W/31\YX4H2G;"?\,%_"!6 MR*:62|)K4\'>:45/Z;J$AWF,_?%IO15V@00U/W:G=^ M]JT/C_Z-/[("HL(J8C"[R[CEL2!FPM21/D(\,]3>]EF]JC\=B#IPLZ+%$LJB M%?GKYAD.C"AK\2A8'QU]2>G<M\BJ-@OM\:V.KC,A_$@10<"N*7+R@,-MKYON-R5L[&S-8I4!&^BC! 0\V9K_MV9W'O>>5(#7H))/Y4Y2@[5N\QI[P8!H,AM"VVN./Q(.#8'0P\HVECN!JTV(M2J:(BKK3E%?6%6J^QGIH.8IBU M$N)\0[I8LE5>0&!&RW6WI?$@X+3&,GPIZ6*;WB<+.]7L_M>"@/>X99\HFO{A MR]RZ:1E/!-%I-KAS2N,2:O\RT&=_Q?M]+XVN%4-<7%ZR#_U!T"Y/%Y=Y%O^=MQDN>E8/$_W]$L$5L&JKP<6\',8^ZBB,--1W%H#L>#P*,_5#G]B@1U$+%+VBK M_?IH(4% 5P&V=]F:Z=_W](6F[!L=WQV/C_X5PD?TD&Y;."K,WP8Q]J!@'99! M8G\R"!!Z(O5T48]\LH'I?B,(4!:U3Y1 8MK-7'[;%LMVY)UX^R'K*E=-M/M6==:JRI;W/BX)-(C-I,FLC%L/,%IK[FSUD:+S&L0H;[IBC:.>4+P!Y.]P4%U',%3V"',YNJ7T1U$"8 MVDNP_)G,U6L@'$S#&,.(TJV2$(M)@HSFVO>Q-'N1'NB3S6SBO8S8JT92OV;D M#[,3XP?=U)?2HGWU[V(4YIP"A5N5QB^:3D5M:L1^58]-Z+E;&RV,F#0]6QDK M"H'?RXC%U;/-YZH*X]G,S>63\]Y\HO@V0: MVSWD]GT?M T9T$X[-ZVJ9A3AK0E^&I>?U?HQA;MR<[FF]=_$ MP!$LQS%T8$-"8]+VCP>@!P/<_W=#*+,=>T\M@^>&,$7DP+=C%@>>N:/_A^1 MT79L3Y H0RDB!@[_1#SB/3?T?:BUS.;O[YJ1X.5>FBT:%8,_W>T!)FC/I#(PMO3C)56AL.|<5L\"94%@$X!I&Y\YLB?,X(66.48 MV*_"^?V,6"E6(T=SL[!8\3"!&(.3(PS]*(FKY8@TM0)S;2S'RI_OT:X=O/JM"74R1/X/8(@8$;DUUL8,FG(2TM>[&(>S=*@*(V-.!G%+<+R0#:&#'IDKR3 MJYAP&SC^":GB58'0/.462A$I+\A!%>(I&0;CLC%M RWC*O EI;(Q;2-3HQ'9L4'Z_,$-JK+!1&S7H1VFZ<$K.A]MOM M+G+S%"I5:,<#_)?.Q49I9@3AU?DT68F[\U':UM!+MG$CO? +2+,XA#P]S\3)MNP0X$5+VKV!>U2XG"W. QM6MXU9L#E)&C8PZJ_ZA]JLC:'2=.@"I?=#/+ M=B.?6*VU+R8OB\^YO'W=V&%!G27A"_A_9%XUQE@]H)VB,4B.8L# ^B56KPK'2)&V1]R!&[/L@YV/E9H3WX#F"C.=C'&5G MV ,I#_@E: ;\ A5X02IW?DI^7SNM/0#T(#8HZU440B(YXHS55OM"FA48+V5V M@]RFTSD(;SI&/DM^3R,6^030 MS%#&!"A0^FDM>0DKF2Z[CQD+N_IO&?[^;BOMAUVER]KFJB9"'DSR02/H@<#; MRX?J4,.UP28(HMR?5+YVJD'T.N]WP$/AX<2D^:-\0#L54GV>KKE>(X;B)#YS](HOC0:$T,XA@^K_1@UM<;/4?H_*$O&"1*P6V4M;Y\&D3Y&[/N@-MNBG,M%PJ!M8N[#Y!=A\\'Z.0$A#>_ET[L:)\A:=S#BPMRPNIC1'$N(%BBH?>MGD&&\0IU7^5 O5K&(#$)5UD6'T#[/M\2D]O> M9>#[[[_!_HS]K:!A91W!?4%;I]AC-CQ78P5CPL.&\))I4C;VFVE?>]ZE^&9 M5]&=*M?7S>7&"9#F]'H$(,7>!&0HI3V>$.EGQ)+=W 1T8?UPM;=QVEJQ#)* MJP@DIY9[\9IVAK0FD7Y&+)#B0618)]D[C%C4'4J=%YV!5SD<+B\H.3:!T0MVM,6)9>$+;_9Y'Z 2E&2"YN<"SC;PQ.&DQB-]\ M>- %[8H_I@14(Z6N_/[OPV9VCMN]MQ&4D-N:!?KY&],ZH;2NFM=,N(;3B M?UZC#,HZ6&VZ]=_\%!E :D\OD/_?,_"6#)P -[/?A04IM*-V[`1#1]1.RBW MM539C3(X]/QCC.;Z'T:T4CX@_ZISNM9)R%W6C8QX$MV,8"*B,9XHO'/W+2)'MQ4@-8<2RQTB/4(M*]\?G[.2O&@%N+9W;,A1/568TB^8P#;)5F!X7';'*$L<MJ"Q\@^1Q>8#+E+0D.\;0OO"7//HG"A_#_Y,Y.901@\NM<\:7WC9L\5&OO62Y MWH8=C;*\+)[F]EL(9>*C?T8/5N]?M\]7CT'4RS>/-,/";.#$4L:P9A4_R%_&8VJAM*DE$DG8 3D5UM^@F*U M\VL -/+'[R+$"I[C"+VY]VXN7Q)TQ5$:6Z'5J)Y1KVX>@/M2-\BNZOK!(_A/G;*0E6 MF0IH(OV975LI_ ?ID#@7(!W%SO?4#*=I\BAL .IS28O0W22?\)P#W>=#KO*T MVQ@Q<;+'+;>((3FW1O&.G42H66;"X> M-IKVLREGSF=F9AHPE!%G&YX_YW"(P:%PRQ:18D^LMXB\/D8LK.(YA1GK#I?K MS"F5R:,(J;43;%.+)MJB&,V.V(I/?@BOZO3"JK'6;F/$Q&^C;N^%M4:-&KJ<1BY1C8R+FGV$C:C]O-ZY[#^<< H#8P%-.275%:6;$GA)?6E7F')GG M6?5.1BRM#%Y^7G,)0JR8$2),YH;L1SBRQN&K9'5WH@%U41AZG/4=ALC)GXU MI>5Z&.NVHK4U8B%U$FD]_A)(LBK2U8AEEH[N:,^X;QXR9,\BW#KTNJ!CC&\$M8'?="$V0'\<(+8Q"LR*BSW(#K0;P]V M#^V:_6=(=L<-O-U\UR%KZ]T6VL6K:X!*_>5!_9$[OJN!MXN^H'+*Y,<)G+]^ M(WS##!(F^U2)M$MN:L0R;MD-BL1YN"!$C N2N!=:AER!;D8LCY%%A28.49H; ML9S/X%N](&,4PC^Z>;JS;U AH"OM7Y9-EQY^>0D[;K\&_J$2 M"7"F3?\$FVSWK_!?DWWNF69BI&YT[5R_2LU]%?U++]O-9;O?0V$*FX^= -"2 MO_480ONR&^%AQ:P8CRDXS8T@^=JSGP)!NGP,^;3SGRB^#9Q$YE%CP&U[W K MTT12_!V]2W>/_E$3@;>'!TG0.H3RC6$(#'=)!U M'$+[?M=59*HUGMC(B!V[!K8BR*,J+%G+&7!S*7X43#P@-901,!#-:%=C)ZLX M-"!N)LL14*R;]N4]OI8.HX2:3974QHA3 M(YQOS+Q<8C4]N_WNH RV]LH]/:,;#&5VK]>#0[P;Y>R-,$VQ' .*/V%(0-3KMR0F"\@T1.0*JT<2(W68O4RE6Z2?$0ML9O;"$0>OD/@<;QO^[,3X.1=*\T6, MKA3MJYUG(LC+4C\/CIN+4H6.4A+K3!Y\5[:%]=0]RG/&*_J/UN"'#*6,>0L M6%FY&+>LS#:VW9 =Z<+=C5AN7ZLU MU?@U:$ C(.%EJF8=9-&^1BQ4Y2-J2@B6XD\85OS%J:Y[KJMC)C\"WB+@C=(-MBLWYL;*2,CIH%SBHAF;D-,%UXOK9J)E-C9BM[PA*Y^)RA.$?9^- T%^-]N MD#>P,'9MD)?PD(L,5!%KT*B&@-.,O(,G,D\P"&FT?.!!7CZ_GQ$+%,G3+Q'^ M,V X[>>:GDJ/4H**T]Z(_:UD75+H$OV)N4 W(Y972X6:'S0TZ3SM6A!$WY!LM3U;EN=VTD^-G*$[']"H=/#(XQ!6%:14.ZOLSU0DLV,V(W:NH[#$\9VGRA*I)_M_(TN'C":&[&<)F-*

KA1A4X53X1Y0!@&@BE1U#.YDV@@ZX"5_$>ABQFZ_9UP0S MO/3^#=LWF5$)M,9F+ 7=4,A)!,($4X0AYJY*Z&M_/-X^YN0XQ-
D^AOQ!Z_'J,XQ0G%D#R- MGL\31;I.J_;D_]=?KW-_@G^J_8)_.$,21^:\(B+EM^(CG86]/A V)FGL1H$2H427['F.PS]>0P$7@G4B ^Y=#]/97#_AX%>@/
M?T9_^,M[XOV_* #I-H),L:V$8_3R *7F[R0J&6%25(#_DC"FV6ZI9:(Y5F)3 MK;>=:+*[V$%&^-?+Z6L4$";8_'VB2>6<[P4<4 Y5)TQ1:GS"W(C-
)IWB+4!Q M,E B\L#[_P87ZAS;[2::9"&)7,\!_6A3FTZ+9SZ+*NP3O=(@GAMF\TFG_'H$ M ?+IG9V0OO^-1I-.[\$/0'P+-_(0Q?3Y-5M-
BQ\IK+D+8*/5I!.\/X'X@/R4 MY18G2:GV#Q,F$FN19-)IX8>$!3Q7WGI ,X\:>TG MG?3&\^!V)L5_H*)P#4;O3)C45O-DOY>8[/=:)GL+_[B-=]&WD#?
56DL=$\5O M'G$BG3>_Y@FFS;;=7,>4D?'9"?ZO?[Z-/.Z$FXVGDK'0]V/@4";8^'FB*:'" M)L'S,0KI?+339**I%>FJ+A^^_[I#5@S"U#I-
)IY:&9I#43J(S2;6+*L:G\U* MX02]LMUR:L,+I:8YR0C3;CHINT$6S1A^%M_2F/'=(JMN?&'R'7:OB1< MQF]
M47D#4&US6D9LPLR)S0E3KEL9E1AQSP[ZU)_=HQ]4J5>N;QV)=L3RE6/3GA>A MO'#_]:>___27[_[T_YQ1'G2XL/_Z$Q08L@1.)#KGCZ_0;T5\TU,.
W6*>'X0 MF 3@EJ;#T;(E%GC\XSM;\:"8,4M&R3[2 IP? MK16*FQ[9$@YKI>&N-[B$Q%H1N.N%+B&Q5N E>[]+6*P5>JD>]Q(9:\5=NHN_
MA,9R:9<34E"B9+D5F!:W4,(SB01>GM1HU MDS_]VCO)5PQB\78NCT(!09J4_W(-1ZG>2>($%L5>4AZ%L=LJB9WI,W648 [5 M_X+_N?\]\]^<
*"*8.FM$\<7/SPTRJFVEB+65]O2:F^WQ;:&T4';(MA9&MJT M16YLP@Y .L'&UZ(L J(7J+4([P>[N[8%=N?4)^$^!P;%']'':BA%FMMP^&KD:.$-
\BRNLO,$:*BZ5N?%[&K)#@FR T\FTQ7!Y ;^?MB6]@#RO M=)EE$4I2V2D+D#GI#NQ]UZ>M2:"CMD6U\XFWIE[]K%EKX$C>9AS@G?,.Q$PF
MI);:IEWFI2[RC3GO-26 +B?R>NG4W,K3E6LVW3J%J+946:N0KLQ)C:)MN8\A M5(OR8FB/X6:_QTGD0()R _N>[\1YE9S(Q?*;[Q&^D#*XH>-
J<]R4N:;NXGB M./J&6"W-4$)HJ>^J1/15/SW<.Y+>P2";I+!=4>?9$2^TT3DB EU-,(&S+R)" M0Q,FS9^MOFE^\D/L)FW7QFW-
M=/,G/N]HEC1J_W:0:L9W\^O).3\BW#V9Q"Z M=&)A]3"(30XIQSR*RT;S14@KY$"Z SMM-6LI3/7$",9*]&CV=(1J#GTA*G^L
MPG:"00=%3,PRXX7H]SX+.5HX@&U0"8434!+Y=V"V KQQ0A4:I[KCW[<$6/$H M@<91;CGAK0"+'G0A<7.,RI\@;)C(@JL/BP:*[%
[4S)&PS;DA*]17N"(%<"- M?X620EN40OM3#FT(#LB>;A:X_:Y1<6JV@D;Y%RP[$LDBD$0459%@IP*R[Q<- MF9R:*A9-
91MP\DHK)7;+"N#&OVU%HLNL@)I_:7!BUBQ"28#["47%%9#];=&0 MR=T:O+ [VR"3OB\$0OVLP'#\JT,D M$*J/E7QS5\PR) 1&QXQ/O@[TK!B: X
M8Q(XM5@GG!A[A'ZF/L;L-U\2D(V3-@?22%\HW?12?'#REK:#52 MF@*NC.#%9W[[+81'_NB?T1<_ 4(!=:$NVM'PKE-WG]?
#"$QQ9G:46AM.]N92_X5!&A(#Z,]#ND."((]WYXWT M3W9Q25,-R4.Z9G"DW /+S$6WF,2A"TI[J#,I^PS3$*_Y&!>>CW&QR7-K3P&@ M'+B-L83B8?
7Q&<2XD"QU7?R>)BPK+X:[R=)C%/M_7"T;].5T>IBSC,S%%/#O**NCMS3"JTNUEAB2Q>0/QU\@LNSS9IE4^ M'><;G*S([T R534>#K5 M
(4NEFLI!ZNOD%;DHA 4-G4EHI@E&9$PM>*)NA@Q M:7N?;C(Q<1 3R)FC]$G2;*$2RQ2A]$5#,#N0.&E?)4!KZ.#^@I/)X?5BZC5,4,P&?
40G9JMMPO%$E4*OJ93P_SQZ[< ^(VE;=IE+K)02.-M& M;6[, FZ_B*#&!6< T5E@'T4@RJW"$@@2<0.5%C\T(DO6-F1*M4XYAX/<9%TFM@;9)?
@;IE78&U J5'\>,)8LLQQ![M"$8&*Y*\2B'5LFLHC8HRMP*B!$0"MA0K MTN_),"F.K<:*['D">-',1M/E@C,;GTDL5:-$5,T?;8)!2VT@U2(NA[KU;)SP
MJ1D34@^KG=KHJD606,L0.$Y4U8RIC&[7L#NRBE(C::9A5K5WLOE:<,;VS@K% ML]X)C;)Z9;@N64XI+G@J?60,8 RJG\(\V!^M_X
M'M(A_EN0,UGO/UENO[A6-),&:L#'C 3O&?T#GCQN]1S!G0:I'^/S7,BHZ,U@ MH@2](5_3F>6HO99R4OVJ+A!A4_T5$^$:!Y[9PB&_5$/DR)YB T?
%6[9350%F M*B0#*UR-(V,]1."P*XG#./@/DEF4NC[--84HV +E(%SW^SUP>:\4-4U&:_VCWNNM;I@[/SE'B1-\C*/L#'O O[NYJQ)X
M5T_E&)#+3D%GK'R#*A[#*I[IUCG[D.'PW\^*#F#0(KL9"8671^BJ,R0=$1Y4 MB-]\R"MO+E\25'FVVH$-U"S>\AIW[%WL,=!JB1?TCE07H;@KI-O%-
!++_H4 MD!AK('TDYERP%+.+-BYDZC& L_8R-$%0%M@D4QZWG[ZJ+94^"V<'>1<4_WV< MA_6J&^\B-!8\(;0=^%5V.[52IWJ)1$"?
7Z9G;1F!#H7(@5V[T($Z.W-^AD%5F8 M[PK[%S$;L_ A$QK,M)N7(.P,5LX,DIAOL@317@)R]R*^)O)?:"EYI(;0FL@# M2;#;D,#Y>(Q3L+,15P-
*KX@JP:.X1:BC0<;X-8#Z3''&<-H\@>M!9!2#V%(K M-;6T4:CLIR\+%C;@;O=UH^XV'"3!-02WNC@G+D'JGI4Y;+%TM#V&]5I.HAR1 MTGO-
:E0MB9@("I60PI+\&RT)4/?8Y28E%8=GNE4R.RDM[5;(>,-D\-E^S; MJOA!U[A?MET_.4DM)C*4 LWH8)*4Q$_,/ M,LU<1S'BA.9:@EPR4/'^&DWJN?
@OEZB-U\N('?ODASC:!S]\.T:!!V*1C2)V M,^C$U=YQ"Y^O>A_3C"\$K^-@MZ6^1=*#BDN#0_X:G_YN0&8$[??9+I(Y9>Q.
M!IVQ,D>'RY/T>PUA2%+3126V+FD+GIZKRHC?^99%.#A$R>BHSX(D);73##YR M@RA5J6O@XLOGV?&];?@SG /9;"G61U\D49%"$N#X9"CPL$(/*
(V5X@L5M#-2 M@8.@7B^: "JEH=ZWK,07'TDA2J+\IW'B!,A2B?\!\5)X^[.>J_8;4.F.W$2A M]R_@'< .Q"<_)!$(M9EB0YL'3N?ZNX++Q+G]3)-Z
M"3$Z@X-\#'G/H3=:O_$L9-* G3'>OYXQ'*^I$ZY MKY_ZQXVO[[Y0=VM1%'2,%L!9/^@\@;]\:.T+3G/8P9WUQ%GQD+;3+D"8=0M
MSDF+2[8"13NEM5_C)-#(Y?7[D.C6))J:8T1BJT44W.9O!JA;9RKPK;4,$/$ M/Z:48P60BL0_F7<,5N ZE1C(?
EIA!=1JY$#&TPY++C758H+8NQ*EF;3,!5>- MQ"#S?F64%&4&IVD:(@"

845N=Y&,@,QGQY9UD+R_=3[?LV)61;D+::S-+$IE.>0F*%:1;.N+#[C^!MWJ6 MX-COKAO\H'"4++NF\5K9&W#J]XE6I#I6;P(>^)K1"M*?ZD)D/Z&T
FI%FB#K M":=2')=V%_9^/6I%06H#[D"A@ TK-F,L=RCUK945J$X7$\=YS&P%VNH-G^0W MGE: J?K&:
[S>'J4RA6D(JF&I,H_'IROX80%/E7K0KA1Y<\5@M0H%[0VI)6"J MYK"LM_L%I#\NFN%.Q1D$LPDHQ=Q<,E;+$UAI#"P!="HREDVR4,#_ST7SD.'.
M(X'4#TJ17 F9EIVB@/FGE6"9!$O+I:$4OI5*AV3^* .QE_TB;S@IDY.0C()> M8!!P$PJ^PAI+"?KZ!(,7:T)*5[.B-SQ2M:LY?%AV<*H:.&7R]I2XJ@V,-*3$
M,+>Z<-UJE2M3,RTS7"T*S@T\PC_24C(1&FJL;@F/=@/]?E7=*0M5,KA:<)(X MK0$#_W8%!?[E5^3[+K9G\^ZWMY#40M?
T[J*3X[>SPY';Z*L(0*^LWH<4>+6U M1_K:6B!7B._E1QQM0A0BWDXX/V)]-&=,K69#/&'LMCI/6BFI?0*GKR"FGY%6 M.VU3WL&QM_N-
EXLXS%D3F^HK2)@'0$)6 >DX])S82[Z5[59.(Z%0QH0F7EARC^#+Y=YPP9;0C_Z.92*X.S MR8VAGVE# ;PCI8F7-V?
TU;^T':/P6ZN1WDS&!+F%'C>Q"3W\M\"I1U%L8GCB MPL-=%B-"PP>N%'TH"$SQ97U7"[*L9?$%TV=^Y;'O%VI[I5F5RTB-ZVN^IBD0
M&5]P4'/I+Z2)IO\B5DH8Y1/&'0U$=,_H'S!%TAT"Z.%Z3&P+MWXA#.*V%N M,J7Q6)4;KH[1[3GW)'5X%JNU3B$_.V4!,E?2> -/T!?
LKQ3YAA>K<(5<8X': M%9M%>F@LRA+3M QBD_%PI/!%P6H-O8?25W6 R.:8.\'LHM>\C=Q9P*L+J#\[M00:@;H9_H=NH1/I.3G2M9_6TVA:#AS-
!"Z?.&CN-OK:#E5X 5$$3/P6O('[S M79!O&'+E'T(\"MX[ON(^SF=7'P]]\%_?&>(^Y?NQ6L$RRF"U(*B'PRG&D*4 MXM2R(WGZN-
ZQ*2M\O('X:V06ND)^J6XH=\?[8P4I,CU?C??C73^3%0"QG%6- MC,IBOJ%%8\8,5+@R_6%>IT4C.,@C52=',ME:@9V4BZLIW#4=2':AU?":6A
MWZ=VH<34#D:3ZZQ(R#^A5#R)]]6*31.6'QF>62N XO-9R3O?+M2(?'<=D%#E7"8,3569.(5O_S$8W>L (Y/7-RP(2O2-0H36#,TR0IL
M)&E(*F3*BDR6PL3%CKZR BN)* Q^=)<5:?O4'$]Z<)DEV;;$"&_\$#4KLFY- M&6N%(LS&R6&4QUO=AUTZGC[;Q@O\GU]1_;4@2K(8W('$C?
TB+TZ]%%N!\A1Y M-8B!KI2)76=.>8(HUU=?_+2#JK.1(&]'37<;ZCV:O3:G(;P0ECZ=:UC[B;MQ M$C]!(2VU'0N]9RBI5)7EX M"U:9?
CB/BM6,K>^QXI#I7\EG!_?X)NA&\X_V&3,$:6$U? Y*=\6BW@9P_4\ M+[Y56P4D)>0NHV:I*/309],P0@$"+U;7'@IJ6HAXS;EIZ MF:5/!:86L01B
MA;N;<:8E-[,9.2$*E$4'_ E%YU]QM# MVSDMIRDN"[-ZF"%">VU?_0 S0;'H]+;16T^QH:>8/C?>:1;IN9!3+0221:?[M.8Z@B))>(* H/N!N:3UE7 .-K^?
SNSUY*F)GVJI(-S"9?CI@^-6M7CG=+;1(H1O:DIC;:>X.1_>@:6U-N-L MLC>B?B"IJ[;H[.4/)7#YU7F=MVKBPH>.U4.C,-R9%%*9G0QXPP*;$ZW3#@-
M!(M.(])Y^^$!A.[L[C\42.ZGE5N]OA#A$RHWAM8R/-QI\DZQY"!FG.M>F]S. M+"<#G45G_X64"V%V/*!Z! &W][HB&0X@/(+6@G>U2=Z?SD%T
:">PD+@](L/ M8/X1LHWAD](F0VWANJRYOLHG]'?IC^#'^ K68F#>1O M>#Z!]!AYM07"Y346Q>$&LJ-HKBG8F:BX-" Q@!G+CO6#X\?X
MW6_M&0(VK;D^2;HU(Z[@3&UOQD'D;4A#(*:OW:(#^ H.Z$9\ M#/=1?)KA ^IB_B_@C!)7A =>H65:<>3UES?\6S-B'LHJ>T-.8J<#6D<1?K:+3J DOE'
MRD?2\SJG:QX2*C3%_K>>P5_R_^6^#A;KK&UQ7Q*PW=\GJ0]E/VK9UE8CI?59
M<2JR:XX\Y)EB(RO8R<2D$C*$(SV,YN=\^4LVL;6Q>IAQ2XZ6/4>4F5A1^FDT ME-M\+*Y+WCX8W\[J:+G6]=K6FGG<(UXZ8F<9" MSW3;ULB[#?
59$]PC\+(WDYE9IWZ-MQ<:G_C&AKZ#&52BJ5YYHHBUUNAD5S> M2#OJ-5K ?XP!:.;*IT!/[Z=4!_QOU.XVBL]1GM^V60JZIO=1&AJ%;ZUJL "J
MJ+4!W*C(EOX'\!X]2+;^W@=>_A*ZV'"P(?\M.P,/D+G=!([[6^(?X+V^ ^XQC(+H +_\%+A4(N1V,6_H4SDI^#)?P.=!_$5U D* M&KK>'C4V*
[ZCJKZCUJ0$'-CD4-^%9)LOF%0GT M5AC.I9D;7VFP K=!I6& MYKL"1KU1J7JY15XY^;/=5X:%R2H5PE6?%0?]04X:8:U,V[,@++8BJ MSV(H7<>9, [?
J$=O/)[.$#=T\N$\X.V![X(JF$M\.<,&-L")4X0%)9\C.+VG MR D17171+N$!:OC ?Y-SP,F/J+N&RPM XD)>AQS+GZ$+ME\#/V>=]^]GX*; MV_DGV&2[?
X7_FNSS)_!"#$KU5\P0OP94A!&\UJRPN0V L=<5:H5EI >HZBYR M*S1]90C3) @K5-BA* X4:Z93>>>%L1(IJ0#W'RNXS+)PZF2O O ?+##@%!6]
M9FBPF5D-.3B/VRA)A<1\6FNU&FW%DFZ=Y/@01-]J)O,B3])2%E# MRG&T0E&DXS.4+UBA$HK"UX\#6:'SB4(XD,]-I_EIE^/*DG)SE.0LJFYX)>UJ
MPX2MX=T>9ASFP=4,F:!8E+FGC=YZEF=RELN8-T98W,WED_.?*+X-G(2?DVOX MP-
I!B5@Q@@\92O^^.:&,>7]4UIDP$0M'4/J)Q;'0_K1HA>ZC#&DU!#Z=PJ3] M=J/4Z)WC)6=3I=[>]7E-X[%JJ_+:*:%2:O'.\0S/NB+O];I',Y-,:T#H,I*9
M>E.$YJ";, M3].$7<'8N^./B-FF)8)%AMD;:85$Q@>K/U%9)%X)%HJ; M(ZN>5[DX#D^LE?>I7 +UE,S Z^Z7&)L<-K)IU?%ZUL2;)/S;)0=*59%H59C4
M%I[$+Z%+V0+)V/!QOFK&)3"@8*#2XV7%C3M>=4;;7,%#R78*KC*=0UF[#$2K M+CA'H<>T$IF\&+(:-=8#'ZIH!SK!2D67J?N,&1Q$IHCF>
(@OV80E7&1SCEQB M,:4V:Q)<.;_JI4PMPN<3<-"$O6WX MPLCOWP@$L42)K 5'Q#?U72FTO]W'^, MH^R,LX8(%BCE=3>#0H%SS+=P#N!$HH%
<5?$B3NW$:G.[X$(I-Q?)>"1V;S.8F4A-W=')RHIK0Z9ZL3 %6G1C=&L9S_'.F']%XXHT MVW.K[@;)J$ZY\3P_7VL-UCN0.GXP M,XF;M.<*YB9!,K66_C?.
[$J;.JXPT;4QL4.SCV=K_Q\M-- MK!?$;*IMXE:;<**TB'& MT&QE(;$"=C6D^J.%14=K95I-]^HG<5HSI,&_78UH\"^_OJ!#0C23M7]5:^/C M3.N3\^Z?
LA-U8LW?)YT:QH3@(6W^ILTB^AA",@;7XM7H(XBET%VZK!ZF+:-9 M#%EL(44?;4LAU';N7%RME3"[F+209Q"[B*,=X$7R#9(T*=/ BB]1
M9##MB[^-3E_1ZQR!3 C,+@9$5Q.V(+FYU/[&BDN2'D;[SM5KJ].Y(:VU4=,G MEH876$BSG](W#?^-VMU&\3F*'6K(%Z.AOO, CCP$.&_=R0]]=$Q3
M_PT4:9,3IBM1;HQI)2DX#Z8DU?A=7_9?YU*$P1=$6I(O2#[&44([K=QN2FG\ M)G#8P"J*.U MP93IJ72ZCZ_WX0%N%QSXZ>F6BB&QF=*)7-
>,7I1NL[2JXAP?0/MZ%^B@]K48 M< *F?E>R N3&TQTMGQ)5)9# N8*5VJ8]\%FR H[(KE7*NZWL[['4"/(#%Y M82XN8?
OJ_PV]SB2*$P'YCPB&_$4'.!&] R40#8S&@"$P $))T3=P<@Q]B\= M+1$'01VNOG;X11\^&3L]^=6[J#G<"AC[>@DX=&I1F*NPW;[,;4&SH%N+%N6V
M$ #6"LB$7.0-5B?GZ5@TB#RQM>DU&2/:]@W$7R,SP.@KB/"=-E:$*:NX*YD2 M\Q@H&BX LZ]*OB/."L(3/:]2KD$KHK2"-
F6FC\&7K,^G&2OKA5D)7,@>3YG M*T+01U(S:Z!; :/T&67'%-B*&?6LBD4Z3/< PBS8.-4Z#_@VWHLRF6%&IC*U(]Z%0\Q*<]<<55#:H MU%"A
L!_K@#6G\-RPI *T'Y:06MDP^\1[E0:\92Z(!9@=[\&494(K79.7H#$ M@!BN$N0);%X)KP46]_NC/IV9\IG,W(848:8IP0I'-EBBVHRKW!:D_SGLXND M-
0F\<1R;RPQIG$\HK>$49I3O9-F6GA'I#\GDIQ*^PEM/3+(R\L?L2MZG$LC\.=G. M>0N3?8[X3YZA&+OY7B/:_(S],?X;-LYBJDPP;7A!GZ/\94=
(5D:G^^XB("V$R/H/>9VOY-FY,&R= MT\[!V,-,G'J<@5(03TI)O-9B;.M)GRD9I097_F]Y/;C3U5C*:4G(K\6"3H$3?MA8FFN=FJ<(F1=UGUWJ M+!9!FU?
OJ_8;OL\S5A?64RXE-*P$:LB4N<51&XEPC-*/D)*^W#BWB>1\[-LO6 M'*L"=[A(LFCK<)N$2"FA:+;F&%7P?-$ZS)C"DU XW1B91@U^K2U,;VMR5D,D
M=79$X9K%=.2]8(08KIDY1Q0.N+&*:PK/D2F?$,JX9OTD8-[)N;CF]VS6+QH4
M<3E*IL_9@SIQ[.::3'34JXX@T$V14G0&4$\8,5H"O^K0(ZLUK+C2CDVTQOZ4?48T6._^-F#H:N,1?C0*[XD\-&"Z! M7F1>P!?
X/[_RRF*TS2EY38QFZK]9)OQ[\$,_A6SMK6LRNKE\! TF/ MGC1,9@1M,?2,25ZG^-DYL=.*R8ZB;;GED69,N,-!6FN5&D+SO@:DV94+H*6U
M%^JJ[[EDH7GB FV(%QW],SD9CT@/$\]==>TD*!3A&L!9N[58.1A5C&S2DYYY M)M04CD Q($&C(0(J#5,;D\IQ.:_J]-LJ[V/$
DLG8MV>GV9I8[XKA'7@# M070&7K6W%QRZPX:4UTO;T@K>5:\3NNC"W91Y:E85D#9TXK0\"ZR]#K;0915"04/?Y=W M6 &TB)
(IB*#XQEB%K/HW:?;AMKXM'_7V'J9M6_&<5\&MSE/E;<=QR,5.91I6 M@#K.D])E8Z;@0'>M1E8\&A_I",M=8E8@/<+3W64#IN!0<\V88SRX-_#9N
(H M6294*UZ2JQ :61;<,9Z TTC1T)BKU^Q\#C!I.0&4K!^B^.0\AGOT']1REN%6 M(J%\? ?ND_[&*LDG*37B"?#3-
>0GE63^W+FGU@QEKI=%Y1$3,)I#&R[F5M M[24C^0S2_+W*4Y0@_3?(/*@4/T"\AO1G>QP!> M(>W#/OKG%AON9&
\A(X:OF:HF$Q3L="5;H717=9SMB:P)L*X)K V+2^K?6BM M[D7E;RS'$;>L\$RLZ:H-C[]8<5N=#J,7D)@@&9%VDVZ9126IIU%)7K/3R8DO
MVSULZ!P.,7IK#3^]W1?ZQ2QMNJ2$,3=.XB?;/7H7#&\YAB%*L+-191N;\V.: MIX2[ZWO;0*9$EE&4V47C4\MWE-C6=ZNSQWP-0&VN;0$%C ^0
Q.3?+/-**] M32.TCK@M1FS7;J;NU_U[H08@QR;\/Y3'IM_>$4?2]Z#,/Z&$W9\<>//Z3I (MG39.)Z66S-
LH29^#C&Y1;34P0]22NT5Y"=O(5Y05*KW(A28'GT4&-UEQI_E^ M@G8!6P&=Y/7=",QBDJP5Z(E*!W78>EW 8Z!I8(R;+!?DXV^%A6@(_^,)1BN M%
!)0MMTYC73347-JG>0P,I_J"6KFZ7=:.'Z+JM0EX2UJ.IBU$*JA- 2*[GV M4:SN44"KOM<%7+R?VJD>G? 'D/JIY-VLC;17I--LP)'=J:UCA-CVLSK22&&

M'J-,0\6WV2E#J1+>P*V3NL?LO/'^D^6E9W91P03+V7\"#KI0T%4;05DN29Y! M[.)T[>+4K^1[HT-
32T@_&3QJOSDQ#YR:C$8':UX:/EL8L$+#5XQ>30*Q0K'J M 9^$=#2*ND5,<#U#"$6D-BMJ%8\ 8%V>M.+AY&A$2!!S1ZFCNY13/:[;449
M7870*Q94K:BC.YI(H'0/)JBKNP03[C/>[B-(?=<)5GNN?;CS/SU%' 7?0OI4=:LUAIC M]B$3\=T4@N4D1Z2)P?_<_YY!OA&@'&[D?
V6&M@\:4AL07UX_1O .")%.7WLO MCYCDY@!"%U[LK\#-8GS%,]??9R3=;S9> #H=Z(DVB#'G@_?"]FO@Y]&/J&P\ MVL^=?X)-MOM7^*_)WG%YR:
(4#:XO9Q;D[SC?7/GL\Q4<<&9#!A]E]]'(24F' MCGD?4#OHVX\<2B;[;[;1?:YF9?M!',G%LD_LP]D;@HEI0)/^MLA@5ZZ=Z$_ M WKB/,93^
'MUB*B]Z%:8*D\](EO[YBFD3Y>#H[?HQ(%JE*MOX,40^"/\-)%LHF^S@)Y-C%+1W6?>)YVW'QF.X3@EXZED-&D07M-K7[I^ SPDJDZ_TN'F&@G
MJMQC(F:.]3KI91T1?J- ,"NLD ^ZP9DB_ACA!R8=^)$I6GFN*(BUA#>.E*(+23PR/'D% E M2,(?..P[1D%6W9H3P#;\6T9Q<:6Y-
/K#;Y,Q1GD"CL&P3V!"F,,M.N<:$!9> ME+UTIP41]!,?5_4I MU?YY2O8+BG6?49AXK;A]/J$7<$9%\E AO.H%VLVE^%&L,+?X2+KC[@R]'6V)
MCF<02LVW TO%<8[QD8!*Z MX^LT1[Q"+2D5HXKA"4&_]-"LO@38$H96F,@P406Q24*F3,\SN'%=G-;F&C: MDC/-T3PS0XWYQ@\"X-4B-
FZS&!T#@II,;:HO'4CX56SZ AVT+:)+_A]CR$W9 M"^%TTK>8((B^H;"3ARB^B[*OZ3X+NG/EK$UJ#(/V[3-*PRRW:[4N9EQQ/=.9 MT=F(%0+\
+V1Q<-L"E;O@QV/=:[U(3CXR7%KI6&Q/^5PAJAV9]%V 8 R[X11 M EV)Y&BZR%\%JGX)$QSCZ@./&+.:Y"&QNR@/A;W,62U8T[>M+FU37-HSU%0?
M .2>3O :!1DB6YY3E]E<-^YKKC/C$OX8M#36]D#6%Z=WD/TQV*/BCZP1&B/O M*>S@1UZ[-*WRX8V2KI>1'L2K MN@.)&_MGGNF7U4.M-
IS$:6T)\&_7Z<.__/J"7J81#!+-WZ:?$M&>T/YUTFE] M@B?\E)VH$VO^KLVD0:8LGNV1UTNI(:GVL1V(3]=RM03S$;VM1H0Q]V+;V5N- MIJ54YYU-
J8W?Q]K:;<[2HGO,G=E;VVH[UI3N(2^#'X"7\UYF=O1N8V.'2!XE M+R"5 & VGQ!!P3DR>RJ=;A5:C[_[.4K_!Z2WT>F$/NXA82Q,2',5ZF:&0"L@ M;R
IM76_+]I<0!$<2AA:E_?"'UH0!;L&15AEK!,4B4HK!D,\L00NDGQ35WN9 M_,<2C(0XL# %+MH.P^/-37%UT5 ,9TEMP76%BPD70^2W(K'R<$*KR?
=6)-=5 M2FM=\):=*U<2/#%5;UMQ/(> M0\AH0)*2S4XB/?215@:5&3PAE"6 1E;-1GIM\@SR9U*]D3HVB1U9HEKSH"$Q
M/4O4(!XTPJS5$N5'!J\.K[9$W>$>M]9%H%21,?@0@W83>-CV"V"P]@1A-^ M .P^\S1L\((?K4X\J/HBB M%LCU-41;X$Z8]M)=>AC% :JU$^=3-
35F4T-VH%97B)6.D--)*;JMW42G'67* M>D$/'X5IG]C+$,P94RV*W?:A>M(P5KQ9$ C*9IU06DM#B*4E" A11KN/VN1* M-
:F#A2NYW7A3P1=\7J#WQ%#610 M-+A9X'!9#*^7J._AC-UQ1(^[;U'/C2Y[M&[^_[&7*CF+V;L)OB>0!8?>?QXXREBH_CM&
[^A!EO62C>O=9["ECH=+#C!9[M2OKJ9@]U*\H*Y/N/D%^;#QQO"?W&,?9<]3Q/YI^C@>?'L!VKZ_SW[RY\;
3S2>+CI$0/^HRL%L!V20'W5Z*'/>85U8T*^(M MIB)5NU"=@$)SJZ 5H1N3TJA%N(Y/I;F);=%Q,SJ(U")8^]%H#U/V=.4Q9DBD M ^SK5N
Z+B>M0/QAT6'F4W%02^ <@2;I%OL"T1\7GLU\5!*U'MT1*+;"[I^+ MOG^&TB7O?=,$Z&F/SOX81=XW/PBJLF&W."-I\AC>.G%\@>#\[09V.[+AC>7
M%W!&U4#"PRLX()AG&:-]C4:%7SKX5.LYMHW>1-ZCY"/A0?T>B=/'W%EGYSX>;DQ]"_5_3WSX85V
ME\60O3\#>/EYO)61NB@EIEMX__JN$SR&^]B!2&4N>BW$HRF17MKQ?HABX!_" M_%6L>]G%3I@$^,;\",_D4Y3P>*' -H7R5G"KW\S1)KD2 2-
JE;LV]>*J /J MM5T'ZDH#8V!RQMP&;D:K_@2>SW7?.\!RUZ@<_]%/PY+^!#D^ZN7QR_A/%MX&3 ML)14F1%T)EB@3?(ZQ<_."3"5+-
E1M"VWM#HS)LQ3WJ6&,'%?\2F6W\B\F[YT M&H@!;^/G./*@H 1YQHWC_A9$!Z*&+=C)0'US<:KU]?;@'YPZ6Q2S8?89T\0S M2;E+Y4\I;2!MB[[-
DC0Z@?@%Y.Z8Y.B?$^:A9?4P<>\^4RLO#O@'L,(7FH77+:- MO9N\7MJ6LXL=#R)D3W_3C-M$T9Y^J/3&:2B!XG10=LB'D,H&J$W4B]0%X-Z
M]1$*$P6)4+T79M@S>NBDK;==%<;'/BJA(*J% MIF4%C#T-"8WWRE<5H"L1"D59)=SFP%Q".R5:JRK-1(;_0+ M[Z&LEJF56Q%=JIP%R!&\%1B/R
,^U\J2JPWH-3 #R=#33K'W6!$//90&AQF< MQ@BN-O!MD0(:Y=JS;$DF.!3(KB5MC!1WRR1"EE'/EA1L0S$4M"F.D3ULF43) MM&0J36HUK[BD);
[@89"+F$.<.X")'M2. ";N1WW2'VK##GZC.1W9G>R.3-%J M#A]@H**:E?G7VPP[2IEX7^@53,5+K[0@0\)1>?%=$'$T-M:0FYB5&V MJ_J9#G
M*MNE 5Z+"D[U1G>PP&.%FVYL>&N"UW15?K1;BY[CZ SB])1O?\] M\[&[\C-(KT8C2H-9VHO*M3P'#G[-7RV(YXP1Z*A-]Z/.C?7FF=-)[6*2.*TM
M!/[MN@CXEU]?4+$4XBN5]J^33NL39!FG[$2=6//WZ1$C9&%H_F8>1=Y<=O"S MC/01(CW-6Q::&C-5A$A/ QZKTZVP)L,RA1^>(!3*O_X>#K'T9O
M T:QON:1),?IP>^G\;%S]=#A#D!YPO6+&)=S +"T&3;<5]25T&(05 T_[5WD MO+/OHL;O^LS060S%;"2&A]Z#_X[^Q#Y>C [FG2EZS@-
F%WU9**+3.8-J7#4; M=@8*2FOS]H&;W$"DI]KR2E#GPKD,D8;.1)O76B.Q7">%HUD/\"AR 5P3)@6$%ABA4F>S(6C"+9/77>T2P[_*?
GJ:4:NNP&K=^1 M'3N3PWSP(Q,=U]ZW@L8ZJ2PKXW118J:&W2SG>?<"/9-U=8TR^T83PT\J2]-O M+G4Z;5[[N;P#7Q%(MW 9?OK@N'X
SR.HO:%$#69Y()^B\ !!/Z$%< -6*(V5 M.LUVWZ+=,B*!AK36^M+F0TK8%920%YJF<6Y22T-09\4OD5IJ1;M^[ABA'X:(*\@ -" M6Q.FCFGBV;DP^
RMM>I E/(C-6*]RT#GLGSPW\@QU[V'T7@6(,,L2'Z7YC\ MB-U'Z]U02@=0EWD]1G&*_GP;G;Y"DO"XMX1 9S-T6[9.4UKK)!4-*WS7'*VD MD4B9I
%8"!+5?4,6VJU!2.SE,!%+*S!BZ70L,K(J,(J/R1G*FA6>>0F.S58. M+42+RKJIH%H!DOBAHVCI5OC7)0X>U2)@!5!BTG@_$X453G4I%L^U>2B%S+SP
MT+&HKFY\L2)M34]5<"1T3(OK$[\C.18D*W+T2 JI(E:J47 S,QHB+RF\-P[L9=\.7N0!F'+[[[[@;D2L;YKKKO9 M!QHV12-
&F"&AH3F"T\VE+@!Q5\'NJ>_ >O_)DA3G('B B@/X=CV%SS'4%K/0 MS3,4,!8H-X8A9"<@Z[::KN%!:H4M!D5UFJVQQ7.*Z":J$Z^0 8)D<[504!4'
M6DNC; %%"HB;*(ZC;^B<.6?X2WJ1, I0AU"K1COG,_!NG2 04ID9K;7A?Y_% MD1<%@1,S>5ZGV9HFDR$:+CY*N+A%B(?^X9CF
M$X.L"UW4K]$^KGYY##WP_OK-.7.M%,/&-.$!QMS>CI#NHB*X=LAU1AUB?6ER)/8J4[7:78(MOP'P0Y/]F@-&4GI^34 M3"".
[4M4HJ/2R3X[%W1;0S7\%:1I@-7N[?X%G+/8/3H)(,V3W\<08>7&2?SD M]1P#Q]N&=161YHD3[F[(A]#J(*!),4W7XJ"G>#Y=)%/_2!FV&,.H(][11<
MD91G89NE"3+P\MZ,4VUVC1 M.^=,%U%W4SBDVO/H/93>($VP[M\A__3>(]ML7_IHAD")Z+RR%.-H=#C",S MGV,?RNUG)Z"6D%4WML[" "X
7O(01]A6!M6Q[?XQ2;)*0:-LH$!'4\X3D#I. M0/MI:DZH$&=0>(&8::/1P9!%/,3@]PR$[F6[ST5TWRVF*;8I].Z&+/"3DV8H MGA*%0PDMJ=%AS#BCXJ_
NW?<(Y65"70:CPX4--#E<#I%X6L: MN;_QIRTVC"$D4YM[_L<$IZCV74'YG]5_Q"NT]MGG&)S\[)0?2:IHWVN(:8CM MU4$S@(CUIC/*".:1&"K-G!RCP-
O%#M(Y[IR+V'7"&\/@I:(,F<#-4)!";<;2 MIXL[GL$07(_4=H])$Q/K+O8/!ZIY=^BHTS"?FRSQ0Y D1&NA3,]IIENCG?+[MD'CD)\|
<9RJV+Z<8,;HJG7"E4Z*\X8WO0)4LB\G65\+L^XVCUNY9TZZ>G1AI MD4B>]T-LY=[NL:&89/L4ZC?I5$EV[1XS)PZCC?%^=/PP>8J2!,J6X?T["@W+
M_.28$PW#[,'OIVU)OT!M!++S/9I'[J;%I[BFT5/6)-!Q&K[T"3@H3@GKP -$ M4M8P:D].[19M,9I=] (\ $["/*O_6*,MB?
R]JQ_&VZ2W3G+D+$9T%%,?.=K MD9B 'S5)ZZ4Q;*"8T MPHQ %!&%=#?Y#'N% 8U#\?N;LT :J:B(AK80.BFT;
MB+LYP57)JA%".ZI1H(/2R5V3:I"^]0)P@L:Y[3>$TLB8P60O'PS:_9Z.G;T?#'U0]M.T+)H M:'C5TIM)5Q8-1:5',S*XU.E$,&'*HC$C9EHE(^W
@:*P$E+'T[*HF(%/A*9 M6+IX<82',0 ,#,*N5[J7.HIDOF81W9'SQ\CGXETV5K0\+W6<2(*4%>"LA6O6 MPC4C<"3VQ=?F6U8)):?GYJ9R(I"+ ,M4?
0\2%:@U\08 << ;%[\C1).OU:V$U=PZ)GQ+$2O?DIURJ*5Q!)YY*4%=-"S*@G4]+Y:B%T5'(3 MR&M:P/6#17)EI9OD)-2?$Q2AB3+OXJEE2U ^W$E*@;
%H(D05[LI+X%=O]< ML2M$.&ZNX *QGU;$RM>!A&3$I0-DV>[]WF>RG?NXA$NIPP@J&5^CA0!6S[%<
M@J74K#IOL)CYG$N\EFT4$Q3D%::7+G%=MDU#@@I%8F=3S(J@["N2%[Z$;U4=^F2E+]%;%03>P24GNR_Q6W4%8?RH M&?
1++%=M0AA+3BK^$E'K50ZIK/\E:M9K&P.*#Y08KDJ(5-6#,C9P547ZUUXH M,;1>%Y$H^E!BMNH@O:M/E!!:KX>4307J6928J=$^?LHQ"
[$KQ)LI:B(E,TK8 MK%A9 M.*8$<-46Q(O6E)BMVD+?ZCDE@JNR4#+]?@5Y2AQ7]P4AOHE4W:<$3*GJ,,_ M1&6UADI,5UVB1UFC$KQ5@1
MJU0BMBH,9;Y54N6F$B6E2L,\&5T[_0RU5%3Y MFM)Z9>+Z;H1;C:K$S'K]@4IEM7)7)5BKXB!0?JL$RWH=054YL!)0ZY6%WJ7'
M2@2M=SQ0GK$VJYF5:%FO%] >_;**II7@6:\74%Z@UZV__[!>%1 H$E=B-8$7 MX7_]M0,5G/5OM0;$WXOU='"#""51F/P%RE-
_+4OC_35UWJ,P.EWR>;S__GU MFB^_DKV@REU=G(_A/HI/>4$TQ-F#*X)^BC[9GL^?&IL+4,8:#WA_TEX:EEX7
M(,CW3*3':"6KBTI.3U"Z@Z(=_'AK]Q\%O9E(_S* $ ML#V#/*<8K0JOQ #:%BD0ED)<&[^?8?O6U%DWZ0. #-)4'Z-#,[ATF@LM:%R M(VLOO%SIH#\
[099/.0BB;TA2HRQ;I*>V955:#Q28OL"9Q$A*AS-]CA+,Z1-V M]7+A[AKW+1<('\,O80Q)[1 B?0Y.\0:$8.^GR6/R G^'=]K7X *GG?BU;#R=
MG>PSEAERC\"%1_)C$"X@*PJ9",+5Y[*S(E>^)'[BX9UJK'W-Z,[=S-%3PK_\>@_7T*YK64B=5JN2=V=BS=^5$LD3E(V"
(@(,.6P::4IK&TYNIT^AA>RPP1UN+I]1 M1IL\BK[XYT;IQK9**S[ ]!1*F'?S-T-P+R C\C:1'DHI&E\C+!CJ,>NXZ'@G'TKFW53JFU466,,H:!-
"UF>VT46G/B MP'NH<<2%G0!R8RBF8MJ-&;@,"N9VFO8^:Q95[-YGC=_5XH>?H#T[/GJZ]PGN MW'$7E16LHAAI>J'GA.E-'O\1Q=NP=MA)T
X:3PGJ?!$3*VBLE\Y< 4B^#Y9*7#RY2D2!7W1L $]@:MH&%@V%D+A$+O6K%! 3SHT4 M4QYHQ5F)BF@56FK==H8)K,2BR;%+(/ZRN-
NIYRD;;K<;@[;F=>0XT(\1>#4[MBE-A-%UT!)LPFC)6UT6'KDDC1C+I3A>>ICVFZ@6D?I[AL@@S>PZIQ'S"0-B\%3E=WDR<:.J%RI<7! MBY%:@;?
Z@Z"-H^O2X(%8/ MTY;!C+MA]]$9GG&EHM"[;N6%H MTR*]+/YS+_&C,8"ABZQ3:G%2>ZV5-(X9;I/^LF9='U$CO%GAIQ(0Y[JIV*AB
MDQ60]9"W&L396XZQ MVA8IX M8X7'V,?0'J,O'S! 'QV3N1'F@(= ME%J+OD)+TRBP/=00I8&ZE3K(+^/"5;>#HB8S 1MNJS.VA97)$A&]04N]:(6 M-
Y?Z+PQ7BL0 1BR2Z4XA-%1Z,L3.@E'43R%;R%B;[)3MSI$=Q=S#WKF990_\ MDWY/\A-(T>4--6IY3_L(O(\R-ZW'H-
I'0QY&^@>*9KGGDBT4EV5KL#53$E^W^P0_A[W[#_9N_AR8;8E7=@%SIIM-$_U8T]1>]\X%@>;M:0Q,FS:4# MRS00=LB*JT5
M64XH\VZV,6.JFS0W1R)9?A7M:F_L$B*^N+:V@"8(VD@LT2IU@.5"1[BK MRTX&-L+97&8R2N7(C92:-0 U\NJ5"#[XWJ J;BRS%8% M?/]
<"9,!8,MD5F#VT\H#Q1 3L]R54O(DQ-!C3AS(G%,$E.,GV_0(M8FH(;&987$#^<&KB*6<,C-8H\](:XJ&)<4Y6?"X>8W36>-TYARG(\6D&6&&
M\N.LH4EK:)(!DUY#D];0I'(N3<5JOX_Y3@P1A<EB3U!CS M2'[9P*[!6B:Y"FP,UNJML3>R*_=AM6/ :\(#Y35-BQ$WT "7VJE^36J<"Y1 MK6OBE35
,S\^ >DZ <9OX@2@56\+LUNF6XW?09X]"3(W8U<&93 TRE8CF(Q=PM,F.MB3,,.7T\\S^WFU*. M]P+\T]NZB,#7Z.HS??
0_^RYMA<30I6FQ0VKHNJJB-Y6W2 MZW#A!HI+$$T_/-PXB6^0;4M"BZB6%@34L97B[@R M!$
BH+PW)QRW*K9"5E=M"WN.8LR%KX$EA/DRC<,R(^ASQT?A 3+- MTQWXBB\]YHY1&JM-?!O!2Q@"!Z^=5Q#">^%SE(+D+@.[;]'N&&6)$WJ[;_P
M7![\-_(&]!Y&_RE:HT2NE+8K**U:!8,JNVT-V,NZ 0-'HDG[8Z^]]"]G#:P8 M)[!B];Z2+Q?&82$VU??@JY#<7\ 9WOC RP4866E!=A1-E^YG>#7>Q\0_?
A4^20X_GD^QMGJEAC&10[MDJE*6QU&*9UH$(B=\WS%*_..XKIWSM9H/LQK)@25:5U[J79V.5V41E<0U8A MK#G;;/6#R!V9[, :X-;H&MW>JK;#=-
G,CZ7XM!D:Z9:QAL3&=2@O'S]):4]: MKUVZ9UZUF%?7I=?0$,9))G/(I9-;WW,K9]=8>GR#V*&5-*=,^4;?! I4$LA:
MTT&63G3+"JKI(*L]/6J[6HSA95(DC-*;,/4]5/O&?X/B@YO%^'40-<.I<#>- MU:DC][?;Z'0&88)!?PXH9FF1'I.FG7QQP@/9_M_^==)I?7+>_5-
VHDZL^;N^ M9*M$DKQ_=X,,'K 'R"_1'F?Y2=SNVT?ZYD(>@.$6'/.+TQ,>)7GI]3>-"210 M)8CJ%GI"'T%W*RO]!;V':. A%LMTK.0C<^6L
M':^)6C;ZI#]Z;. *<@U[''2*L34R/:@,@R2]?T?B%3NZ@=Q69V+ETK"&E/DK M^.RX&DXOI5$96'<;@_H4#SY!\)!DD) .01HK&B_@G,7NT4G TR=(C
M>B!>&KP_$(0PT9Y*<29_%&XWE$1<+([<0;&$@+A@1[TJXG5^WEV&WIU"DO4C M#U,M[:82Z*BX@)Z7X32?C^'_R9P85!CG%GT@1S+2,/G>=
(:IA7[,(YE4>%NL"\|*_9(R!+?9-Y$*Y858/41 MT;FF,RO"S\9@R:JM?E9LQ'@\N24.+SU$4(87\$VU5N2&&H,)2!F3K4!Y?*F+
MJ>XM/;YPK)M,U,4P7>JN1=.PNFVT8D/&5*E%?% %R']?J"U[;.8BZSTKX/[' M2M-J:%K*BU>_\,*OB*&PO0>%FC_N.Q4F&W\KA?L'8#M_1
Y<2%.G[,3B-&? MOT#<=E&^!P]'W'AKW=HPX!W?]:2^)(8%U";_D,4XXDFC9E2XC'E^FISA/\" M_,,1/0"%EY5S '![H+JXW>?
7XC9+D]0)O:+:IMM:8K\QK VD)9)7=1ZDB4NT MIS%XOP W"ET_\/-K0 Y]2F=C%LQ#R^)T%?18_Z$#&T-ZQ9D7
M)+ZRM;;IWW6%LOT>N.DVQ.>B/=]M>J3&__8:RFQBOG6"8)N__(3L_!<'4=PP M*J:,: ;[:4[U&4OU;'H6[F[X/F-K?
8)UCZ;;;M!>TTROGVJW>$3'YY$TK=&*>!29<'=1 MAK!HX%0*.4P%?A04(W@23$%Q@I/-L!,L.C!D+!6:;G<8(P2$3*W&Y5B[>FL[
M(06SS+2FV]6WR&?S$SVZEEH>23H$1ZUHS_E)4Q*! M=<@U6? M!#%!)+NMDBDGP/W+(7K[JXM"=.-+/NOB+]=)%__PZY?
7U@QK/^BC=3I=/G&R M$@IUU1>P4&B.^?0<_+[NP HN8G30MH@7\ ;"#.1QSR%FB[_XZ?$V2]+H!.(\ M+AKQS"0!"0K-
==XIJ^LSDKY*WW%T!G%Z06F+4BAIW?^>^6>T%9\![19A=C%# M7N+=B^0$'Q)7D!5"^X#+^?HPE'KI+1I"H0N_ HE^S2X?))Z(@4"J7^N+1J2/
MJ-#P/#!N8CN &\:RY/"WPO30EQ1[R5-C(&I0/-!03-G"VI1UF0RTZKQFIY,3 M7[;[FRR!("9)M\EJX]&R@
79>*2<.87XUZ)'5A$7=A_=E@MF<9!F&Z6>I0< M&9L3O$8H> H>]/Q+U!SKS.:Z,5R>]6>>AA-R,G\4..)BMT#L0+:9N>GUJJ'G M]!?HI;G.#PI$0K
B@2&]? +I,?(>PS>0I)PW@)]S12I5HM/+Q1%[BR"HF2% MN4*UCLG&V@XH28)%Z_W#@6_=[T:0>:JV-N/GR0:HY2"NQ/.; A."''-S01H5Y_G
M5!0H9'I3&NQN'K4IA)%N^EM\>BQE"%)LCTH38C6)<+<@',6-I8NN>J:0(@6L MM(NN8::(**E69*4ER19YN_"LW@6"_US)CXZ?
O(&^0/6GE2YY'++N#R@%;K5: MM$EI5A6!UL,_46*[:C,RV%YQFR#UK\E1FT6@.DI:6SYN;KUKOKE<5+/N3[WD!N'<2
M26FH!/FK@:LJK511,Z)KN;2QEHBN@M6>UR M6A:P(+O<^JYZW'?5JS54GS54AB"RKXD -;=:F3!=-@UWVBE][['8'+]TP 5"@ M0;[)(/ /('0!]

MLO+K)4&H4FF,UE+;+MQ_NM\PSVBMP<)S+)"G&84A<'%$W>F4A;@@+WUV|,9 M)_4I^NH'4&TK615]1K269NK^JS=B?*
9QJN&'3XL>I)KMNC,K/259\&F345386 M33I<):L,)6;K/XO&J(=-MZ-E+1]@]5'WZA>=J?@@%O&AU%MEZ(U(/K54!7K1 M+E!ICE]7UA>-
S/I(78MRTQ9GH&CV+O#[?4PW;ANJ9/!P_<4N%0/$ZVE*<3!C!4C-35EX@DOB(_6W"C:-MIC-&6FM]#].<"Y;*
(=E%QLLH9@N1CS$C(S.MFD,C)D#G]DGK?ZJT.\RK[^N\H MU.2KUE:HZ.8MRJ5N!5#"4D&I'U+O9RO@8EWQG/-G@9]>5)Y@(651^ Q':N'<
*MB^UC:D5P@Z 8P1>H[+#."W(K*B%:X1Z49^==H[$Y+]H\L/=#OV43;5D?AUI* M*X?R+6P=!;Z'TM_=.($3NN#U"$":Y+G^CP"*
[R;Z$3N:XJ4ZS9SEAKL&SVU#_ M$RVF(:'92-MD:YWDN D]!|_T'O;-"?#%G]XZ<7R!@N+/3I#1UB#65Y]V#NGZ MLW-B6\E:C=0&^9 .070!X#6-W-
^VWT+('H[^&7V1'NW/ZZ(=389]IM%$^T0E MMOU7R'R=+-!H"'"N2\$+VFUZ8$R)08P8I&2A.?ZC>N&V7PRG@!+H#7![P(/X/T-HL)U8"%NNB[*
*M10G1CRCH,>6N1Z2GQL1KX.SX7I':&E[U.&\SGE["7I9(SS6?W-"%;.&<'&19 M?P). E[\PS'=[K] O!".E)6P^VAG!<_.!1UJ,2;0;JRV,+7KQADH*3@I2;CX*
MUI/OX',;'Q#+40OW-81TRBE=V+AS.IFV&)2YN\JZ:OV,NE$$=TFHJ\:%G4Y1 MB/4;(ML8ZP(>UA5?*
;QZ|&)]>JF0$\3EH5GDFRR]!C%_A_4("96#W.6\9@D MF?@2BM;F3'^;I4GJA.@1BN@:ZEVT+6070XZ4Q1<\KV**>':45=#;$Y9P-342 MS;57XS&:OI?
^?RBZ$GC_I:2'S706+0!-<"Y\)+],#:}>=30Y/N MLVA!H]W,L2 ;&B$0.@" QO!GY/'!9.C BQ_C'9]O&2CE$ -R%! MRD%Z6:/"EQ\5CFFZL>N/89'+
[QFEXH%G5:A&.F612@:?M++&"_QBL364$B#M M%KJF1RWXT6UC_A3UAZA"QGZ&#! 9&]] 7L;^,TBW^YWSWH=J.1D:QOJ:SE#+
MO9\^,7(A7!OH9\TY-T;$(5 L*82L8^^X@S-V3 CPLEMYSMU(YA%*18S,PQU MV^D+-()C;_<;+Q=0F;.F-M4=, RYW2M2/)S82[ZUK-9/D(8H_@V_7.<.*
*[(H1_ M= &O1)C<&'.]>_KY76XK[\HL$'3@'\+<0NC6O>Z;T,-_"_ [Z(^0:Z.K?Q-# M4@T/=QE*39)3:BGV4/"'8XLLF!7^RB8/:7FT-*
(3_$5HU2NH2(HP^#.Y#_MTH# MC\12%&%!$TO_E>M^K=6,\@GCC@8BNN<!=%T-CU'4$H'J1_G96) "*!$C!RR MR96/!3P.0[^F\18H.[<^.[!W&-*
XZ9S|U O:MSNRC;2EMF]!3\IV?]#TNRH?7 M^(0UA=P8>/=.',)YD5\:1N.-/ E9L+_.;1W=7P6T7_>+!$\,)&V;^SV#U"DFX_0Q'IH3$W9$P3SXE-
*MQL.1PA=OHM#[%_.8 ?BDQ\Z%/+N/93&6K(D-LP%N=,@=@*Q4/*-_=GU&9DQLO#/(MBHOG]%@,5^>,%Q[91$N*
M@MJ)NLEO2KIL^!YO!@1.!4C^_);<=65W\MHU(0>9@DYR!JEQ\B^G)D@P7J.
*MI0:*Q1PIIM..CVBP>+_*6SK/>$V'J>HVJF;#!#.ZY7RC#GEM'8"'07EZM M1K0AD=IF*
@R+H8Z"S#SX]\+GC)QKR>1'G2J#DL<1!V.WH1B[R0.X9EOA{#(-MQ' #FPR!0JXF>33X]$;B\|/(10/,G,$A(FB&4VRZ)PD MP^)79@Z-
,$&P@UP6G;=%,CQFT7E;AL?=6)'19?RHG/D\^7]!E>"@X(VV)HM! MK79@@K669'W7OJQW_>X1>%D MON;;NG(Y.92^]L.TMI-T W-
&S24MH43YD@N MERQ0I 5^7L?>'G.RV+.WB;T:BGOX&_9"7B898ES S5?47JJ;@+'_2WQ#_ R MW@'W&$9!=(!?KM5
[YPO;A<#]O,!20G@R7^#4(>I$QY\"&$+:.E30-;VR:"C9 M?"U4)?$=5?4=I7OZ"ARD^_0WYS&D[R>$N4ELYSF.']+XY#R&>_0?D9V2'47I M/CR>?
P.7Y#GZ!F)$ J@,_W43Z&W5'_=_17$"7],@-RVS2(/9? U[-R9:1IW= MH)<0/'-HA"6%@CR?K#=__L3=;7OK/:ZWLG#B[ESBC<[..X)N[VA\^?-
]WMVM]9[7:.MCRPDGE.QHJ$[_.. M':?YQIDXS9^\|>"U9MC@8XBCT M2E^U7R>=UB?GW3]E)^K$FK]/CQBM4FOUFYE;J/_-4)YEXAIS@S["?M'%ZF':
*M,I@ONMA]EK,4_41&"M8'L0MGZAP@'_XY2FN)#:K8/_'+260PDQ;_OI=&CAGQ(?DENN-:$|=X?<#EE9$PN8*5W*AU67#QS):^RO M*]WW>_<8O?*
C>_:_X,:&187M\!0JG.M^#&.H>M:=PD#A18G2>;M-S4)/ J,G] M+I"GN+R-H#XFOG#:_/JBJ4XHO?0?>'+;??O%&BV,BMU)8R5>S+RK-..F_[B*
MI\?;+FCXCOWXN4VFB>\/\|>D'J/B-I6_;'/*^^=>@L-9;JI^UGZ2Z=:_(MY_<<^R[8!$%AW"GGBK0[-\6XW@$O[XB9_+^O%\-DE,33Z/1TOL_T0L*
MM;1#D_$8)4D2T0,\\U!WF9/"\SPO#PK3,JOI39Q%)0PQY_KR #$JJ=J$Y'4X!7-28 MC)E7AL%AA?),8KQP&#/1J]@D%%
,M@R=PT=&67E!H21HD/<]37_(KWZN] M?:O(G,@^/'N$;D=K\[@A(BVAVUO@M>WP4OX['*^D1N%D_D3'C(L8;6CQI:*
M/V54NQQ&E"'6X%'J)37SX(=Y.+[7."JS2<8T;\T:36522,1R3=$SL :(B0BS M5_;ST\F)+]O]?9+Z*$.@5VGYR78O4/5N2[.5K/K_JO\K$]*()1F=;BT]$GG>
M.LD1_G /F[PY > XF*]RH[]J\W.U/8QI>UC]L_[^1P Y)<,T;PE' ? DP)Z3 MG#[;IQ>1D(E,?BKA*SQDQ&??(W_,KG1"*H',@\5WSCNHD?S(FT?*
*^YFK3[53K M(?B<,;R?05HP*PI;%.FYH%0^YMY@SS$X.[Y7O%""[;?IL=B*R:\TYEP6 ?US M')U!G%Z> PDSR?Z,9GFV\;R_NT9FR;"PQ.*
:GCRXA^.Z7;_)2%G;IGZ MZXN@R#N06WS@93?9H>]^_Y3IRC M&KGX7R':_X[\,/T9-L]BJDXR;,Q%D'T[=!#?-+NC$W((8MHYF,N8J4+"F%];
*M!.7A!7V:\N#FD*R.3O?=14!:")'U'_+:)=@[&'F3CU. .EOZ4 MDGBMQ=C6DSY3.DH-KOR,\GIPIZNQE-.2D%^/49SN0'S"?YV.6H2G82R0141<M,SR-*
C!GIBXNX#&K!9T")_RPL337.C5/$3(OZCZ[U%DL@C:OXE?M-WR/34"?.M_W]{7]KD.&XD^E]%J*YV;527:DOJGK>?'&P2DNBA2 V/JI9_ M_4."-*
XF+EYA0,<+AJ98 ")E(Y(U,R8|?!W);!?>G^I4E|W7)?;U,0@=F=."Z9 MLQ^C:,&2.6MRYNP$>2[7AU3YE;MDT4^$Z<-3I^%<'QHU./C%"_XA+6-
V@4RA MZ\,FMK'LKH]2"FS2S!)D(C04KU@'M@D*$5LH%TX M#VP2]"(T<% D9$V#;<2&CEXBV"18^7B&BB3;;!(,(S19+I*&-@DR$5LLETA&*
MFR3F@=_6FBUG;1(3?Q#K29:E-@E>$9I-DR6HF5-6Z97^WS15A92;EG9:1;E> .M.6GN>DGYH3P MBB;>&L|"%HTT,@<+]3$;-
F4DMT5A!E!Q?,Q*K0M:6$TA@K M8T3+S?FS]:\@O/4LRA+$Q8.ZK(1S'"+S]917EZHZRH?"]RBA?;,8'NRFRBJ M[ZLU=;Y'5)F]S/J;@)*
YN"=^B0Z=&;-GM)M0U@M)":&/7@E.0[GXA4!4E@K9 M-VK_[,F7B.P2[\G=B>3UH"5G0\0:[(%U^!(&K/-(X-]0BJ-4)N4"BDE+T:8F MEK>AY1
0:7+NVA]VE&,J<7A'WH@7G(A3G.V9Y4W(4;]:-1LX8/$'QQ.)R6I/ M!0Z+64LAD4R8CWN AZ*EQ$E9AV2&L6^\^EB[58_'$;D^>]0>AB-FECD6R>&*
M8"PS?Q"@K##%<-.[9(#0]GU,&O?<.2-P,953@+,&)J;DPLO,F:D7<<;N0O&N$>X M9&T?D>$XP?Y&[H))SR.0A]+]9?B+RA%0)'.I&?*
*[(<@PA+O/575E*S"8YG5)O MG^51K>4A"(_6H[^#_.\#=(N;-C=#*BEFYBF+N)5?>7$]@KY=+[^HBI*YN)"2R3 4MHKF&)*
"@[/)4@3TGQV<2I[GH3T$$.KJ7.%1Q?PE"AJ X#MUO20SWO'ME#.#;D^E*PE)U*P).G/76V:!L(X[AP=Z\R(G;-&.5R$?J9\F?F4?6=>=GPG@ZT
M|ON0[)G$6>\R]61N1Y-@6RIGDW+:;?$F@_)W)G$O2:CZU]Q8D1NM=_" C\H7 MB0-&WIUPX@AJ=/WZ'^GVL7#%":W2LHQN@RA^\1*QYZHQ*
*MP%BOD*X(KL5ZI5+.?#NVF_!35?OA,UY#L"1+[IX>368D=&N[T72TPVYHN@H/ M6E=MI9Z(+%(*
#$=*'[[<2YDPW#LTA'A46HCA;J(^J.'I/N8X153^D)7CN.G. M$67;9+?VEK>AGT8{R[;)S1GQ M!^:VD_K#('/!C+3X?.:^=7)CRX/Z4SG=PQV6>6@D,["!
*(7=52.=<#RB#72U< M*_?.#4GZ*]$OE,.3N^#=%YN\LM$5.H8HIL(1+IHEPG\]#/IYGTK#(.6G T1 M7S:?@C<2^N*
*>]$27H0KO:D]\VR71AMA)R,K/2>'OL])*9XQU=Y@IWDD:)-Z M2&2UN^1S9F0:/+J2W@?=1[%(+DF[4L]QCM X?J;W@ MQ^X;B=9OT%LD)-*
*$A\)JG>9&?Q$GHM\DQ@4(+;^36BNW#EQ.'YA36$M3U;AM: M?I3:6'XXW M>+#+!+4C72^>I_;/U,(N$\,1,88) M5R6?7IX)S#C4#OB.Z[6N/E()#^*
*M4OT=,_^[F)T0]WR3FS!\4]"?6-C"C;C;RNXR?V?"W?#.*H+$\TX87.9N.^#LZ MNPTOAX; L7M-:,9O%,]8'U[=\U_(*HR5EED!1%"ENE+[FS2]H-*
*'=F9V8AO)(3 M/->')_E%TFGK@/EA=OE4!"75)/N\.6=?ZI56TU]IR34R*2OEHZ1X%'V(RW(= M KSR1L[7YZ=;7T2PX?J8V;9Z;X4@[B{J[S8'*R1WKI?*
$PFP9T6ACH\5=I F_ MCE<'9HW:F_7A?;L]"G=U%M37$FU:?+^Z",C,6;@BSW#W8U]<.2HX5ZPOE@0 MBFASC-%NA94(_R+'S'[W24.UQZ/4G-*
*_&Z1F_GENVW1Y=;B\.ERL81S6\.A M_-WR\H)T*C-8.ASW71ER%9"#)KNIE.S#^(Z2ON1JC/PCB[MEXC.E$]P VFA. MA1G= MQOHIKR8U<#R-*
*<'%V\9U==UFRN+$Z_^+S6GQ>B\|+)TG.XEI"Z\Y;W#B+&V=Q MX^ P1A='A!&J/6X<(C#'378&&N<*6_P*'XKY7+=?X8E8$<%9??L)*N&G&[PC*
MD1VZ)QU#7S5K-GV8OS&922Z;,2X841A70#_*K=/__'/5WA>Q[&CZ]]=?DM< MPZCY[46W]9E>W6-*
*R%&ZL_OVH]F2%6K8D/*YWN^"\NYY79/H4Q:=NK3 \4]B_6EY""2$?>',NG@;FWN.9_7CYSE2> MN_8X!%54\DW154JICUYR8<8C'@7-?*
*(1D';09+:,=\LK^+7%#XMPE81J-<0-1 M#1'IE"4U1P_?#T%(W+U_FX0A%9=G5C3/8[&?3Y10)65G.BQ@K"-**+;X%5P: M@@*SR=ZC1@E7#'Z<#*
0M6BA%%6IHEYRG)>-D)$KGRVO#,8 SY^:"?]M.)"C M0AAO?*,CUG,ZHMO_K.;JW.GX+!']7DOO??W#!@/;-6OM/-+-2?.SMIL/W%*
MEK]WZ;5;11&IM&)0&>6RJ8M!B$XC7@S"276D2[0P66Z2R.#HM@< 84>_WYOS9^E<0WGI6%.F9+'W6G T5DH.J[E)BYG19 M 2.8Y1:?
K2.16A9=5\$(+N--W>%+I\W7QP$DW#I\"0,G8<^O;BS[5R_8\DM1'&!W<4R0]/MD,C&?W3$3&L6+2C._2K(BL M]B%A"KW\-
/AC9]NZAJ+Q"W'W!Z#_.Q):>_(E(KN$*JP[D00?M.1LB+@C;\0+ M3L39$OO@!Y2]G5]AD_+35.V:#9QM:#D$1*A_ZUA\[7]":.#!P(G$NA=),F$V
*M(!Y]*B1M:LR_DHA0.Q#ZB&8D(O1I=IL[G^80'TC8TM:D:H-DAK$>S#ZV'=^Y MV2-0E=)-8/B+RA%0U'8]&/Z<<@2OV<"[25S/G-GS$;B(G(55(],(.?*
*7@?H>_ MY+0HF8"/=8C3$J53YDI4#8ZG)"9AL1MYDJA@-+YS4.8?ZLP385HV>D5C*33%O()Y>145:L6R*L,X1?7N1[QE1&62&^T7ZH4=ESAF*E*7*
*MME%5MK72$SO8>5H47C4X#.%.9MU<&#V%584:33W2[?1<=%K8JB(9,Y.&")*V MA5Y%C:,E:WCN7#\I.Y!L;"CZK]='P*1LY@(M3C#<%3DCD?*
*DJ#,^=%E'OX9T MTIY$(G2A&)X',3*%7%&&:$=*47I_#\&[7UO9-XD8W,@[L@W0,)M2!PW?K!L MUZ,_32KU:F# W D/L(='AGZ=+ ?1Z\F?*
85PB2R/=[3O%SYE^<$<\ZTR-@!!ZAUXW3X'E"JW4W>;/BO=M MALJT@<*XH2,,;B89<),D#W*%%H-MZ#SN3&?S3-6N$;PAB.?,Z"MY"*
*[PWRA!KVOQ9RH_D;)YA"$,?Q|&QR_49)PE%)" M8[*Q\7R%.51_VLDQ/0P/L\CUM=R%T=%8,!PG'4B":UY@!E\[<""QLYL(:!LJ MF#&@%^:7&6*
R^*\HE#\,!=.&ZR_9:UO)(25FH^&P]Q:.30/4\/"0/@T(S%?# MX>] !T(CV/# CYZBU,_>-APUG;B$TC0W/"(V-IU4;7_#4=-3KS:^/(R^]% X
*M'0S'0T=M0L=E<6VA8I2539:(\?S;E@0 .0.1;%K9YT,XW'0 YH]ASIEP\!$# ML,#HUKNZW'X$>9*R<"LF/XJ0KS%SOI@FV]8="=TWNITW$E'-*
-0XM6TU3.C.G MB]"^Fj%+@C65TK74OKA M#)ROGH(5L7W("R?4!RWE9.8M)]/A>($CK7$/G+(8!=A U&#"+#U3!)>_E;7T) Y_^:9-
6,^#F!>`T:I);I7%TC:%+ MAM'X2IF$HEK#4&RXHQ8Y_^4V-KE[X%4=C'FNW;2AG)Q$J](5(+201"-1^0RR M1\@W01@&[\ HK!/])CYW^(^G&!<*
";@)=F'QS:/O MD.^;=^ND]&P,6Q/#>PS3GI+PV'J67SI$,@B76!XV3'%B]]/;IC64J&J1^!T
*M.*G6U.N<$!WY)X[KFQ^%&;+2J.#P$/B6)$;;4XAL9RU7{6]1,$OI>E(M 'STJ3E&HIA)OAA**=']:=.OK+U>5H%T@?FX%X'TFBB_"^LDCL IK'I"JIPV*
M&T YFBD?I;>82)Z;\48B(3:#G_'6=T5Y^D 1&7XC-Z]4\IT@;KKRJ'0MR>>_M,:H$J2/K_COE'VY$Y=B:Q:1NLN0!*
[R43#F&TXN]#LJ>|\YB5TJ=Y^LCSN88R[MJIR%H6U"G.@A#)C?C)ICZ]UC%"6%@28X0(V)6.X3Z72=R.RWJ;ZA3)V!E 2] MI+;.:!"1
*/(3DMX3X]GF]2U5TU\ZVJ7 S\31S8OZJWK;<,$I*I[#W] M,V)U1%U;4_^7S9]0A%9^JB4D1S66<]<:): S&H4#F/N*
DD+E1VW/EV==#C(+R2]UWC#09 ML6Y#=[\7NG>'KGH9YG.31*Y/HHCK+>PR\S+:K=!._ON4>+IO7KK.I=A^-\-(*
M,G74#1R^WSKC^CTKUM6+%8(5"?]\ZV>]4)FCF.?[MU)IWT:WR_-H]=LY=9C:&^\ER_>@IB"]6_KWWR%-+'&C0THT$K>'>MY1(/U"*
*MK1'*SG>PCS1,RVYQQ:(7P*0Q\3)\Z3.QX+4@LX$'J*2R9<:].14IVF TV^"5 M.(0V4R'Q1:U%1K8/H[A&:86PJ>1?<:U"G7FC;C5' M3L787-*
*F_)2[ENC=GRH0C$K-7"M0LE0C;/JO,=\$)*XK6NVPCZ_.5^>]S+X5VGC]UD+AG<\%:KE!#<\|9])D_+[@,MQ7@-&C;X<$&';#6:7@_WU7 M'??*
*6D3B]ZWDHI[*O"$HN6)[X7'HL,'(.!=.FO_COKN^1=]L#N?_N1G"_BRUP MLRC4L^9[@V9]+XHER0N5\T:.GBU)B38X$KJU)]?ZEA6S4&=-BF;-*
F#:0;>B5 MV($/"4',5J,?!\D.(@:EGH?GA%;45--);>5,&-FW =S-\DHCJT((S:Q&C0FC M;JXLQ,+[K5?"NJAM@UOKY,:6Y_Y,:5].M.C(0.8OQ+9!94?
LO+>',$CVAU>H M/>-#\"GT:/D"8(^JR!Q+ ^>HE95GD,W D:E_=R1]+\/09B:^,)+KKT $B Y MAJ!DX*CWY(N?4'4LKZ %H:,OJM\;8?*
*&U>.74MFX:^)*J@*+:S*)@:_6$#(($ M [*JP,-08$837Q.K B.MCZY3%?]:)&C*Z*R2^\ M,G/|\,N2AZA0414)/+7*$,AE_*,?Z-?*
*$&SY(3R:EB.55(!2K%X9!KQ:A?<#_ M0-VH!#6Q#(=^H.=)7%O+<++ST<4')RG<9C@X]OTJ[^]>A8*M<*_4"8IB!'-O0 M:N;NM,AC=B,ZT+V051,*
*[0+V52]QRZ(CV^-[:""&8<3>.H4_AL#._>A[*W)<[N MA3R=4ER5#S->QKHH#?^^X0T*E]Z-4]V2=B5$S/@PMTDZ]JZ6@RI-&HX=C?O2*
*MI7(E9FR,?5LZAH"F0.V?T1&*1M50S(@8FT9X68A3P/\75(3 'RJKN3H%3OY] M $[D95JGP.K?*
*4&)%7==U$G<@SF14;DW82>#'&1*1%Y>=!!%8_7^BXK23(&G M,T-:X'82/. R5T>NI#L)QG 9++S7^*("NY.@ Y=:.+N F9%IF8H)&6J_O.PD:*
*M3%!"916")T$*3AU45E5XDF 2+NU3MW[Q)*C I8CVKY(\"7),4$ZE%94GP0HN M;;5?L>9)$(-/?>UY)D$7R*L'X![DD0@D\=[EG@>Q+LX-*
'.]0,GP0;^/3@ M?F7))T$,+ETX'ZI1PGP2;.#4@'6JGT^"#EQJ;_ZZL@!Y>V.[!F^R08PJ?C
M]BH!/PEN<.F[@L3PB9([\6FSC2+UDT"-3V7M4Q]_$M3@TUF8 M, DN<*JLW'8+D[RRP*6V-I]_"_LV3((+7,ILF1>L;/HP"39PZ;]"RJCTBY@$ M#?
@45U5GBDG0@$M":L'QB2HPJ6L]NZD,0EN<&FO@MJ4D MZ]LQ"5IP:::"5W^3>=/^A$L9U>@MHH>%_ JA@03Z<[)6ON9\6\,1@:?&#BEZ
M=M>0\/[^_ON3%4;4NOP]50E^R-NC_!:;WP,_.)Y_8"AYI?_WSSLW L0F(:0[M@'5'[J#Y%[:Y"DCSZNR \IM7_@2%ZT>_&[-3R1/:6EWD-@,FVT%
[ITB(>.VKS MF.;/U-ZT2K:3CANE^4Y$[_ O@[BV&A7Z6QNK?S];TR@(M_]=XS\WY&9X+#C]KG^'!.\9RK@,16?&N&WN/(_L
MB?/5#;PL4^8!A/ZM9[G';&7'0@:B.?$Z<%Z4R+V0R&'R+A4L"KFC< G"P?C MC\Q- XI#Z,QLN-*
I#M+Q(U\ED:ST;,DU4DZZK"2K%T1M2[+:]^/BCZ75O%@N M)[]IF=VV 9Y1<$@!,^![UA^?)-Z5X)P[5F=VI#PS:6)'.[!BT]Y53?
@Z(F_6EY";MTWUWLAE.3C M,]TB>^G7$B=4AJCO+F[(BF=)W4Z_P MJ&]U8L;*1^CFIE7;4FE8%9$?3>,2-48TV^]T]:R(;T@#I88@1]:,9C+L7$,'

M)XF]#UAHRUU#0.411$=8#3E>,<_LIB_*71N8>Y,_T!MUO";&@OZ|>L]H*807 M*(A_@5/M=*<'^K2,[B>B11-[]9OY00";.0!BPTFR|\8Q^(D|
,&NU=|S*>]B|W'P+@H>M-^L3J M"(7$K91EA*#U,;(]ET.R>I^,+=V1R [=4UQ1(IK(&&/I&:,D\&" 5=MG&8_P M([!]<;J-; 8V,*1I%?(YHT8<[RASM-
D3M[1N-U.AV,,VXH%Q^8DRS=#R(!KA M'"G;CN*0M:[++BMX+@_3CK&O>K63_]Y6PIW!I\O6/8]].WD^,2A.5!]99]=2R
MSP,E32^!/\3\-9W#H8EQUIV-)N02)2M8P/[N)9=K"R %LD]IV4WM!2MO'>,B MV\/UMEH;U=Z*D*&.WI'1-XH:A1]56E$U#:VI_595]}U@QH=V#
["A)H8&O@R(MQ*LOHI:F6E3M&4=O--2AC81W<95-0SW!XZ!T1/754_QN*391>;:._$=*&A-&=9M\H?J3'P6>ZT A MB]H5$+K)U'-F(YZL(
=4>CI72X+=G*O?2-RQ'19 :34)@=WH?DL8WX"]C]P2R6C*/?I9FR&RHX.@K.2$>.]&6GDF<_M_@!K&;]UODLWU1X]T;;RDDS4)&
<6TIWK)7&I>7,W)YICK%>\NX(M\(9+-5=# M76[Z#+BLZZ-4+C'CHH^S5L-DJ3>@UM=7,;-*PU4AUEIS$8RGV>A:]BUX9@BO?
$Z+*HFO:%TL6>;_076,/1 MC1EQDS&M(?:@X3&Q_@CK8G,:'O :0%5B&]?PF-88..$8V88^A!@3*T(;_]]C M>9OD>+3"\WKWX/KT>[<6U4N?8?'-
U"7BAP%(=!&_)2*%-"(EO,C"Z)1]QFPX M35M.%'U9N.BLCYEY]\^!;VOLMC)LY@U+MSECB++L0B,_?B)^0PNJELNL7-S[<)E ,A(3WW[/,
M1KAS4<3ZA0@E1_>59@,[[;[V*0B<-+LX?<"_H6%=#[M@%P&*"7@&5XYZ_$=<#16F<)=1H;ZES">Y<-[REU<]086$)] MEP_U-4R@#QE!$-
M8'S(^T+3@/]3_7V8!?DCGO\(*_9"IZ+PAF+MAM<:#2 MRK&@IT#(!=LN#D-(++^M\"HQ=L"/C,(S)#/LI$'1/7HW#$--P%DRBJAFCM_9P
M1WST"*PD57B)P6($ET,UN17E_GZT3H^D% 8F^0.FZ_*$O=L4X96W-Q\R](H M<) ^5/MRKUP_[!O Z8^2=;%Z2#M)]'3- 'IMAC-O*<\F*6+
(BEJRO2MBK/*Z M59MIMZ-8I R,VDC?(M=QK9!BE%ZWP&:?4IN]IFP(X!NVYI(@LB2(7'."2+D' MH ^!E2]\63ISET008Q-!1GWSSC?
M#05_!$U^]05@YM-*8YSM%T@2N6P246]/ M0:VD8Y\,:PCN9"U(YT*>(2TLK[IZ@
%/Z0>0*F:,+1EP2P:TUI<,N#I"!GIB/W0N')KL06.2Y"Z=/6AHQMQ$R#!&T=5T5IN3,CA"MF#1 MX>?Q>**,AC&= [2:@4X>4>P>@4'__\F
M65((EQ1"$W-9/E(RVY)8)4]ZR)CA31+1>QJ%FS0H&$G D\^9#Y1T%](:4Q)S MVU8;=
8D06_>R\"'+%')YMHLASZTHCA,;+B*&9[$I8XT9BW)!!H<1ZM4OFKT MDC!PC0D#2\3\XT50+AL>UA+^M1M7%[&H,3"U:@
4KN!%F[%R#4],8:/7UE9X6U7I"V3E6L%F5VU$Y#8&S4:_FEI[O ML>_Z=#E&? 81/5*W..W)(S@KD'<]#%-9N$U)!0.-=;% MHLNN^8Z53AS14
7^PS4C[%B"4Y=J^,P.,R)Z]5(0/\#!CR06?Y^K)I=O5 MV4,E%54+ -]8'B1^; Z$Q-G,;9!G1+V$P9OKP">(RT(M)M5B4BTFE69E$=N& M=GW1*
[&)^P9G_4QB1=D>V93%Q+KT"?(R?-D+%.5!ZLQ$!5;7.#<'¦6U,A" M72S0Q0*54HU<-F!&R&*)+I:HT99H)^%N>/AR++RTM0-
S+/;26'^PW/"KY26D M5I 98=3>,M=W[F[5UFUM-Q0!8|><_7!)2'G$X M/Y$WXDFRXS4GSP]<=N?8+6WO5)I&WVV-
CP/]_)5B*SRUV&3)]P4P*B8A*&ZY MI;\BN7,<@4@V?4O9]I[*]^SW!VNPZW#Q&L$:O"=X7H](4DL2.)"Q1*Z.@4#
MY^=9C_XIB2,F,'Z4HE@V8WXP;LX5QOD0DM\2XMNR)O4Z,^<'B[>USG*D.?,Z MP9!?**)E>&%ZFRTU"C3.M&BHTW?M4LL6%A M'""YD5VXL9%S-
G=(W*,0!\BB,QP1O7Q47)[,,Q@Q(T<[YMG%SRS0?<0V*&8, M=59]5*:V2I:W;#Y#L*.I[8R,GJMAQAW,?Z4VV#*K#0^"3*:?S(!.9?DSU([
MQ/!T@4DHZ.68JL'H6SJ;("I\"$3@&6G]&>_TNA#EQ7FRP0) M_'U,PN,=^<:DH_3$!(/'K3094&E-$4>YTX;X?5&_!S&)[A*R?0^VAR")+_ 9 MOM/+
<'YPW_@'T'N964]AFR&V(!+)(;3'SL\ :H8S2\7L'+XO9WV,:X\HYFUV M:+C)F"24QQTZWW.P3%5_)2=*-L1)A5]7DNNZRDP,^YGJTR,PI,HR\U7DS2PJ
M;D:UY1.=EACUQ%H8I1_<$<\Z$^SJ6PXGL96>ZK6 M-V:43'I(/^$P*8@!E8(E^>8;&8-6I\GAE44U#?R(M?(VD8[K(M'"H14QE?R2D)[8,5D9Q0LH=
MO?.M=4I?=OC-W7!.HN,"6$XDHYA7 F*=8K@D]'(,_[*,L" 6)#@KG^XN=L,Z MG+'Z9^'&<0)BCE!I><%VKKMYU5^)),10? C=+7K;[X>I M#:16##*
<&I)HHRR_W_+5Y)>R=E_A;&#TZ?^D%GJ M7$&-C[YR:1P58"1K&C.&>S0'&3,F-B*VY5P1\QEHE;32<)#6+SW7UX8YA6C3'K.MIF^ Z+
(KVRM=8C-4)K.5 3)RI)\WS%+_4R MDO57NG#21*>?2+ H4X'U[9X%=_D8R^[Y119U4UPL]K8R#X]VTX;K9EFA&Q?I\/ MKC9FA&Q?I\/ MKC9E+9C#
<[K[!_EYK,/_OEET]AIY8O9KNES D((6BO#G;*8L@LG4M7CU#J84:11KMTE3@O M,""62(9@@)<-, X*# G>RQ-JE"H'H*$JW@V%=2@?
E2D1F&,L$Z*DET]"V2D^ M(:]D>LP5>2"'*HO8W2401$D7M(8L_8O%'C IV+LD;)"'=[_BF?,Q\HZ2ZDK^_] M8T9]Z?! :*#^UO$T 7EEZE]-?$K[ID0Y?
+.41WEB!3]QFSMS0@J8?=EPR7?%3 M*XU9,[\W?0JB"- *8A!Z_L6'P"F[OL@?T*KF+B: ^Z2: ^7BZN%MNOX:G.7#%C
MX%).#DU<8D:5OM+.SX&2R[SK@-QWG %I-W,7F'/>ZG>KWM>BX[7V!@SR1..=HVJ%_OU;>(-M24*.R=5GE5'!:/Q&'(?
NMX2YJ;?!BQ42;FD1C4E7YU[HC+UG>K"@ @6>QWA! M^KBG>/_\T:-2>ZIHWD!7000UG''+7FC8;GC]1 1>]+ M*DVBM7__'=2/Q(T.MZX';E"B^*-
Y8"_$@\Z%=\&?*8H&CFR M$,_Y%F.N<@*0#!YU4^OX0,(.B@%GJYV7F#-/BUYP($!Q5E8^8+Y$P!QOL T=.M^2S*#^R\#@Z0=+^WQQGR_N\V-
_PI;A.M4Q30W%T)@Z,IT>].4H;|U M"|PAH8/"4)3ACL=<(-=P!)K1$ GP9I96G3#B7]-B4Q9PE]$C83\]5+CE=+-N7PCN]M:0T M+2E-
2K"7JB((JHH\TS,_K(XDI!L0-@+D#%I>\%P6[,^NXWCDWHKXN3K"8===< MG.-"4=+
R+O)U8=L41(38^0+C5$EAHB%RF<(1*_AL*]/"N:@$;$XM]0R#'4 MRD 7U.M,#C6=Y)I=#C?G/&L&]");]+7V%4L)>G4F-M=?'F7,*;TX4@DF^1
M!C4W1F'8KIR&6^/,V_+@*KS<-P5W9 >A4*H408#&\]P]']L0/NV2#I_1VT(-_MHE>RIT)"X7-ICKNZUX@?U%7*?_E[ZFL)2%Q-
N<(5"7A48A&SG8*]Y_O5U)2 MK@RX\A>?_&T&OD]LEN)R/"9^K0=<>W?BP:-NZG/PS?6H397?:/&.1",71[#I MCN#EJ?RVA,&N/YY^R7B9BH,*+61#
>_,/*MVM]$P?XS7C1>W*IJ;%V;D MC,$*9!X50]]U;L,N=-R8&R4'D']+*,CW;XR&4;,QK&_^RI>'P(B*\X?/&BZ&YM3H
M3ZEBG9S1F+:O#B1RQYL/PKB=24< 11]SX8_%Q 2RRRD_#?6\4:,J-[:=FRF4 MCSQYMC"J(A])"L-B3B,:/=]K#.O,E*9MD)UOOD,2?0HEA?E4T\R-
E.&+@8BXKG"&3.F1H.-*W-O: M&D=NF ME/V9$Z+NJ)..CXFZ8'MO6U) 4\J1)/*9[<#M(5[5NAAD9HU\1(1TA M\."U5&^& D*[>!'!
()LPOR=2<6WU]JLR*1YTC M\BG;\NS$L[HSJBZAAB)H?DM'!Y]K0+VY&\NS?)ML#H3$T1??2AR7?LIA994M
M"]W^PU'_27SOR#P@2'V*N($Y_*LA\.A^H[2&) \\B.8%/AO[U?+_66(.A)5]LO(=/7@K M[=R^|>;@1:R7U5BR;0<))0!JXP!ZC*5XKMTF+450FEG8(=3C
MQMN06%$2GCGRIP+C?V(%LH\ H'KIAUJ@:?16TUO-/'MJD RX'P% @F<?8D(FU%-Y,,.HA[W*O/$7BS7 M>?1OK9,;6U[%BC
)YC[\>RR^8"26N+9'QNZAQ'[5CV,.@$K[(UD@=GD8J2/;ES)N3IPW5Q\Q8
MB5;D:+7*S[8&SK;I=D8"=\NM81CRLJ1>'%[%G\:!H#4>T>Q37.2^#13&?@D MKS47$;<9$C%3B\\G-00Y"WSQP1^\M%T:"@@OWX"[?<[606B,&-
*!M% M,T9]>RL+]==VIA@\8P>T9BR>B]#6L%&QV'"%DWD*J_MSYDKWE(7(NPN5SYN/B M&N%O/D=73YQ/CQ($"I9LUH\FK$)066KWKF? 8P+_+
(MX Y M(V=D*SIQ10'WT)AZK0]A+^3XXX4&^5X\SD@\"*L2^]-C5N6$>0FH'> 3TTYK M;/OY<..!*7?#Y=52G/%^H6$FX,5DK)V[QVAXUT?$$HY['-
.&R$(OT#M\@!D M9!*3&RMR;?KMG>O1?SGWI[S3Y\\87AQ3JBG%=]UW_6+.!P63;YD5U:W.Y[]XP M1JF'0,R^HAK/AE"R98SO?K!"9H8=U=L-
%O5Z4[' : . M%#-*@E[4Q9<1?99"QX*YU1N*#Z/UKCPU5&4T,9CY)T;FP96===MF"8E M$7.0Q"7=-K9Z-8![CP6(G#'6FT*?V>KRI/QT](EG?2&N*$*J.
<|\E0Q1HG4I M6(()Y0QT&>ECNQ@;XA/=JY9$&IRO=L@BM<[\ ZQU#P2OKDVB3:!YQ@!;1?N MEI*IY*ZB@Z[C6=:97YHZ]IG$A\"IQ!5.>,Z]'ZJ?+-
>/ &(2K7W*R2F.$CJSTM?!&+LXAK>37AE;43G7-!\R8P]+# M3N-"TV>E4;,AQ=RODO;(&80@YZ%I(BK2&1K#<5S& 3GZW=>96?IPC!F)Y&B/
MGC$52FR@<"&03)@SJ%\W/D3Q^]HH)]+T)#04#U$<^=+T50;#%RPU//FRTG0 M_GX:0IZD^<-^DM4?W'T7SP)70QJ\C2 /V*(6/W";#/BK-
[HUO>$@O"-A!2P M=+,,W&B=Q%%L^:!U\0Q!P1*MN0P1QF0+C(82N A"U@6#RW8K+IFPCZC]"%. MUC)E%8:6OR=UOU#'%
(*KQ=;MY7EK!CCH$;I8@"N!^^Q#HRE@8CV$MC6I'"RS M ;A^&31.F0[X:4B:KJM@ U?$,;L *UAC3NUU,"\4J;9#%\;-%!'+ZX\-P8K(MT2!A:0-
0(5X5G4*J3(H2O,U E2'%V6/S!4JC6KUH^*"RQP9D38P,>AN[9N97 MC4=*5Y=!<0&:D;T">PA'BB$_?:YCG[=4KD26S7[-=]B_,F0X_TI2IU.K>J8!
M63HS(_DE[4>9/^QZ";(X)+&;RKK,,PQ53R()EG_J3LL7JS6BNMOM6B/"&1C! M&+$FT=B_LH0X>Y[I-&>(^\RFD@-BW_'X/X82>8/X>V?L#?
DU=!;2:R#J_%DS MDZSH\. %{[@,(R@%03=&.=V;2]%PYH5H*Q_4!GY0D(70MHV5,\C=R3];Z$+W7^W#^#U>Z6\
M('T5)\BQU[Z(QM.8)GNY(U1V0(&35%2LCJ!5_IO]TR3+;>!%]J"%4(1\JB,>"TPOI1_C*($NK>#GQN<]C'45'D) MLYH8XMY_!F&EK\2_22+7AVS8M
X3N[3I-P[?Y8,1)VCY$)=6C,^!FGP(4NS MK%CI')'7EG<_8Z>R?OP(4KY?R2D)*1E!LF&5\3'T,3^MPB@$]&4]N2/]T:^6 MO3/BJ1,>QI.5Z-A51Z_]0?
NZIS!(3L5V(*7'#\/03A79!\BW>)E]-*FC6SV0OYF+#PVZ MN E\YQ_$V1,HR0O/]*KQA+^9R3"*M(G,.4]KR(U(B[PUVB5BE-
0HDRMA.H0861YX"MA'T!:%/W!$D57[Y%M M^YK:#85*=)C@@!MFCE$;+%,OUKLG"(-04XP:)-7*<*8Z97M3A+#A3(F3/UX] M8;P49
&>O3Q\6(^@_GCE?KXV:63M07*[G=LFI$2/P=ZO'B%F ?LPU)TU6)YD MW5=*1!C0BGZ:?(,V9Z^&"X,0H2 *4$*Y!*';(#1'S]5[>?2$;M$9K<3,7S\>
M9BH5#4L_.WCX2$O@6.++\Y/W0W\BQ5IZXB+=G4VW066AT@]3D(BXO1.@K? MG">AR.\7G8]\&K93DX19]$Z-M\!\IZ9^B_-N6\^9[]S9(=U'PE>-
E-S-@2 M3_+.@(L9V0P4S$OY4D#)QU0KS-=A5IJCSH5+,@7%>6FEF2O/3&<5/%Q:FC^N MQ!E2\Q:5U0G>9D+HN;D46M/*W*:_M4C\=#8*
(L83W:$LR>#;S9TW6Y:)M[M5TOUX%$%DB0]5R1]Q%,0<((N1IQ\$@HU86"BK%*!&+;^[.!FH"V!,PS%?5+DCFH:2>@]VW?*!>4"V66%44E*
(VFS15_J M.4O[!#WL\U,C6PCG#IM/,>Z8U,C78[LM,E^'!T&B(A!124:4/-@B&L' M>:MA]4S[XV)[P(+S%D%6IO6)V)-
ZZHRMP83Y>5QHQ.,1G8TDP4[SB,0KS*Z\ M'=,|.*W%4.C4.K=-/:[1^;42TCJRP7P>BE,1Y)5U"BD, M-XJY&L2@S*^6FC%D-
43$ITCK&L#NRU40@5O+U=($KCH'$2BR="M-R"1+H*M^ M6C8L8W&3R&5J?=FLK/+IG163!\L-OUI>0K_9'LA+YG*#HJG4T$J=^LP\2,5<
MUK,.0Z74/-1(V>"WS.05[?I'V;1 3NSR4VA2!=6AB.#/ASA(5CVW6*G:+N>6 M19'BW MPZ&/_^NFR!E@6.%YO;N/8O<(-;<+ 4-MBM0LRC-
"J.)7D:3TN^1(G+6?RZ"7 MT+7)RF-$ \(*M>AY)7:P!]U_$^?1H:?H[EPP-33@?2;<6F!C_D06WZ]$]$TJ M66P:LE,5,1U9.MZ,JED[(%(O;*KX81=>
[E@G8D=41W!!JZ MC8@6NG A53_E!KQZ@A_P\D_,;S.GK/PU\Y^6,QCY)10%\ UX,FR0T.-1-?;Z MO^@5L+K>?8F:C50,>,)[
492R7VA]NQN1R=1LX\:@M^H'>M: M8;I 8+-/Z<+5Y&UNA;./1KY%(G(0,.^NYQE5YET&2;!*)$Y1#6PA\]%,D.H7HM(Y)I3;.HC.N9CG MY19PB].84-
5]OJ%$7AH.C!^.*&6N6\'H^)=4Q51PEFP!/@;>7X]^$VM<&X;_U'JU:=0!]A53#.#LW98PD"):7>ZB$ ML^55C(K=?
[$H%^Y"G3Q(O:38X_SH]>!3&%$?GJ4BGYZW$>"$\;3:RB:^,>N M@MHXH?+)R:S]F_/52=,)AG,1HC/S*BBD0\3ZL@Q*NI>K0'W7^FN7^6VTPD!,
MBU/^$EYTJ.+"TZ)(\>LSOK@9% #F7KQA:\Y7@ZJ(:W&A*KZ^"F8JB*5.SDCY MOWL5*-4(F$Z.7O4>T#)H0=AS4K;,_\VKH$:-
N.:E%%3)'M!28[_@Y+0&=Y\M MH;(EVX%);6.R-?4]+JDH>'A)I\,8U')I[5T2^;ND&B_>ABF(%$?P+HE'X2[0 MHI$;B)L49;Q?O H>* NS31]T$O\XNC>
[K_3__ED^W,VE9%05D^43WKI[G@*? M?U !%,&K7%;+3N0\+H1^C\=;)KR294]OY8C9^&SZ5(3W0] MCSB5!)9FTCAB_4D,
<3MAH:HOJ#!D,N2BL\YG?/&_J4[<@"(GG4_<\X)W]+S) MZ;O2KB%!!*[L3KUC;_9MDT\:U]-RX[OY-1YDC.66\3(^4,G+$13IMM<3?-&3A?
8RY=AL2%1'B[A*CD8C&G"NG]=YM$45H=V2S%CEY^4F?+ MNDB1SKT&Y(Q&*6;IP_TI0C!K /B7%SLR6'6RA5L-%7I*B*ZD/G7"-&=?C;O3:
MTIXU!^,$L..9]EL!+%QEW(5ZS"M$+^]'OYPHMB^/!R@F M80.F2DU=X*G,,XUY]K&H,?#+T[,]CTP*W@W/9D8B);) MJ(/J.
(8%/B]$'Z8A9BH*>0B2D!="QHJ'2Q&(;7CI0A^0P:<:O]K%)&PAPH!,_M3GT(!!"B.V\LQ"R!@?
$!$E@5W4'D+X33@W[U(8(^ISM@09RDS35_>MW=UC*X M3UT?\-[++H3WQPI+I==#Y;/3G*P>SZRJX3S.U._J?)YMOQHE*0.V^#NI3357! MWH?
*IAMQ[A) .R\SZMNECN9.#8+N\T?=>D_#HP5"OWQE6PQYB:O1'+:!-[")*Q\9Y7:R3%A$?E]O!ZUUP_5]R);2OGDOK5O]*9DAE,'08%D$9#WK!\>-_
M%;J'A;90D4W""$Q&GEW!2:=A!$A(<5U!%"UD+F>^CV+WV(0G>]. @/UF\EYX M'MFFX8-;*J(N*VH#;6RT^_*H,C'&>WDL&13BG
DYIL3WYD&/*=&M(=C1G%O! MS$5#.R(SMC.L=2M6?SI*I4I;=G;6LG17-@0M^L& (8L:@@REG[S'6B:!+G:I)$<=A>?#F8:?$LZ!1\@ M,N>>8M*-
&HC\NV*,MCYUIWY%OL.';D#AN_τGADFG# $0<.N]- =OB M\27X_-&/XC !]-]:87AV_;VD](@-&9@Q *!4^A_IX; "0/!WVGZ!.68%OH0J
M>F2O0#%"K3[:M!U'%NQEY??*YW;5_@=BZP;>L!QOX;Y1]@B[\ M',2D;)?&\8^BT0MX0#63*JI#9MNMC"5R-RZ=,BL@^K>& Y+&9!3D)'])S1LY
MXYDHF;+@.%3SYFP5P.=&7$!$H[$K?O6.P52====[@(*)M4.L-7)2\30_*M;Q* M#8V'(*3@1X'G.] IUR8BTADI-:5%[IX]=DY5_KR2-
^(GY(.XO51N/]N>XD# M##"*($L+6O@9HU75VPS73'CVC7%:8KMC7DT_*K\V#3(EF0*37.^@K3 T@-F0 M\VE%W83>(XYF]^*!557#""I$^1PX&[C
3D4E)#[M7'S+:.57]R;"U"2E>9S M?\E:O_=X;TA6"1[G%U]5;< 1M'9F2?55+N=';A^RV)(=BW#5ZLZU+7:P/JH,)M QTC\.BL?=[SRAPM
MOM\!\Z'FOF\T">PR'%\F.39R&WE9."-";"F)]92M?%DYF8^\S01/ +*K89Y#=_M$)_0X?S^DN: !_<2LFGC\XU%#9?;X C0L;5J!\E]
[V<.F/FWGRS7C^!+$]W M^^)0"29QHP.H &DJ;@'GGXV$$XY$&UKT!&V8GS5A8=D_!6]_,9=27PGDS-G0 M1P&$!
(\^_VKLN;$..J^$BD'($D_=Z'1JH2IL@[H +4#^6\<#71Q%[9<;C3-I MO]+((!XSZ^$U'Y.UM2',2CD/7TVO5A*&USL7.1.BI=CHHT2HS)II*-%3N&-1-=5>
<6EOMO(2V(S3[%O[O&[T*Z.%&OB[U.L MPGUQ_TX_@R.A2NJ6?O][_X@2.LR-$_CI3V&0G/*!F1[+_CZ1T V<+=5O&2<), M-/BNYX%(^S^_HV=-
E[*R'\S^_8,0DO1!R(OE.A2Y-N45(?E*#J[MD2C->V?+ M!"&\9/ =RX^I=D-"<--NB,T:J>51@!SV,5>L8NL8^^2VPO/$^_I9'KM&;/*W-MM+LFG4F^Y?

R_FPG19+^^)%10-EF;+%]=,2 S=[. M2E"0EG9EE'__W;67E$Y;[],. MH&|RS*4-X/G;%5T+\%U+2S_(LY/!]#35&K7@@E(=9WB;PV&ZR,'F=253)L0B ;+]JF[XISS8_[90^. MX\1_/YQ!54F^,4D^&32%]@K/T=>[7"OCZ++- 56H\]W,+$I*^9DWN:XDW60> MBVV0-LU62>#N*V 5L'J^M11^O;%H. (_2;OOL^@%8W14G; B'=T?2_Q;IMN V MIUN(1&[S?Z0:=XZG\=%K@$<(4=(XT.$S*%9Y2'[-RC.]H$>1\"TY@A8 MW}$>P";NL(5^&ZRAC[4UN)U*7+5PF3@=7]BO*WWH\LD(Y;XPO)@" M*OP.C=A0F;>_L,0HXJSH$5'^E1:US_N_@3K4I-\.$[#1]"NQB?L&4R/12[62 MDU?<=%TFC<_%M>-"$J4WNVMIK;G,'+2#O>_^FSB/#AW]ERKTE**Q08=RHZK MD=(HHM?9*3(J2%2BIE"DI_\A+%$WU<4:$Q79<[3]%[9- =^ED1BW(4._'^NT#RXFI,<,,50P'D1LSW2QX]*+=^_I4^9WV!C*[_U\OC]Q_'-+^! M1NRH<>U9]J^1N_'Q((GSKJIKGZ3=;>I!YIZ+8+EV*D8I2YG*1;!XA&$4_X\@C$@>$()+SJ%V MX1B,E'Y_/'G!F1#F-5J_^]2D/;@GJ$-?ATP]#B-TM];I1,6>Y7D53;^1"2 ; M@A&FW,O[Z!<"A_ZQWK'J#KG])AF"YL:I&8N3V&D X'\2*Z2\T3O3T_I]>0E9 MI\V[.5W)*0OL_IB2V72;90PZ'C? W_I[']O3F/3W=UHF8_QU&Z]VY3YBNV:XR MP'&T"$;:(B-UW1%D.9X;(J&0K%)FYBI0Q0($Y;@T8-.[6\]RCV!X?*%+AJ ? MI?F945._ZK<&&EQ=U-[,4)97RIG-DFS\@BD7L9)2H,R?E27-7L0=IHRHE;EY MU !E&7E1)27OU/)==YB S?=7B6UFX02E3#2+],7_TQ]^^A/\W0@XML.5 M^TW'J !68Z\P"KJ^2J&3"A>F%9[*DJ'_AV)[-!E\]6(R0=^5-9Y:G-N!0G8 M:=62R>HOZ71&&B,"&XX?]E++ M@N9=1W@A!T/O*)S>9:I,.GI;58 MX4".SL &S'R\=<68'M7_DCBG2:<1<]$;;PS76GD>V1/GJQND+]#7NP=8)W/\ MV(V'.[JC,=*QL"%:Z\[*AV&$K&_4"#L[ ]!$ED^<[VG2GRA-KT.7GT MZ.>9M8H$7.5XK!>$GZO/*F$5C^SKJFB7&<:0O[Q4 [B\P)-62'3MX54$X"CN M 0:1!8'!832MJU;ZWM1:J&,W,I'8;$UE"].6XV#-C$]&%;&^WBB" [,\U/SR MWM-='^G7T=I?^>*>0@I>,..5/864CY0N7U7X?DCUXB1@/@/1UJCNDC715KV.Z MS,6*B90EDBQ,WD@-X'Z'41"^6&?6E.LA"%G6,!0Z6OM? 8?=.[4&HL=$JY71S9@\4@G#M5VR9PN 9M@@:;*E3@MSCMX0*"?86 MA;U\!06XDOPC^MX8$"DGIS_Z1)56JNE0 ,5WRZA9!0)E9@BPE%'(%WT(DK)N MQ9 E3)&RZA).K"JF;KTG-M@4V4#.&#ZH]=#=YIB"B;8Q5,],H79R_H'ZQ>PH M:V'5$9[!_P41Y!PG76>90C=W;DAL!EI4EA5).R^Q M)QF?B_^E?UAW4&I7P>-S5@PNXYEU%6NDQ3#J9 #4BY>TG(_U3S'N_-X^.!*\N M)=-6LBSO&XP0-'R@65'"*O40EUDG<>;6VEKA MOI3DJE%H]#RUXE]XKJ)MD'%03CZ[<$Z'2]2],+'Z,H@1_[M<@K\LM9,F<30? 685+R@J0CVY/F1R,BP]6'9JAV>@L*3[J'KNX?(><.#(QV#$:HT&Z">Y5XI"9^%.KFE*'C? MF'.AJ[*_Y,BMS@REWJ YW!P,5)\ -1JZ@.QV"#GR.1? O#5"!3A^L_E?$K%< MA50>-\!9[!9)*$=&S\GFD(ND&1 YNLDQK58+AK7?=[XQ#&&Y3'AL\S-(0CC MF92$2G[;&!DESK]J!%LT!N)44.KM",!\AQV5]KQX0,U3@>")W_^#G)G;(#P% MZ5+U Q)]B_%4\I95/#.XT !_+(P S='F" 16!FA%68\#;WVH]9YUQJ.\X_X[M//PG3EHE%)H<96]'FL^$ZGD58ZYH#AXA]1JH@D)!+:7S)DCVAYBAXM9]<[T7 M0I7. ^,RB=/:A_1QG56GR,<)*:/ VI Z0L.^RNC"0<*HQB*FD4/Q"+P^Y"]|| M2)AET1Z"D==R2LG(DOH5F?PH*L[<^V]N&/CLN07X2G:AE9=V)-P66ATF8#S" M-*L@-XF ;0=%QD$1A92.07,#E2S]\?0K.48#2\3@7\YR"]G$61WCJC$WZ-DR8S \UV0OPKHU&A9-XY#KT)=D(Z3$5,V-2B49IFQL#R$$ MF-)&3%#*,@W$M855AZE8^-E0EP^ODK2N!X@_UY@+(TF_,'&A:"SK;E:41E MM(:BA%&2D% \TJ_W5=/)91!.-8:\Q+3E%>? (TBB:8;A!%]C/&394QCDSUR4 M@EE)A%JY-\508P O++M2?7FDUA=$9BA+ 1R6FZ MNX5?HW-O%W$77JGA(JDA"\< %V92'0HK4 *'"-3V& [O^*QES;4<-"I8=72>) M.5:7QX)@986D(M^FJ.=<*>)2S\+IE+XS<+G9,W;^ZP= 5T3A.5K_]_\#4$L# M!!0 ("HT7EE,[.:1$0D /PX . <'- N+65X,S%?,2YH=&WM6VM3 MW+@2 ;Z_0IV6 M[*EG,Q VF;!0E<#8+76K?8[Z8X&]V:(65<-+_&'1:NZWC M/?\1!?8JB>-(6-F[%C"+UL9UWH8RP M0N6A!LFM&$(W4@^!$7^2ODCI:"2 5U#-<5%K2%5N203"5K.P76^TU]=U]U*> M"3D.;T0&AEW B%VIC.>U8*2L51G*6GBP 9? B#K632:2$QM=Z8B65#G]LNI_N M:" L!*;@,82%AF"D>>'5C?R"(B63[H)ML^;TM.#2>6 D$CL(4V&#&.]#3IK] M#P.1"S?G MEQ? LP^W5]6WOXH;=7,[X8TU//!D(&^"&]JO?^M>LU>%!:W^'OV&]BS/6.DBJ M3[<79_TK=O-KGUWW3V^OSF_.4;C_\? 37WL5_^JQW>L,NW[/6V\Y^XY_EM=XU MZYU=?KCIG\TBAYSDT-1IMLDQSF^]IW>]B_YUUF\WVXSWV)8R3 MD#YYRWF*A\X; [)1K&+/>+KO.A!TT6 S:BG3,[(#;<&'UM*7'DAOSRQ9:D052 M&!N A SHD:$E!>BMVNY$F$+R<9A*>%CRS_]*0UIJ4YQ08"S7MNL\$=#\)HRX M 0HN2SZ;+FA_]Z!SN/UUG5CI'&$L"B(-_#Z\!RA0O>S6JQ:Y"XIN\7^QV*V3 MUF[MY)F Z=6TFLWMA0F_*CC8@ ^!:1@*&$&"B!"&_5ZBV:#EF%T!Y0),Y>R\ MTAEK-8/2F4K9!ZZ-R@T[51KO$DSA=L7L\K++0GD$(,Q7(()).AW@'IGYC1X+4%C4*6DP$,Z2" 6.BXS%,MQ M.%J"J2=#K\0#9DKZ;SI^!!JJ26@!F3 2DVG,6-D(MU5X-[M-&/^. M99G@G CR&,0UD"""]G,TV1"]B'923OE30=F-4BBE"B I%&(0:?. M.'MB;@8LE6ID:D9IN$/8:BPA&:>+WFZTLC%###%,,LV3MIG/CB'+!%\.,_8UE MQ\T<,\UR'9<2FB"00YAC@2B/$RH!&D%B& M48'X'K(=;_54I M4<+5; <[X*UP-1M]\A\%E4BY)Q/-SR@>S'#,8YYL65M1.J;@\G<:H MV3CGNX;(F2K7FN*^4<5 NBDP7J$M1DF1<.L,C8Q(!->"%B!\1N@B;TXSE8:R M-+?+&)?2N;BD#*!!%N.@#2KP28[XE)S"*2[!+&3'-]G"$SQUG4U[*P(2Q,>$ MJFXCXA"HRJKV3<(#+&&TO&_I#+TD410BJD M*=9+8H@8,ROJ'DQ6UXB'_N/J(LBQ#@=B+#.^U(I4:3^M>YV(S2?20'5D^ODV M!8OJ"M5M).![0.T^FOR5.)M#G&1CB7/FD;F,<&K\526.N[- H$=$+7(R&%CC&B]P-\E/MOM^MCD1, M=SK;BZYZCL-5JZ#YF<=T]*BG].\?6S\WNPO'?ZSKY;Q@*IT-[58G,\D .JB) M]I)X@"C#XA2G? X"D.T'@+F*P&H!@D[PP$!K?X)F0U!W]'.[$Z5H@*ZU4[O) M[UQA/;X20JED'O ';[=G3Y!6BZR/D.[9Y!/C]I\VC'+1SX_#/_3BHJI3L XE M$8_O([0]\R2HV)BZG]5LG-DTW\!*25CAD"$E=UBU5#*RT/J[#I)^R3ZZ7A6) MH G9)69Y$5*YTVRP=K.]/W=B=L73>IF^>#<.GI;PR<%J;_1N^Z! "^GU"*M- M6[&.S3U!NI:W]LS>P@'(5<[[#KC:^B.!Y6FAY,O9^$)7^S1^?;,#_NL=X']E MU\;B[9^UV1<7O4X' E+6?X"XI%<^[-+WZ_Z*9/B;LO*__=L? 3RA0ENK()76/ MJ55FN@X%5H]!KA*HQVS-5<4S7T5S-;1O&-+WS_!AE5D^WX"H"[Q)GD3?6%OZ M"MO*XASR9%.^V_83S;ZRLVINN!:&K_KF;Z# [_&7W//WFSE/D M6.CEB(^-V^2/]^B[BR<_',^Y;SW^'U!+ P04 "_J-%Y9^BK4< <) # M.0 #@ '!S;BUE>#,Q7S(N:'1M[5MK<]NV$OW>7X'K3FZ=&='6PXX3RO6, M8BNWGFGMU(^9W(\@N;1P#1(L $I6?_W=!4B]T\B/)JICSR2VR 5VL3P'^R!T M.+"9//]!'0Z),B;'5IA)1SU/P6=UD[(<-=_1(2=N(P4LFF8&3N6\/-6OO8K-_MR$/&2ZO^))";EIPZ3PP$HD=A*FP08SW(2?- _;N!B(1E_C'1N*/#W0+_H6N=B]=8 M?JN]H/(>'HC1#-#?U 7'_8NKTP^GQ[VKT_,S]O'ZXO*Z=W;%KLYG_+&F)QX, MA UPP\7UK_U+UNKPH+6WS5^SWMD):^TGU:?KLY/^!,OZI<\N^\??%Z=7IRC< M_W3\2^_L/WW6. [YBYQ]8ZUUGK_%]>:UWR7HGYQ^O^B>SR"$G.31UFFURC/-; M[^)|[ZQ_&9Q_^K7_W]IE[6:S?7^//89Q$M(';SD/\=!I@_W&K1V@;;_ML/-4 M2&4:+ 9M13IF=L!MN. VM5CR8WY>0L-R0(IC U 0@;TU-"8 O16;7HB3"'Y M.$PEW"VYZ^E(2VU-4XH,)9KVW7."&A^$T;< ,67);=-U[2WL]\Y>/5U_5CI M*&$X"B(_#:\!2A0O>S6JQ:YBXMN\7^QV*XCVUD[MY)R5*ZT+LJ&JB+3+S\#:O;1Y"_$V1S]B\M+ MG!./S&6$4]NO*G'D@$WDZR5HH^C*R0N++O55R%S MS*2X!5DU*Q?D&X]PR).1\UDS\>E:*/O/J87BW@8E-6<;TPA 6F60]-@0%RX M1W:Z5+.A71PK-JNTF:2"[@).EF7"6H"5(392F&;2GA2@36[X-G(,$>S>3>%O MJACKS0#^*.6:[.A?YK%K7[Y^Z8YL4 S;W.Y(3V(-@NX52!9JKE&;+A: T*[2 MN$F78H0^H+S,UR0N,W/5E'MY5;?-[T68JJ'@6YLK0@=/<*"!2>180:ZJ^D)A MY D^JH9/"PWFA*,.$%[H$K>,*C*O? +7PDO)M&%TVMW'1P\PNU;B%-Q"\X$(. MPM^],.UXTO"IDLB'2@Z!\]6#,R7S$N:'1M[5IM;QHY$/[> M7^%+E2J56&!YR>O4">AF, GZAAF.#WO? _&:C:K?]>6/0% K*#IC M2>9(FSFG[PY2K&Z8"!">&/D'2S.I#!8FS@ A3-P&2;A9P)ZB64W20F0'YX MX+@0=EO.41! [1F9!O=IF(OSF,4'H+/":8/S8,12]M$5G:)K MF6)1$HZE,3(%6D-GQL.7?"+)I0I>U]U/.$V8H9[.<$2#3%%O MJG"6LYOF"HTE)^&;,.OB=!7#W%E@RHA)@I@9+X)^*BSG_BQA8V90ODQVW'FG MEL$?F-;9> OU_=,UEQ_# A&(0=4O-4&O?SVZ_'#9ZXXN!U? HX^?KX>?NU0B- M!DOVV-(2.P/A&9C!/T6?]\-JKXJ&_9XSA=]LURNH.T3=B\''4?_B][5-:9&S M^C$:?$"C/_MHV+U^W[WJ#[W!E[_Z?Z- N;V1[&O5ZXR'3,)5L2!(F;%7;S>;A MND#+/M78W;! TLA$539E)D$DH^C3!"A:.S]$UM2$=R1A] MQ$1+H5%/*FC":L"1)7I5>M:H^U'8DVF&Q3Q_),%:! 0?I$]17_<^H5@J-W5& M%9,$46%#/AK2S-!T3!5J EX;]48+88UBQBFYDV9(HXF"F]&Q(*@_BQ*L+BA M($F:,JVM(/!K*0DV%"5449!W1;9I5$+09%L.7;*+T!'8[9"2Z<\$WK_WCD[#P0% &$PDZ MDA7]@L9BLIA]B-48"Z]JP8Q;J2)G9]IX ME-.46L+X#F_65D\.?"_!6]:3=\$].CUMGC>9)ZZ31/@RG M<"SPQHKBK\%72C.0A2\LP(0[GSA#/*+YP?F1_[9(M.>-NU/'4R'3A=4]- #=#L_&LH[!FK;/#.J%9((7Q(\#.!Z9-&/S>>JP?-QY?#[OU MU,.UW<3@,.>;?-*F=6&15%D);(X% EMR#_ D)P!$-J,D7&"M"F@K!@"L.,XT M#33- ,*S%PAU=[I3(/9)\$$"5W&^9AJR&,S,/RO$%$5"156BWFX?+R5^A9)G] MU0QY8)R_V[!F]>QXMY&M1K7>VF8H? %'K%BFR7X>Q,8Z^WB@Y$<0KG#9V\/MA MQ/WW:,.F5[YOS5M[HHDP+T"8,D(X?>H$^D?"[59(OP#$!6@0&;E\OES)E#SS>5WLI:.5U;2XHV&6\? MHO9NN5?[>Z6JI[3#;I'G!ZI2/R'V[./.W@'W:K_$N/.<3SP/E'P?"S_P:;/?_M)W]U\HLJ 2]9I1?[%J>+-+"E!$G%0";,\XH7TVBJF B *285N!+>O ![(WG MMLKK"F?V/42"_1I3(,Y4O&4$"(QN$+A2*0&EG;;V MK#1)Q6J=N2SO+1(^>]/@WM6#C358*LASN9.PBX.M(^T>NVU=;;VS]F9]]=I[M@G07W]C[RX! M0M*4]DV4)DH"V&//BY\9SPS;34W&3_Y W91B]^H:YCA]&3PV6L%];#:*#X" M0:.DZ$XD62!M%IR^V<2:HEU)V MF9H0^=&>XT+85;5'2>P9F8?->H>)Z*O'!*'ST&M%&1/5VF(NEYH9)D6H*,>& M7=%H(N>>9E\MOXE4A'H/1H!--Z\X)%(82T)#OYF;J!"ZX!>YN01GC"_",CK'_M.0US1;V9PGG!,E8H-)&<+1!NRK8K34PQS9X$9(R8-$V:\&..IL)P'\Y1- F$'% M,=EU)]U&#&G]@6F?B>ZCO'VVP_X+Q" &50]J@O[@8GQV>M;OC<^&Y^C#IXO1 MI]IY&(V'*_:XIR5V!L(C,(_A#[51_5^'8T&? 6<*O]5IUE!OA'KOAA_&@W>__MKVTJBQPW7Z/A*1K_-4"CWL7;WOE@Y T__SWX!_7Z8SL3-)O!;.9Q*MF0)$S8 MKG=.K?U-@59]*MC=ISA- =@XJNUCG3"#X(&AL(RJ:.9,BDU+T<8H5'!Q?H MJ M0SJ2"?J E99"H[Y4,(3=@@-+_/+%/&CZ<=2768[%HOA(HE<("$ZERI#?]#ZB M1"JW=4X5DP1184, ^&M'VR 9(;>U!$0.$I= M0_V4T02=,H%%#&;#\83%(!QL9WFW #G?8&C3G6 M^I'S.-/&HYQFU/H.P),O;=^3WL67Q;!P=%^1)C..5Z$":?S&_C]=ZJM MAA54')&G#< BEKP%F_.=S_M2!OUP\[@7]X]+I]''+0. MVX=!9S^:06K@313%7\(OE.8@"U^:@ F7HSA+W*'YWLF!_ZHZA94$IF#J-YO[M&SO^2E<> X1*;TVF%PW!K1RZS1+1U+TORE3#B#:8DN7?N^W#C"XJT)^YX"\ M6N+QVNV6+E>"TC]NM2/KC$M(VISC.O-XAN8#0#-XU-!D FZ K+@V[P&&0B, M.JA5N.7,WCG 4%N(UNPTV +!,FH9 (!U#IC5-;<;O-)6]I%96%E);!U%@ALR3W DYP"$-F5[:#>/+K/4GBC-BU25L .8Q,0\^S#SZK_41#SV/.>V[]_-X5?N#5UL_ M_4N4!^H'/&65GNSW.3VD@2TE2"H&,@&0?=^+:313S 1"$EL>W#5MU@@B8+ MV^MU[3/[=42*-9I0(,V5O&($"(Q<[9VY'MN,<0Y4L$G9R8--- FF2]1),I]<; MW.>+'(68T5;*)$'3'$:LF%2;^B.'Y^8YW6#W/4!=Z9_G^))Z0A):K=E;Z^^N M/"GANL$$3M0=I>V<33.QWDJO.IC+FM8^4"C"8NM;68JR&-Y[.)!CV>S8YPN M4]!2XK)A[]KR17]S?0(,60R[DRWR4)S_.19B/L,+[5+/;L,^9'/R1[? A'I_Y M'U!+ 0(4 Q0 ("HT7EETYB9<-RD (TQ 1 " 0 M !I;6 0!P6;?.)Q>'PP$ 1N8: ! M (!6M@$ '!S;BTR,#(T,#DS,"YX XML 110 psn-20240930_htm.xml IDEA: XBRL DOCUMENT 0000275880 us-gaap:RevolvingCreditFacilityMember 2021-06-30 0000275880 us-gaap:AdditionalPaidInCapitalMember 2024-01-012024-09-30 0000275880 psn:FederalSolutionSegmentMember 2023-07-012023-09-30 0000275880 us-gaap:CommonStockMember 2022-12-31 0000275880 us-gaap:EMEAMemberpsn:CriticalInfrastructureSegmentMember 2023-07-012023-09-30 0000275880 us-gaap:NoncompeteAgreementsMember 2024-01-012024-09-30 0000275880

psn:SealingTechnologiesIncMember 2024-07-012024-09-30 0000275880 psn:TwoThousandTwentyTwoDelayedDrawTermLoanMember 2024-09-30 0000275880 us-gaap:CustomerRelationshipsMember 2024-01-012024-09-30 0000275880 us-gaap:TreasuryStockCommonMember 2024-09-30 0000275880 us-gaap:FairValueMeasurementsRecurringMemberpsn:EarnoutLiabilityMember 2023-12-31 0000275880 2022-12-31 0000275880 us-gaap:ConvertibleDebtSecuritiesMember 2024-01-012024-09-30 0000275880 us-gaap:ComputerEquipmentMember 2024-09-30 0000275880 psn:UnconsolidatedJointVenturesMember 2023-01-012023-09-30 0000275880 psn:SealingTechnologiesIncMember 2023-08-23 0000275880 us-gaap:AccumulatedOtherComprehensiveIncomeMember 2023-07-012023-09-30 0000275880 us-gaap:AccumulatedOtherComprehensiveIncomeMember 2024-07-012024-09-30 0000275880 srt:MinimumMemberpsn:SealingTechnologiesIncMember 2023-08-232023-08-23 0000275880 us-gaap:EMEAMemberpsn:CriticalInfrastructureSegmentMember 2024-01-012024-09-30 0000275880 us-gaap:MiddleEastMember 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psn:ConvertibleSeniorNotesMember 2024-01-012024-09-30 0000275880 psn:ConvertibleSeniorNotesDueTwoThousandTwentyNineMember 2024-01-012024-09-30 0000275880 psn:InvesteesOtherMember 2024-07-012024-09-30 0000275880 country:US 2024-01-012024-09-30 0000275880 us-gaap:StockCompensationPlanMember 2023-07-012023-09-30 0000275880 psn:BlacksignalTechnologiesLlcMemberus-gaap:SellingGeneralAndAdministrativeExpensesMember 2024-07-012024-09-30 0000275880 us-gaap:RetainedEarningsMember 2024-01-012024-09-30 0000275880 us-gaap:FairValueInputsLevel1Memberus-gaap:FairValueMeasurementsRecurringMember 2024-09-30 0000275880 psn:FederalSolutionSegmentMemberpsn:EngineeredSystemsMember 2023-01-012023-09-30 0000275880 psn:ConvertibleNoteHedgeAndWarrantTransactionMemberpsn:ConvertibleSeniorNotesDue2025NoteHedgeAndWarrantsMember 2024-02-012024-02-29 0000275880 us-gaap:USGovernmentCorporationsAndAgenciesSecuritiesMember 2024-09-30 0000275880 us-gaap:FairValueInputsLevel2Memberus-gaap:FairValueMeasurementsRecurringMember 2023-12-31 0000275880 us-gaap:AccountingStandardsUpdate202309Member 2024-09-30 0000275880 us-gaap:AdditionalPaidInCapitalMember 2024-06-30 0000275880 psn:CostPlusMember 2023-01-012023-09-30 0000275880 us-gaap:CommonStockMember 2024-06-30 0000275880 us-gaap:RetainedEarningsMember 2023-09-30 0000275880 psn:ConsolidatedJointVenturesMember 2023-07-012023-09-30 0000275880 us-gaap:FixedPriceContractMember 2023-07-012023-09-30 0000275880 psn:FederalSolutionSegmentMemberpsn:DefenseAndIntelligenceMember 2024-01-012024-09-30 0000275880 psn:UnconsolidatedJointVenturesMember 2023-07-012023-09-30 0000275880 psn:ConvertibleNoteHedgeAndWarrantTransactionMemberpsn:ConvertibleSeniorNotesDueTwoThousandTwentyFiveMember 2020-08-31 0000275880 us-gaap:CustomerRelationshipsMember 2024-09-30 0000275880 us-gaap:NoncontrollingInterestMember 2023-09-30 0000275880 us-gaap:FairValueInputsLevel2Memberus-gaap:FairValueMeasurementsRecurringMemberpsn:EarnoutLiabilityMember 2024-09-30 0000275880 srt:MinimumMemberus-gaap:ComputerEquipmentMember 2024-09-30 0000275880 us-gaap:FairValueMeasurementsRecurringMember 2023-12-31 0000275880 psn:ConvertibleSeniorNotesDueTwoThousandTwentyFiveMember 2024-09-30 pure psn:Segment shares iso4217:USD shares utr:D iso4217:USD psn:Claim psn:Extensionfalse--12-31falsefalse0000275880Q3falsefalse P1YP1YP1Y http://fasb.org/us-gaap/2024#LiabilitiesCurrenthttp://fasb.org/us-gaap/2024#LiabilitiesCurrenthttp://fasb.org/us-gaap/2024#OtherLiabilitiesNoncurrenthttp://fasb.org/us-gaap/2024#OtherLiabilitiesNoncurrentP0Y2022-09-30P5DP5DP5DP10D2021-06-3010-Qtrue2024-09-302024false001-07782Parsons CorporationDE95-323248114291 Park Meadow DriveSuite 100ChantillyVA20151703988-8500Common Stock, $1 par valuePSNNYSEYesYesLarge Accelerated Filerfalsefalsefalse1061899491326620001287610005588230002729430003488920002748460001034976000915638000626000011096000790006142000-14908000231245200022872110001019790008950400024144310002376715000544334200048040610001810116000141857100050162590003918025000449700024616900022118800069039100063239300011498800083340000328254000210914000423200049200092090001591000130321101800019210001910000-1915000010810700075029000868950001918020002251800015218000126990004194400085589000598110007419600014985800013638000121929000-11950001046000-230001100024000-60008858900057871000729770001509100001364100012361000404430003361700074948000455100003253400011729300074196000149858000136380001257300027000-2110180000091000-1015000-8205000-898000-1479000-18025000449700031770000303280003996000023872000440720001164680001689640002959700012041400032884000404700005666500048294000256540009326300034300061503000-4891200017395000-22602000662000396840000217566000304460003087700012800027400019887500021549700011544600081598000250007200003810003446140003272450001532000005115000001532000004365000008000000000495590000019185000010380001537000290600001215600010000000800001049520000374000029400002339660005238000031200016600028588000057133000272943000262539000558823000205406000146697000-827311000276272800015553500019139000221851000010113400023196440007195100071951000136380008558900029740002974000300029770002300029610009610000137570001375700060001450001520002910001929850001928500019285000146703000-

827311000278186800022733400O-16142000231245200010197900024144310001463120O0-844936000272140200011151300O-14860000211943100071335000219076600047447000474470001236400059811000-1926000-1926000-3000-19290001100011000110009669000966900060O0-90000-15000-99000-99000789400078940007894000146318000-844936000272920600015894500O-16797000217273600075364000224810000014634100O-827311000277936500020372400O-14908000228721100089504000237671500033768000337680004042800074196000-1210000-121000015000-11950002400024000240001038000103800029006000290060000-66121000-66121000-66121000-104952000-104952000-10495200014930800014930800014930800049300O-5823000-10158000-15488000-15488000131000986900010000000100000003996000039960000399600001467030O0-827311000278186800022733400O-16142000231245200010197900024144310001463120O0-844936000271713400043089000-17849000204357000052365000209593500011624100011624100033617000149858000104600010460001046000-6000-6000-6000153800015380001215600012156000371000-3985000-3999000-39990001850007815000800000080000002387200023872000238720001463180O0-844936000272920600015894500O-16797000217273600075364000224810000O 1. Description of Operations Organization Parsons Corporation, a Delaware corporation, and its subsidiaries (collectively, the “Company”) provide sophisticated design, engineering and technical services, and smart and agile software to the United States federal government and Critical Infrastructure customers worldwide. The Company performs work in various foreign countries through local subsidiaries, joint ventures and foreign offices maintained to carry out specific projects. 2. Basis of Presentation and Principles of Consolidation The accompanying unaudited consolidated financial statements and related notes of the Company have been prepared in accordance with generally accepted accounting principles in the United States of America ("GAAP") and pursuant to the interim period reporting requirements of Form 10-Q. They do not include all of the information and footnotes required by GAAP for complete financial statements and, therefore, should be read in conjunction with our consolidated financial statements and the notes thereto included in the Company’s Annual Report on Form 10-K for the year ended December 31, 2023. In the opinion of management, the consolidated financial statements reflect all normal recurring adjustments necessary for a fair statement of the financial position, results of operations and cash flows for the interim periods presented. The results of operations and cash flows for any interim period are not necessarily indicative of results for the full year or for future years. This Quarterly Report on Form 10-Q includes the accounts of Parsons Corporation and its subsidiaries and affiliates which it controls. Interests in joint ventures that are controlled by the Company, or for which the Company is otherwise deemed to be the primary beneficiary, are consolidated. For joint ventures in which the Company does not have a controlling interest, but exerts a significant influence, the Company applies the equity method of accounting (see “Note 14 - Investments in and Advances to Joint Ventures" for further discussion). Intercompany accounts and transactions are eliminated in consolidation. Certain amounts may not foot due to rounding. Use of Estimates The preparation of the consolidated financial statements in accordance with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual amounts could differ from those estimates. The Company’s most significant estimates and judgments involve revenue recognition with respect to the determination of the costs to complete contracts and transaction price; determination of self-insurance reserves; useful lives of property and equipment and intangible assets; valuation of deferred income tax assets and uncertain tax positions, among others. See “Management’s Discussion and Analysis of Financial Condition and Results of Operations—Critical Accounting Policies and Estimates” and “Note 2—Summary of Significant Accounting Policies” in the notes to our consolidated financial statements included in the Company’s Form 10-K for the year ended December 31, 2023, for a discussion of the significant estimates and assumptions affecting our consolidated financial statements. Estimates of costs to complete contracts are continually evaluated as work progresses and are revised when necessary. When a change in estimate is determined to have an impact on contract profit, the Company records a positive or negative adjustment to the consolidated statement of income. The accompanying unaudited consolidated financial statements and related notes of the Company have been prepared in accordance with generally accepted accounting principles in the United States of America ("GAAP") and pursuant to the interim period reporting requirements of Form 10-Q. They do not include all of the information and footnotes required by GAAP for complete financial statements and, therefore, should be read in conjunction with our consolidated financial statements and the notes thereto included in the Company’s Annual Report on Form 10-K for the year ended December 31, 2023. In the opinion of management, the consolidated financial statements reflect all normal recurring adjustments necessary for a fair statement of the financial position, results of operations and cash flows for the interim periods presented. The results of operations and cash flows for any interim period are not necessarily indicative of results for the full year or for future years. This Quarterly Report on Form 10-Q includes the accounts of Parsons Corporation and its subsidiaries and affiliates which it controls. Interests in joint ventures that are controlled by the Company, or for which the Company is otherwise deemed to be the primary beneficiary, are consolidated. For joint ventures in which the Company does not have a controlling interest, but exerts a significant influence, the Company applies the equity method of accounting (see “Note 14 - Investments in and Advances to Joint Ventures" for further discussion). Intercompany accounts and transactions are eliminated in consolidation. Certain amounts may not foot due to rounding. Use of Estimates The preparation of the consolidated financial statements in accordance with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual amounts could differ from those estimates. The Company’s most significant estimates and judgments involve revenue recognition with respect to the determination of the costs to complete contracts and transaction price; determination of self-insurance reserves; useful lives of property and equipment and intangible assets; valuation of deferred income tax assets and uncertain tax positions, among others. See “Management’s Discussion and Analysis of Financial Condition and Results of Operations—Critical Accounting Policies and Estimates” and “Note 2—Summary of Significant Accounting Policies” in the notes to our consolidated financial statements included in the Company’s Form 10-K for the year ended December 31, 2023<span style="color:#000000;white-space:pre-wrap;font-size:10pt;font-

family:Arial;min-width:fit-content;">, for a discussion of the significant estimates and assumptions affecting our consolidated financial statements. Estimates of costs to complete contracts are continually evaluated as work progresses and are revised when necessary. When a change in estimate is determined to have an impact on contract profit, the Company records a positive or negative adjustment to the consolidated statement of income. 3. New Accounting Pronouncements In the fourth quarter of 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2023-09, "Income Taxes (Topic 740)" ("ASU 2023-09"). ASU 2023-09 enhances the transparency and decision usefulness of income tax disclosures. The amendments in ASU 2023-09 address investor requests for more transparency about income tax information through improvements to income tax disclosures primarily related to the rate reconciliation and income taxes paid information. ASU 2023-09 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, 2024. Early adoption is permitted. The adoption of this ASU will not have a material impact on the Company's consolidated financial statements. In the fourth quarter of 2023, the FASB Issued ASU 2023-07, "Segment Reporting (Topic 280)", ASU 2023-07 introduces enhanced disclosures about significant segment expenses along with other enhanced segment disclosures. ASU 2023-07 is effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024. Early adoption is permitted. The adoption of this ASU will not have a material impact on the Company's consolidated financial statements. During July 2023, the FASB Issued ASU 2023-03. ASU 2023-03 incorporates, into certain accounting standards, amendments to SEC paragraphs pursuant to SEC Staff Accounting Bulletin No. 120, SEC Staff Announcement at the March 24, 2022 EITF meeting, and Staff Accounting Bulletin Topic 6.B, Accounting Series Release 280—General Revisions of Regulation S-X: Income or Loss Applicable to Common Stock. These rules are effective immediately. The adoption of this ASU did not have a material impact on the Company's consolidated financial statements. In the fourth quarter of 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2023-09, "Income Taxes (Topic 740)" ("ASU 2023-09"). ASU 2023-09 enhances the transparency and decision usefulness of income tax disclosures. The amendments in ASU 2023-09 address investor requests for more transparency about income tax information through improvements to income tax disclosures primarily related to the rate reconciliation and income taxes paid information. ASU 2023-09 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, 2024. Early adoption is permitted. The adoption of this ASU will not have a material impact on the Company's consolidated financial statements. In the fourth quarter of 2023, the FASB Issued ASU 2023-07, "Segment Reporting (Topic 280)", ASU 2023-07 introduces enhanced disclosures about significant segment expenses along with other enhanced segment disclosures. ASU 2023-07 is effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024. Early adoption is permitted. The adoption of this ASU will not have a material impact on the Company's consolidated financial statements. During July 2023, the FASB Issued ASU 2023-03. ASU 2023-03 incorporates, into certain accounting standards, amendments to SEC paragraphs pursuant to SEC Staff Accounting Bulletin No. 120, SEC Staff Announcement at the March 24, 2022 EITF meeting, and Staff Accounting Bulletin Topic 6.B, Accounting Series Release 280—General Revisions of Regulation S-X: Income or Loss Applicable to Common Stock. These rules are effective immediately. The adoption of this ASU did not have a material impact on the Company's consolidated financial statements. 2024-12-15truefalse2024-12-15truefalse 4. Acquisitions BlackSignal Technologies, LLC. On August 16, 2024, the Company acquired a 100% ownership interest in BlackSignal Technologies, LLC, ("BlackSignal") a privately-owned company, for $203.8 million from cash on hand. Headquartered in Chantilly, Virginia, BlackSignal is a next-generation digital signal processing, electronic warfare, and cyber security provider built to counter near peer threats. Parsons believes that the acquisition will expand Parsons' customer base across the Department of Defense and Intelligence Community and significantly strengthen Parsons' positioning within cyber warfare, while adding new capabilities in the counterspace radio frequency domain. In connection with this acquisition, the Company recognized $2.5 million and $2.8 million of acquisition-related expenses in "Selling, general and

administrative expense" in the consolidated statements of income for the three and nine months ended September 30, 2024, respectively, including legal fees, consulting fees, and other miscellaneous direct expenses associated with the acquisition. The following table summarizes the estimated fair values of the assets acquired and liabilities assumed based on the purchase price allocation as of the date of acquisition (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"><tr style="visibility:collapse;"><td style="width:79.596%;box-sizing:content-box;"></td><td style="width:1.92%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:16.483%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td></tr><tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"><td style="vertical-align:bottom;"> </td><td style="vertical-align:bottom;"> </td><td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Amount </td><td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td></tr><tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"><td style="white-space:pre-wrap;vertical-align:top;"> Cash and cash equivalents </td><td style="white-space:pre-wrap;vertical-align:bottom;"> </td><td style="white-space:nowrap;vertical-align:bottom;"> $ </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,917 </td><td style="white-space:nowrap;vertical-align:bottom;"> </td></tr><tr style="height:10pt;background-color:#ffffff;word-break:break-word;"><td style="white-space:pre-wrap;vertical-align:top;"> Accounts receivable </td><td style="white-space:pre-wrap;vertical-align:bottom;"> </td><td style="white-space:nowrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5,171 </td><td style="white-space:nowrap;vertical-align:bottom;"> </td></tr><tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"><td style="white-space:pre-wrap;vertical-align:top;"> Contract assets </td><td style="white-space:pre-wrap;vertical-align:bottom;"> </td><td style="white-space:nowrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,209 </td><td style="white-space:nowrap;vertical-align:bottom;"> </td></tr><tr style="height:10pt;background-color:#ffffff;word-break:break-word;"><td style="white-space:pre-wrap;vertical-align:top;"> Income taxes receivable </td><td style="white-space:pre-wrap;vertical-align:bottom;"> </td><td style="white-space:nowrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 234 </td><td style="white-space:nowrap;vertical-align:bottom;"> </td></tr><tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"><td style="white-space:pre-wrap;vertical-align:top;"> Prepaid expenses and other current assets </td><td style="white-space:pre-wrap;vertical-align:bottom;"> </td><td style="white-space:nowrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 433 </td><td style="white-space:nowrap;vertical-align:bottom;"> </td></tr><tr style="height:10pt;background-color:#ffffff;word-break:break-word;"><td style="white-space:pre-wrap;vertical-align:top;"> Right of use assets, operating leases </td><td style="white-space:pre-wrap;vertical-align:bottom;"> </td><td style="white-space:nowrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,032 </td><td style="white-space:nowrap;vertical-align:bottom;"> </td></tr><tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"><td style="white-space:pre-wrap;vertical-align:top;"> Property and Equipment </td><td style="white-space:pre-wrap;vertical-align:bottom;"> </td><td style="white-space:nowrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 997 </td><td style="white-space:nowrap;vertical-align:bottom;"> </td></tr><tr style="height:10pt;background-color:#ffffff;word-break:break-word;"><td style="white-space:pre-wrap;vertical-align:top;"> Goodwill </td><td style="white-space:pre-wrap;vertical-align:bottom;"> </td><td style="white-space:nowrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 139,394 </td><td style="white-space:nowrap;vertical-align:bottom;"><p style="font-

size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Intangible assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 73,200 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Other assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 145 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accounts payable </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (951 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accrued expenses and other current liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (4,793 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Short-term lease liabilities, operating leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (593 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Deferred income taxes </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (17,978 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Long-term lease liabilities, operating leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (2,651 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Net assets acquired </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 203,766 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> Of the total purchase price, the following values were preliminarily assigned to intangible assets (in thousands, except for years): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:66.08%;box-sizing:content-box;"></td> <td style="width:1.6%;box-sizing:content-box;"></td> <td

style="width:1%;box-sizing:content-box;"></td> <td style="width:13.36%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.6%;box-sizing:content-box;"></td> <td style="width:15.36%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Gross
Carrying
Amount </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Amortization
Period </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;text-align:left;"> (in years) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Customer relationships </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">33,000</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">14</p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Backlog</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">30,400</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3</p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Developed technologies</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4,900</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">5</p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Non-compete agreements</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3,900</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3</p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Other</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-

top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1 </td> </tr> </table> Amortization expense of $2.1 million, related to these intangible assets, was recorded for the three and nine months ended September 30, 2024. The entire value of goodwill was assigned to the Federal Solutions segment and represents synergies expected to be realized from this business combination. $14.3 million of goodwill is deductible for tax purposes. The amount of revenue generated by BlackSignal and included within consolidated revenue is $6.7 million for the three and nine months ended September 30, 2024. The Company has determined that the presentation of net income from the date of acquisition is impracticable due to the integration of general corporate functions upon acquisition. </p><p style="font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">Supplemental Pro Forma Information</p><div style="font-size:10pt;font-family:Arial;"><p style="text-indent:4.533%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">Supplemental information of unaudited pro forma operating results assuming the BlackSignal acquisition had been consummated as of the beginning of fiscal year 2023 (in thousands) is as follows:</p><p style="text-indent:4.533%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:41.612%;box-sizing:content-box;"></td> <td style="width:1.44%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.158%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.44%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.158%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.44%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.158%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.44%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.158%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Three Months Ended</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Nine Months Ended</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">September 30, 2024</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">September 30, 2023</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">September 30, 2024</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">September 30, 2023</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Pro forma Revenue</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,816,364 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,427,661</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td

style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5,048,235 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,975,624 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Pro forma Net Income including noncontrolling interests </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 85,937 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 53,798 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 65,618 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 130,233 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> The unaudited pro forma supplemental information is based on estimates and assumptions which the Company believes are reasonable and reflects the pro forma impact of additional amortization related to the fair value of acquired intangible assets, employee retention, and the pro forma impact of reflecting acquisition costs, which consisted of legal, advisory and due diligence fees and expenses as of the assumed acquisition date. This supplemental pro forma information has been prepared for informational purposes and does not purport to be indicative of what would have occurred had the acquisition been consummated during the periods for which pro forma information is presented. I.S. Engineers, LLC On October 31, 2023, the Company entered into a Membership Interest Purchase Agreement to acquire a 100% ownership interest in I.S. Engineers, LLC ("I.S. Engineers"), a privately-owned company, for $12.2 million in cash. Headquartered in Texas, I.S. Engineers provides full service consulting specializing in transportation engineering, including roads and highways, and program management. The acquisition was entirely funded by cash on-hand. In connection with this acquisition, the Company recognized $0.3 million of acquisition related "Selling, general and administrative expense" in the consolidated statements of income for the year ended December 31, 2023, including legal fees, consulting fees, and other miscellaneous direct expenses associated with the acquisition. The Company allocated the purchase price to the appropriate classes of tangible assets and liabilities and assigned the excess of $11.9 million entirely to goodwill. The entire value of goodwill was assigned to the Critical Infrastructure segment and represents synergies expected to be realized from this business combination. No goodwill is deductible for income tax purposes. Sealing Technologies, Inc. On August 23, 2023, the Company acquired a 100% ownership interest in Sealing Technologies, Inc ("SealingTech"), a privately-owned company, for $176.0 million in cash and up to an additional $25 million in the event an earn out revenue target is exceeded. The Company borrowed $175 million under the Credit Agreement to fund the acquisition. Headquartered in Maryland, SealingTech expands Parsons' customer base across the Department of Defense and Intelligence Community, and further enhances the Company's capabilities in defensive cyber operations; integrated mission-solutions powered by artificial intelligence (AI) and machine learning (ML); edge computing and edge access modernization; critical infrastructure protection; and secure data management. In connection with this acquisition, the Company recognized $3.3 million of acquisition-related expenses in "Selling, general and administrative expense" in the consolidated statements of income for the three and nine months ended September 30, 2023, including legal fees, consulting fees, and other miscellaneous direct expenses associated with the acquisition. <span

style="color:#202124;white-space:pre-wrap;font-size:10pt;font-family:Arial;min-width:fit-content;">The Company has agreed to pay the selling shareholders up to an additional $25 million in the event an earn out revenue target of $110 million is exceeded during the fiscal year ended December 31, 2024. The earn out payment due and payable by the Company to the selling shareholders shall be equal to (i) five-tenths (0.5), multiplied by (ii) the difference of (A) the actual earn out revenue minus (B) the earn out revenue target; provided, however, that in no event shall the earn out payment exceed $25 million. In the event that the earn out revenue is less than or equal to the earn out revenue target, the earn out payment shall be zero. The earn out payment, if any, shall be paid by the Company to the selling shareholders within 15 days following the date the earn out statement becomes final and binding on both parties. The fair value of the earn out (contingent consideration in the table below) was calculated using a Black-Scholes model. See “Note 16—Fair Value of Financial Instruments” for further information on how the fair value of contingent consideration is determined.</p><div style="font-size:10pt;font-family:Arial;"><p style="text-indent:4.533%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">The following table summarizes the acquisition date fair value of the purchase consideration transferred (in thousands):</p><p style="text-indent:4.533%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:79.596%;box-sizing:content-box;"></td> <td style="width:1.92%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.483%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Amount</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Cash paid at closing</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 176,028 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Fair value of contingent consideration to be achieved </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 3,231 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total purchase price </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 179,259 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> The estimated fair value of the SealingTech contingent consideration as of September 30, 2024 was $4.1 million, a $1.8 million increase from the estimated fair value as of December 31, 2023. Changes in the estimated fair value are recorded to "other income (expense), net" in the consolidated financial statements. The following table summarizes the estimated fair values of the assets acquired and liabilities assumed based on the purchase price allocation as of the date of acquisition (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:79.596%;box-sizing:content-box;"></td> <td style="width:1.92%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.483%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Amount </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Cash and cash equivalents </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-

size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 8,133 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accounts receivable </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 17,889 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Contract assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,946 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Prepaid expenses and other current assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,379 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Property and equipment </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,025 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Right of use assets, operating leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,836 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Deferred tax assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 357 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Goodwill </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 90,593 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Intangible assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 75,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accounts payable </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (15,987 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-

family:Times New Roman;margin-bottom:0;text-align:left;">Accrued expenses and other current liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (2,408 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Contract liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (668 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Short-term lease liabilities, operating leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (418 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Long-term lease liabilities, operating leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (1,418 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Net assets acquired </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">179,259</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> </table></div><p style="text-indent:4.533%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p><div style="font-size:10pt;font-family:Arial;"><p style="text-indent:4.533%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">Of the total purchase price, the following values were assigned to intangible assets (in thousands, except for years):</p><p style="text-indent:4.533%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p><table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:66.08%;box-sizing:content-box;"></td> <td style="width:1.6%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.36%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.6%;box-sizing:content-box;"></td> <td style="width:15.36%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Gross
Carrying
Amount</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Amortization
Period</p></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">(in years)</p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Customer relationships</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p

style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">40,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 14 </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Backlog </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 26,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3 </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Developed technologies </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 8,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3 </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Other </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1 </td> </tr> </table> Amortization expense of $3.2 million and $9.8 million related to these intangible assets was recorded for the three and nine months ended September 30, 2024, respectively and <span style="color:#000000;white-space:pre-wrap;font-size:10pt;font-family:Arial;min-width:fit-content;">$1.5 million for the three and nine months ended September 30, 2023. The entire value of goodwill was assigned to the Federal Solutions segment and represents synergies expected to be realized from this business combination. The entire value of goodwill is deductible for tax purposes. The amount of revenue generated by SealingTech and included within consolidated revenue is $40.1 million and $74.0 million for the three and nine months ended September 30, 2024, respectively and $18.4 million for the three and nine months ended September 30, 2023. The Company has determined that the presentation of net income from the date of acquisition is impracticable due to the integration of general corporate functions upon acquisition. Supplemental Pro Forma Information Supplemental information of unaudited pro forma operating results assuming the SealingTech acquisition had been consummated as of the beginning of fiscal year 2022 (in thousands) is as follows: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:58.872%;box-sizing:content-box;"></td> <td style="width:2.02%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.543%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:2.02%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.543%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times

New Roman;margin-bottom:0;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Pro forma Revenue </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,450,376</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,030,873 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Pro forma Net Income including noncontrolling interests </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 65,350 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 158,775 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> The unaudited pro forma supplemental information is based on estimates and assumptions which the Company believes are reasonable and reflects the pro forma impact of additional amortization related to the fair value of acquired intangible assets, employee retention, the pro forma impact of reflecting acquisition costs, which consisted of legal, advisory and due diligence fees and expenses, employee retention, and the additional pro forma interest expense related to the borrowings under the credit agreement as of the assumed acquisition date. This supplemental pro forma information has been prepared for informational purposes and does not purport to be indicative of what would have occurred had the acquisition been consummated during the periods for which pro forma information is presented. IPKeys Power Partners On April 13, 2023, the Company entered into a merger agreement to acquire a 100% ownership interest in IPKeys Power Partners (“IPKeys”), a privately-owned company, for $43.0 million in cash. The merger brings IPKeys' established customer base, expanding Parsons' presence in two rapidly growing end markets: grid modernization and cyber resiliency for critical infrastructure. Headquartered in Tinton Falls, New Jersey, IPKeys is a trusted provider of enterprise software platform solutions that is actively delivering cyber and operational security to hundreds of electric, water, and gas utilities across North America. The acquisition was entirely funded by cash on-hand. In connection with this acquisition, the Company recognized $0.1 million and $0.6 million of acquisition-related expenses in “Selling, general and administrative expense” in the consolidated statements of income for the three and nine months ended September 30, 2023, respectively, including legal fees, consulting fees, and other miscellaneous direct expenses associated with the acquisition. The following table summarizes the estimated fair values of the assets acquired and liabilities assumed based on the purchase price allocation as of the date of acquisition (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:79.596%;box-sizing:content-box;"></td> <td style="width:1.92%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.483%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;">

 </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Amount </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Cash and cash equivalents </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 126 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accounts receivable </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,937 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Contract assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 834 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Prepaid expenses and other current assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 455 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Property and equipment </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 86 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Right of use assets, operating leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,105 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Other noncurrent assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 152 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Goodwill </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 22,407 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Intangible assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 23,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> <span style="font-

family:Arial;min-width:fit-content;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accounts payable </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (541 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accrued expenses and other current liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (1,768 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Contract liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (1,936 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Short-term lease liabilities, operating leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (343 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Deferred tax liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (3,713 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Long-term lease liabilities, operating leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (762 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Net assets acquired </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 43,039 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> Of the total purchase price, the following values were assigned to intangible assets (in thousands, except for years): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:66.08%;box-sizing:content-box;"></td> <td style="width:1.6%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.36%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.6%;box-sizing:content-box;"></td> <td style="width:15.36%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Gross
Carrying
Amount </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"><p style="font-

size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Amortization
Period</p></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">(in years)</p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Customer relationships (1)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">15,900</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">16</p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Developed technologies</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">7,000</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">11</p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Other</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">100</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1</p></td> </tr> </table><p style="font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:6pt;text-align:left;">(1) The acquired business is a SaaS commercial business. Backlog for this type of business is included as customer relationships.</p></div><p style="text-indent:4.533%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">Amortization expense of $0.4 million and $1.2 million related to these intangible assets was recorded for the three and nine months ended September 30, 2024, respectively and $0.5 million and $0.9 million for the three and nine months ended September 30, 2023, respectively. The entire value of goodwill was assigned to the Critical Infrastructure segment and represents synergies expected to be realized from this business combination. $0.9 million of goodwill is deductible for tax purposes.</p><p style="text-indent:4.533%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">The amount of revenue generated by IPKeys and included within consolidated revenue is $3.5 million and $6.1 million for the three and nine months ended September 30, 2023, respectively. The Company has determined that the presentation of net income from the date of acquisition is impracticable due to the integration of general corporate functions upon acquisition.</p><p style="font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">Supplemental Pro Forma Information</p><div style="font-size:10pt;font-family:Arial;"><p style="text-indent:4.533%;font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">Supplemental information of unaudited pro forma operating results assuming the IPKeys acquisition had been consummated as of the beginning of fiscal year 2022 (in thousands) is as follows:</p><p style="text-indent:4.533%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:58.872%;box-sizing:content-box;"></td> <td style="width:2.02%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.543%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:2.02%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.543%;box-

sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Pro forma Revenue </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,418,571</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,951,378 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Pro forma Net Income including noncontrolling interests </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 60,455 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 152,258 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> The unaudited pro forma supplemental information is based on estimates and assumptions which the Company believes are reasonable and reflects the pro forma impact of additional amortization related to the fair value of acquired intangible assets, the pro forma impact of reflecting acquisition costs, which consisted of legal, advisory and due diligence fees and expenses, and the additional pro forma interest expense related to the borrowings under the credit agreement as of the assumed acquisition date. This supplemental pro forma information has been prepared for informational purposes and does not purport to be indicative of what would have occurred had the acquisition been consummated during the periods for which pro forma information is presented. 1203800000250000028000000 The following table summarizes the estimated fair values of the assets acquired and liabilities assumed based on the purchase price allocation as of the date of acquisition (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:79.596%;box-sizing:content-box;"></td> <td style="width:1.92%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.483%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Amount </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Cash and cash equivalents </td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-

size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,917 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accounts receivable </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5,171 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Contract assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,209 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Income taxes receivable </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 234 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Prepaid expenses and other current assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 433 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Right of use assets, operating leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,032 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Property and Equipment </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 997 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Goodwill </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 139,394 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Intangible assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 73,200 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Other assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 145 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td

style="white-space:pre-wrap;vertical-align:top;"> Accounts payable </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (951 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accrued expenses and other current liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (4,793 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Short-term lease liabilities, operating leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (593 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Deferred income taxes </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (17,978 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Long-term lease liabilities, operating leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (2,651 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Net assets acquired </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 203,766 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr>
</table>4917000517100032090002340004330003032000997000139394000732000001450009510004793000593000179780002651000203766000 style="text-indent:4.533%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">Of the total purchase price, the following values were preliminarily assigned to intangible assets (in thousands, except for years):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:66.08%;box-sizing:content-box;"></td> <td style="width:1.6%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.36%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.6%;box-sizing:content-box;"></td> <td style="width:15.36%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Gross
Carrying
Amount </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Amortization
Period </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times

New Roman;margin-bottom:0;text-align:right;"> </p>
</td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-
align:left;"> </p></td> <td style="vertical-
align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">(in years)</p></td> </tr> <tr
style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-
size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;white-space:pre-
wrap;font-family:Arial;min-width:fit-content;">Customer relationships</p></td> <td style="white-space:pre-wrap;vertical-
align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="white-
space:pre-wrap;font-family:Arial;min-width:fit-content;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p
style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-
family:Arial;min-width:fit-content;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p
style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"><span style="font-
family:Arial;color:#000000;white-space:pre-wrap;min-width:fit-content;">33,000</p></td> <td style="white-space:nowrap;vertical-
align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="font-
family:Arial;min-width:fit-content;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-
size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="white-space:pre-wrap;font-
family:Arial;min-width:fit-content;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p
style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">14</p></td> </tr> <tr style="height:10pt;background-
color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-
family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;white-space:pre-wrap;font-family:Arial;min-width:fit-
content;">Backlog</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-
family:Times New Roman;margin-bottom:0;text-align:left;"><span style="white-space:pre-wrap;font-family:Arial;min-width:fit-
content;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times
New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-
space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-
bottom:0;text-align:right;">30,400</p>
</td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-
bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-
align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="white-
space:pre-wrap;font-family:Arial;min-width:fit-content;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-
align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"><span style="font-
family:Arial;">3</p></td> </tr> <tr
style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-
size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;white-space:pre-
wrap;font-family:Arial;min-width:fit-content;">Developed technologies</p></td> <td style="white-space:pre-wrap;vertical-
align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="white-
space:pre-wrap;font-family:Arial;min-width:fit-content;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p
style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="font-family:Arial;min-
width:fit-content;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-
size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"><span style="font-family:Arial;color:#000000;white-
space:pre-wrap;min-width:fit-content;">4,900</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-
size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="font-family:Arial;min-width:fit-
content;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-
family:Times New Roman;margin-bottom:0;text-align:left;"><span style="white-space:pre-wrap;font-family:Arial;min-width:fit-
content;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-
top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"><span style="color:#000000;white-
space:pre-wrap;min-width:fit-content;">5</p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-
word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-
bottom:0;text-align:left;">Non-compete
agreements</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-
family:Times New Roman;margin-bottom:0;text-align:left;"><span style="white-space:pre-wrap;font-family:Arial;min-width:fit-
content;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times
New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-
space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-
bottom:0;text-align:right;">3,900</p>
</td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-
bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-
align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="white-
space:pre-wrap;font-family:Arial;min-width:fit-content;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-
align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"><span style="font-
family:Arial;">3</p></td> </tr> <tr
style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-
size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;white-space:pre-
wrap;font-family:Arial;min-width:fit-content;">Other</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p
style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="white-space:pre-wrap;font-
family:Arial;min-width:fit-content;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-
size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-
width:fit-content;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-
size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"><span style="font-family:Arial;color:#000000;white-
space:pre-wrap;min-width:fit-content;">1,000</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-
size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="font-family:Arial;min-width:fit-
content;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-
family:Times New Roman;margin-bottom:0;text-align:left;"><span style="white-space:pre-wrap;font-family:Arial;min-width:fit-
content;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-
top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"><span style="color:#000000;white-
space:pre-wrap;min-width:fit-content;">1</p></td> </tr>
</table>33000000P14Y30400000P3Y4900000P5Y3900000P3Y1000000P1Y2100000021000000143000000670000006700000<p style="text-
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forma operating results assuming the BlackSignal acquisition had been consummated as of the beginning of fiscal year 2023 (in thousands) is
as follows:</p><p style="text-indent:4.533%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-
align:left;"> </p> <table style="margin-
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style="width:41.612%;box-sizing:content-box;"></td> <td style="width:1.44%;box-sizing:content-box;"></td> <td style="width:1%;box-
sizing:content-box;"></td> <td style="width:11.158%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td
style="width:1.44%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.158%;box-
sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.44%;box-sizing:content-box;"></td> <td
style="width:1%;box-sizing:content-box;"></td> <td style="width:11.158%;box-sizing:content-box;"></td> <td style="width:1%;box-
sizing:content-box;"></td> <td style="width:1.44%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td
style="width:11.158%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr
style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;">
<p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"><span style="white-space:pre-
wrap;font-family:Arial;min-width:fit-content;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-
top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="white-space:pre-wrap;font-family:Arial;min-width:fit-
content;"> </p></td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p
style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"><span style="color:#000000;white-
space:pre-wrap;font-weight:bold;font-family:Arial;min-width:fit-content;">Three Months Ended</p></td> <td style="vertical-

align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Pro forma Revenue </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,816,364</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,427,661 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,975,624 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Pro forma Net Income including noncontrolling interests </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 85,937 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 53,798 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:center;"> 65,618 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-

align:bottom;text-align:center;"> 130,233 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table>1816364000142766100050482350003975624000859370005379800065618000130233000112200000300000119000001176000000250000style="text-indent:4.533%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">The following table summarizes the acquisition date fair value of the purchase consideration transferred (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:79.596%;box-sizing:content-box;"></td> <td style="width:1.92%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.483%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Amount </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Cash paid at closing </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">176,028</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Fair value of contingent consideration to be achieved</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3,231</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Total purchase price</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 179,259 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table>176028000323100017925900041000001800000 The following table summarizes the estimated fair values of the assets acquired and liabilities assumed based on the purchase price allocation as of the date of acquisition (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:79.596%;box-sizing:content-box;"></td> <td style="width:1.92%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.483%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Amount </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Cash and cash equivalents </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 8,133 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accounts receivable </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 17,889 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Contract assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-

*align:center;"> 2,946 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Prepaid expenses and other current assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,379 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Property and equipment </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,025 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Right of use assets, operating leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,836 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Deferred tax assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 357 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Goodwill </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 90,593 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Intangible assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 75,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accounts payable </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (15,987 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accrued expenses and other current liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (2,408 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Contract liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (668 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-

*align:top;"> Short-term lease liabilities, operating leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (418 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Long-term lease liabilities, operating leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (1,418 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Net assets acquired </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 179,259 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr>
</table>81330001788900029460001379000202500018360003570009059300075000000159870002408000668000418000141800017925900000 Of the total purchase price, the following values were assigned to intangible assets (in thousands, except for years):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:66.08%;box-sizing:content-box;"></td> <td style="width:1.6%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.36%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.6%;box-sizing:content-box;"></td> <td style="width:15.36%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Gross
Carrying
Amount </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Amortization
Period </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;text-align:left;"> (in years) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Customer relationships </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 40,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 14 </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Backlog </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 26,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3 </td> </tr> <tr*

*style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Developed technologies </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 8,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3 </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Other </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1 </td> </tr> </table> *

* 40000000P14Y26000000P3Y8000000P3Y1000000P1Y320000098000001500000150000040100000740000001840000018400000 Supplemental information of unaudited pro forma operating results assuming the SealingTech acquisition had been consummated as of the beginning of fiscal year 2022 (in thousands) is as follows: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:58.872%;box-sizing:content-box;"></td> <td style="width:2.02%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.543%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:2.02%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.543%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Pro forma Revenue </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,450,376</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,030,873 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Pro forma Net Income including noncontrolling interests </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 65,350 </td> <td style="white-*

space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 158,775 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table>1450376000403087300065350000158775000143000000100000600000 The following table summarizes the estimated fair values of the assets acquired and liabilities assumed based on the purchase price allocation as of the date of acquisition (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:79.596%;box-sizing:content-box;"></td> <td style="width:1.92%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.483%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Amount </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Cash and cash equivalents </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 126 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accounts receivable </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,937 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Contract assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 834 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Prepaid expenses and other current assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 455 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Property and equipment </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 86 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Right of use assets, operating leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,105 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Other noncurrent assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 152 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-

wrap;vertical-align:top;"> Goodwill </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 22,407 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Intangible assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 23,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accounts payable </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (541 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accrued expenses and other current liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (1,768 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Contract liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (1,936 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Short-term lease liabilities, operating leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (343 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Deferred tax liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (3,713 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Long-term lease liabilities, operating leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (762 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Net assets acquired </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 43,039 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> <span style="font-family:Arial;min-

width:fit-content;"> </p></td> </tr>
</table>12600039370008340004550008600011050001520002240700023000000541000176800019360003430003713000762000043039000<p style="text-indent:4.533%;font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">Of the total purchase price, the following values were assigned to intangible assets (in thousands, except for years):</p><p style="text-indent:4.533%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:66.08%;box-sizing:content-box;"></td> <td style="width:1.6%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.36%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.6%;box-sizing:content-box;"></td> <td style="width:15.36%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Gross
Carrying
Amount</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> <p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Amortization
Period</p></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p> </td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">(in years)</p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Customer relationships (1)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">15,900</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">16</p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Developed technologies</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">7,000</p> </td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">11</p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Other</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">100</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1</p></td> </tr> </table><p style="font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:6pt;text-align:left;">(1) The acquired business is a SaaS commercial business. Backlog for this type of business is included as customer relationships.
</p>15900000P16Y7000000P11Y100000P1Y40000012000005000009000009000003500006100000<p style="text-indent:4.533%;font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">Supplemental information of unaudited pro forma operating results assuming the IPKeys acquisition had been consummated as of the beginning of fiscal year 2022 (in thousands) is as follows:</p><p style="text-indent:4.533%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:58.872%;box-sizing:content-box;"></td> <td style="width:2.02%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.543%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:2.02%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.543%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-

bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Pro forma Revenue </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,418,571</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,951,378 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Pro forma Net Income including noncontrolling interests </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 60,455 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 152,258 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table>141857100039513780006045500015225800 5. Contracts with Customers Disaggregation of Revenue The Company’s contracts contain both fixed-price and cost reimbursable components. Contract types are based on the component that represents the majority of the contract. The following table presents revenue disaggregated by contract type (in thousands):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:37.147%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.222999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Three Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New

Roman;margin-bottom:0;text-align:center;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Fixed-price </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">790,820</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 452,606 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">2,129,274</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,233,712 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Time-and-Materials </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 354,114 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 355,689 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,052,040 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 998,037 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Cost-plus </td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-

family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 665,182 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 610,276 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,834,945 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,716,774 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Total </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,418,571</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 5,016,259 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 3,948,523 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> </table> See “Note 18 – Segments Information” for the Company’s revenues by business lines. Contract Assets and Contract Liabilities Contract assets and contract liabilities balances at September 30, 2024 and December 31, 2023 were as follows (in thousands):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:37.147%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.222999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.042%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.542000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> <span style="color:#000000;white-space:pre-

wrap;font-weight:bold;font-family:Arial;min-width:fit-content;">September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> <td style="vertical-align:bottom;">   </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> <td style="vertical-align:bottom;">   </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> $ change </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> <td style="vertical-align:bottom;">   </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> % change </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Contract assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">790,001</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 757,515 </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4.3 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Contract liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 300,799 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 301,107 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (308 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> -0.1 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> % </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Net contract assets (liabilities) (1) </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-

space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 489,202 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">456,408</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 32,794 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 7.2 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> % </td> </tr> </table> (1) Total contract retentions included in net contract assets (liabilities) were $82.5 million as of September 30, 2024, of which $33.5 million are not expected to be paid in the next 12 months. Total contract retentions included in net contract assets (liabilities) were $73.8 million as of December 31, 2023. Contract assets at September 30, 2024 and December 31, 2023 include <span style="color:#000000;white-space:pre-wrap;font-size:10pt;font-family:Arial;min-width:fit-content;">$69.2 million and $109.5 million, respectively, related to net claim recoveries. There was a $21.6 million loss recognized for the three and nine months ended September 30, 2024 and no material losses recognized for the three and nine months ended September 30, 2023, related to the collectability of claims. During the three months ended September 30, 2024 and September 30, 2023, the Company recognized revenue of $10.7 million and $8.9 million, respectively, and $179.9 million and $116.6 million during the nine months ended September 30, 2024 and September 30, 2023, respectively that was included in the corresponding contract liability balances at December 31, 2023 and December 31, 2022, respectively. Certain changes in contract assets and contract liabilities consisted of the following (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:53.76%;box-sizing:content-box;"></td> <td style="width:1.88%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:18.46%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.88%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:20.02%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p

style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Acquired contract assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3,209</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,715 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Acquired contract liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,155 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table>   There was no significant impairment of contract assets recognized during the three and nine months ended September 30, 2024 and September 30, 2023. The following table presents revisions in estimates, such as changes in estimated claims or incentives, related to performance obligations partially satisfied in previous periods that individually had an impact of $5 million or more on revenue. In certain instances, revisions in estimates on a contract do not exceed the threshold in any particular quarter but exceed the threshold on a year-to-date basis (in thousands):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:37.147%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.222999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-

*align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Revenue impact, net </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(21,626</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(35,129</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,748 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> Certain financial statement impacts from revisions in estimates were as follows (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:37.147%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.222999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> *

</td></tr><tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"><td style="white-space:pre-wrap;vertical-align:top;"> Operating income (loss) </td><td style="white-space:pre-wrap;vertical-align:bottom;"> </td><td style="white-space:nowrap;vertical-align:bottom;"> $</p></td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(23,520</p></td><td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td><td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td><td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td><td style="white-space:nowrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;"> </td><td style="white-space:nowrap;vertical-align:bottom;"> $</p></td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(37,023</p></td><td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td><td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td><td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (3,079 </td><td style="white-space:nowrap;vertical-align:bottom;">) </td></tr><tr style="height:10pt;background-color:#ffffff;word-break:break-word;"><td style="white-space:pre-wrap;vertical-align:top;"> Net income (loss) </td><td style="white-space:pre-wrap;vertical-align:bottom;"> </td><td style="white-space:nowrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (17,569 </td><td style="white-space:nowrap;vertical-align:bottom;">) </td><td style="white-space:pre-wrap;vertical-align:bottom;"> </td><td style="white-space:nowrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td><td style="white-space:nowrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;"> </td><td style="white-space:nowrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (27,656 </td><td style="white-space:nowrap;vertical-align:bottom;">) </td><td style="white-space:pre-wrap;vertical-align:bottom;"> </td><td style="white-space:nowrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (2,291 </td><td style="white-space:nowrap;vertical-align:bottom;">) </td></tr><tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"><td style="white-space:pre-wrap;vertical-align:top;"> Diluted income (loss) per share </td><td style="white-space:pre-wrap;vertical-align:bottom;"> </td><td style="white-space:nowrap;vertical-align:bottom;"> $</p></td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(0.16</p></td><td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td><td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td><td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td><td style="white-space:nowrap;vertical-align:bottom;"> </td><td style="white-space:pre-wrap;vertical-align:bottom;"> </td><td style="white-space:nowrap;vertical-align:bottom;"> $ </td><td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (0.26 </td><td style="white-space:nowrap;vertical-align:bottom;">) </td><td style="white-space:pre-wrap;vertical-

align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (0.02 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> </table> The amounts in the table above include changes in estimates related to direct costs of contracts of $1.9 million for both the three and nine months ended September 30, 2024 and $6.4 million for the nine months ended September 30, 2023, related to write-downs on a contract in the Critical Infrastructure segment.</p><p style="text-indent:5.733%;font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">Accounts Receivable, net</p><div style="font-size:12pt;font-family:Arial;"><p style="text-indent:5.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">Accounts receivable, net consisted of the following as of September 30, 2024 and December 31, 2023 (in thousands): </p><p style="text-indent:5.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:63.46%;box-sizing:content-box;"></td> <td style="width:1.54%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.799999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.54%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.66%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:middle;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">2024</p></td> <td style="vertical-align:middle;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:middle;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">2023</p></td> <td style="vertical-align:middle;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Billed</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 617,761 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 646,375 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Unbilled </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 421,101 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 273,215 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total accounts receivable, gross </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,038,862 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 919,590 </td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-

bottom:0;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Allowance for doubtful accounts </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (3,886 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (3,952 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total accounts receivable, net </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,034,976</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 915,638 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> Billed accounts receivable represents amounts billed to clients that have not been collected. Unbilled accounts receivable represents amounts where the Company has a present contractual right to bill but an invoice has not been issued to the customer at the period-end date. Receivables from contracts with the U.S. federal government and its agencies were 16% and 18% as of September 30, 2024 and December 31, 2023, respectively. The allowance for doubtful accounts was determined based on consideration of trends in actual and forecasted credit quality of clients, including delinquency and payment history, type of client, such as a government agency or commercial sector client, and general economic conditions and particular industry conditions that may affect a client’s ability to pay. Transaction Price Allocated to the Remaining Unsatisfied Performance Obligations The Company’s remaining unsatisfied performance obligations (“RUPO”) as of September 30, 2024 represent a measure of the total dollar value of work to be performed on contracts awarded and in-progress. The Company had $6.7 billion in RUPO as of September 30, 2024. RUPO will increase with awards of new contracts and decrease as the Company performs work and recognizes revenue on existing contracts. Projects are included within RUPO at such time the project is awarded and agreement on contract terms has been reached. The difference between RUPO and backlog relates to unexercised option years that are included within backlog and the value of Indefinite Delivery/Indefinite Quantity (“IDIQ”) contracts included in backlog for which delivery orders have not been issued. RUPO is comprised of: (a) original transaction price, (b) change orders for which written confirmations from our customers have been received, (c) pending change orders for which the Company expects to receive confirmations in the ordinary course of business, and (d) claim amounts that the Company has made against customers for which it has determined that it has a legal basis under existing contractual arrangements and a significant reversal of revenue is not probable, less revenue recognized to-date. The Company expects to satisfy its RUPO as of September 30, 2024 over the following periods (in thousands):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:49.77%;box-sizing:content-box;"></td> <td style="width:1.36%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.383%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.36%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.383%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.36%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.383%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> Period RUPO Will Be Satisfied </td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-

*align:center;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Within One Year </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;">   </td> <td style="vertical-align:bottom;text-align:left;">   </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Within One to
Two Years </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;">   </td> <td style="vertical-align:bottom;text-align:left;">   </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Thereafter </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;">   </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Federal Solutions </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,870,032</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 543,038 </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">207,797</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Critical Infrastructure</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,983,920</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,085,300</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">969,038</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">   Total</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 3,853,951 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 1,628,338 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">   </td> <td style="white-space:pre-wrap;vertical-*

align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,176,834</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> </table></div><p style="text-indent:5.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">The Company's contracts contain both fixed-price and cost reimbursable components. Contract types are based on the component that represents the majority of the contract. The following table presents revenue disaggregated by contract type (in thousands): </p><p style="text-indent:5.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:37.147%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.222999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Three Months Ended</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Nine Months Ended</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">September 30, 2024</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">September 30, 2023</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">September 30, 2024</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">September 30, 2023</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Fixed-price</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 790,820 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">452,606</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,129,274 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,233,712 </td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-

family:Times New Roman;margin-bottom:0;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Time-and-Materials </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 354,114 </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,052,040 </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 998,037 </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Cost-plus </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 665,182 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 610,276 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,834,945 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,716,774 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Total </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,810,116</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,418,571 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 5,016,259 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-

family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 3,948,523 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr>
</table>790820000452606000212027400012337120003541140003556890001052040000998037000665182000610276000183494500017167745tyle="text-indent:5.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">Contract assets and contract liabilities balances at September 30, 2024 and December 31, 2023 were as follows (in thousands):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:37.147%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.222999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.042%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.542000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> $ change </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> % change </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Contract assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">790,001</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 757,515 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 32,486 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4.3 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Contract liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 300,799 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-

bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">301,107</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(308</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">-0.1</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">%</p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Net contract assets (liabilities) (1)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">489,202</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">456,408</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">32,794</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">7.2</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">%</p></td> </tr> </table><div class="item-list-element-wrapper" style="display:flex;margin-top:6pt;justify-content:flex-start;align-items:baseline;margin-bottom:0;min-width:5.731%;text-align:left;">(1)<div id="ole_link1" style="width:100%;display:inline;">Total contract retentions included in net contract assets (liabilities) were $82.5 million as of September 30, 2024, of which $33.5 million are not expected to be paid in the next 12 months. Total contract retentions included in net contract assets (liabilities) were $73.8 million as of December 31, 2023. Contract assets at September 30, 2024 and December 31, 2023 include $69.2 million and $109.5 million, respectively, related to net claim recoveries. There was a $21.6 million loss recognized for the three and nine months ended September 30, 2024 and no material losses recognized for the three and nine months ended September 30, 2023, related to the collectability of claims. </div></div>790001000757515000324860000.043300799000301107000-308000-0.001489202000456408000327940000.072825000003350000073800000692000001095000002160000021600000107000008900000017990000001 style="color:#000000;white-space:pre-wrap;font-size:10pt;font-family:Arial;min-width:fit-content;">Certain changes in contract assets and contract liabilities consisted of the following (in thousands):<p style="text-indent:5.667%;font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:53.76%;box-sizing:content-box;"></td> <td style="width:1.88%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:18.46%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.88%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:20.02%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr>

<tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Acquired contract assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3,209</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,715 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Acquired contract liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,155 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table>32090002715000031550000000 The following table presents revisions in estimates, such as changes in estimated claims or incentives, related to performance obligations partially satisfied in previous periods that individually had an impact of $5 million or more on revenue. In certain instances, revisions in estimates on a contract do not exceed the threshold in any particular quarter but exceed the threshold on a year-to-date basis (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:37.147%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.222999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;">

</td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Revenue impact, net </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(21,626</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(35,129</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,748 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table>50000005000000-216260000-351290004748000 Certain financial statement impacts from revisions in estimates were as follows (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:37.147%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.222999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:12.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.3%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-

bottom:0;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Operating income (loss) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(23,520</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(37,023</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (3,079 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Net income (loss) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (17,569 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (27,656 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (2,291 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Diluted income (loss) per share </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(0.16</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times

New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(0.26</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (0.02 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> </table>-235200000-37023000-3079000-175690000-27656000-2291000-0.160-0.26-0.021900000190000064000000 Accounts receivable, net consisted of the following as of September 30, 2024 and December 31, 2023 (in thousands):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:63.46%;box-sizing:content-box;"></td> <td style="width:1.54%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.799999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.54%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.66%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:middle;border-bottom:0.5pt solid #000000;"> 2024 </td> <td style="vertical-align:middle;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:middle;border-bottom:0.5pt solid #000000;"> 2023 </td> <td style="vertical-align:middle;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Billed </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">617,761</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 646,375 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Unbilled </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 421,101 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 273,215 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total accounts receivable, gross </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,038,862 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Allowance for doubtful accounts </td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-

size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (3,886 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (3,952 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total accounts receivable, net </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,034,976</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 915,638 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr>
</table>617761000646375000421101000273215000103886200091959000038860003952000103497600091563800000.160.186700000000 The Company expects to satisfy its RUPO as of September 30, 2024 over the following periods (in thousands):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:49.77%;box-sizing:content-box;"></td> <td style="width:1.36%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.383%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.36%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.383%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.36%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.383%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> Period RUPO Will Be Satisfied </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Within One to
Two Years </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Within Thereafter </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Federal Solutions </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,870,032</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 543,038 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td

*style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">207,797</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> Critical Infrastructure</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,983,920</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,085,300</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">969,038</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> Total</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 3,853,951 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,628,338</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 1,176,834 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr>
</table>P1YP1YP1Y18700320005430380002077970001983920000108530000096903800038539510001628338000117683400 0 6. Leases The Company has operating and finance leases for corporate and project office spaces, vehicles, heavy machinery and office equipment. Our leases have remaining lease terms of one year to eight years, some of which may include options to extend the leases for up to five years, and some of which may include options to terminate the leases after the third year. The components of lease costs for the three and nine months ended September 30, 2024 and September 30, 2023 are as follows (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:90.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:45.142%;box-sizing:content-box;"></td> <td style="width:1.16%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.556%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.16%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.556%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.16%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.556%;box-sizing:content-box;"></td> <td style="width:1%;box-*

sizing:content-box;"></td> <td style="width:1.16%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.556%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Three Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Operating lease cost </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">16,022</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:14pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 16,885 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">49,584</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:14pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 50,639 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Short-term lease cost </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,480 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,823 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-

space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 11,912 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 9,882 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Amortization of right-of-use assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 923 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 718 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,535 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,904 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Interest on lease liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 115 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 73 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 313 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 171 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Sublease income </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (1,008 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> <span style="color:#000000;white-space:pre-wrap;font-family:Arial;min-width:fit-

content;">(1,186 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (3,246 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (3,549 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total lease cost </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">20,532</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 19,313 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">61,098</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 59,047 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr></table> Supplemental cash flow information related to leases for the nine months ended September 30, 2024 and September 30, 2023 is as follows (in thousands):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:90.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:62.148%;box-sizing:content-box;"></td> <td style="width:1.52%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:15.397%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.52%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:15.417%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:middle;border-bottom:0.5pt solid #000000;"> September 30, 2024 </td> <td style="vertical-align:middle;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Operating cash flows for operating leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> <span

style="white-space:pre-wrap;font-family:Arial;min-width:fit-content;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">51,013</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 53,040 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Operating cash flows for finance leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 313 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 171 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Financing cash flows from finance leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,419 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,865 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Right-of-use assets obtained in exchange for new operating lease liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 15,633 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 48,430 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Right-of-use assets obtained in exchange for new finance lease liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,003 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr></table> Supplemental balance sheet and other information related to leases as of September 30, 2024 and December 31, 2023 are as follows (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:90.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:62.232%;box-sizing:content-box;"></td> <td style="width:1.58%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:15.303%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.58%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:15.303%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-

break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:middle;border-bottom:0.5pt solid #000000;"> September 30, 2024 </td> <td style="vertical-align:middle;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:middle;border-bottom:0.5pt solid #000000;"> December 31, 2023 </td> <td style="vertical-align:middle;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Operating Leases: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Right-of-use assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">135,367</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 159,211 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Lease liabilities: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Current </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 51,971 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 58,556 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Long-term </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 97,838 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 117,505 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-

size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Total operating lease liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">149,809</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 176,061 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Finance Leases: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Other noncurrent assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">9,292</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 7,779 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accrued expenses and other current liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3,442</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,682 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Other long-term liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">6,042</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5,129 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2"

style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Weighted Average Remaining Lease Term: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Operating leases </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> 3.7 Years </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> 3.9 years </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Finance leases </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> 3 Years </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> 3.1 years </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Weighted Average Discount Rate: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> Operating leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4.4 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4.2 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Finance leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4.9 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4.6 </td> <td style="white-space:nowrap;vertical-align:bottom;"> <span

style="color:#000000;font-family:Arial;min-width:fit-content;">% </td> </tr> </table> As of September 30, 2024, the Company has no operating leases that have not yet commenced. A maturity analysis of the future undiscounted cash flows associated with the Company's operating and finance lease liabilities as of September 30, 2024 is as follows (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:90.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:62.135%;box-sizing:content-box;"></td> <td style="width:1.519%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:15.394%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.539%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:15.414000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Operating Leases </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Finance Leases </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> 2024 (remaining) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">15,966</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,006 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> 2025 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 53,485 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,642 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> 2026 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 36,703 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,985 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> 2027 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 23,116 </td> <td style="white-space:nowrap;vertical-align:bottom;"> <span style="font-

family:Arial;min-width:fit-content;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,803 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> 2028 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 18,182 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 718 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Thereafter </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 14,748 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 38 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Total lease payments </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 162,200 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 10,192 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Less: imputed interest </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (12,391 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (708 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Total present value of lease liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 149,809 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> <span style="color:#000000;font-family:Arial;min-

width:fit-content;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">9,484</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> </table></div><p style="text-indent:5.667%;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p>The Company has operating and finance leases for corporate and project office spaces, vehicles, heavy machinery and office equipment. Our leases have remaining lease terms of one year to eight years, some of which may include options to extend the leases for up to five years, and some of which may include options to terminate the leases after the third year.P1YP8Ytruefive yearstruethird year<p style="text-indent:5.667%;font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">The components of lease costs for the three and nine months ended September 30, 2024 and September 30, 2023 are as follows (in thousands):</p><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:90.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:45.142%;box-sizing:content-box;"></td> <td style="width:1.16%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.556%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.16%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.556%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.16%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.556%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.16%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.556%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Three Months Ended</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Nine Months Ended</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:top;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">September 30, 2024</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">September 30, 2023</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">September 30, 2024</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">September 30, 2023</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:14pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Operating lease cost</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 16,022 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 16,885 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-

space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">49,584</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:14pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 50,639 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Short-term lease cost </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,480 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,823 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 11,912 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 9,882 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Amortization of right-of-use assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 923 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 718 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,535 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,904 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Interest on lease liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 115 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 73 </td> <td style="white-space:nowrap;vertical-align:bottom;"> <span style="font-

family:Arial;min-width:fit-content;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 313 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 171 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Sublease income </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (1,008 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (1,186 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (3,246 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (3,549 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total lease cost </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">20,532</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 19,313 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">61,098</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 59,047 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr>
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style="color:#000000;white-space:pre-wrap;font-size:10pt;font-family:Arial;min-width:fit-content;">Supplemental cash flow information related to leases for the nine months ended September 30, 2024 and September 30, 2023 is as follows (in thousands): <span style="white-space:pre-wrap;font-size:12pt;font-family:Arial;min-

width:fit-content;"> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:90.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:62.148%;box-sizing:content-box;"></td> <td style="width:1.52%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:15.397%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.52%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:15.417%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:middle;border-bottom:0.5pt solid #000000;"> September 30, 2024 </td> <td style="vertical-align:middle;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Operating cash flows for operating leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">51,013</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 53,040 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Operating cash flows for finance leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 313 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 171 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Financing cash flows from finance leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,419 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,865 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Right-of-use assets obtained in exchange for new operating lease liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 15,633 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> <span style="font-family:Arial;color:#000000;white-space:pre-

wrap;min-width:fit-content;">48,430 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Right-of-use assets obtained in exchange for new finance lease liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4,003</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,470 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr>
</table>5101300053040000313000171000241900018650001563300048430000400300044700000 Supplemental balance sheet and other information related to leases as of September 30, 2024 and December 31, 2023 are as follows (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:90.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:62.232%;box-sizing:content-box;"></td> <td style="width:1.58%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:15.303%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.58%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:15.303%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:middle;border-bottom:0.5pt solid #000000;"> September 30, 2024 </td> <td style="vertical-align:middle;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:middle;border-bottom:0.5pt solid #000000;"> December 31, 2023 </td> <td style="vertical-align:middle;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Operating Leases: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Right-of-use assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">135,367</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 159,211 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Lease liabilities: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Current </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-

align:center;"> 51,971 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 58,556 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Long-term </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 97,838 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 117,505 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total operating lease liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">149,809</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 176,061 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Finance Leases: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Other noncurrent assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">9,292</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 7,779 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accrued expenses and other current liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3,442</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New

Roman;margin-bottom:0;text-align:right;">2,682 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Other long-term liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">6,042</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5,129 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Weighted Average Remaining Lease Term: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Operating leases </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> 3.7 Years </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> 3.9 years </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Finance leases </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> 3 Years </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> 3.1 years </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Weighted Average Discount Rate: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Operating leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-

*top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4.4 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4.2 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Finance leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4.9 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4.6 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> </tr>
</table>135367000159211000519710005855600097838000117505000149809000176061000929200077790003442000268200060420005129005*

style="text-indent:5.733%;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">A maturity analysis of the future undiscounted cash flows associated with the Company's operating and finance lease liabilities as of September 30, 2024 is as follows (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:90.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:62.135%;box-sizing:content-box;"></td> <td style="width:1.519%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:15.394%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.539%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:15.414000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Operating Leases </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Finance Leases </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> 2024 (remaining) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">15,966</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,006 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> 2025 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 53,485 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,642 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> 2026 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> <span

style="white-space:pre-wrap;font-family:Arial;min-width:fit-content;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 36,703 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,985 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> 2027 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 23,116 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,803 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> 2028 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 18,182 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 718 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Thereafter </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 14,748 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 38 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Total lease payments </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 162,200 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 10,192 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Less: imputed interest </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (12,391 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td

style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (708 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Total present value of lease liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">149,809</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 9,484 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr>
</table>1596600010060005348500036420003670300029850002311600018030001818200071800014748000380001622000001019200012391 0class="item-list-element-wrapper" style="display:flex;margin-top:18pt;justify-content:flex-start;align-items:baseline;margin-bottom:0;min-width:5.731%;text-align:left;">7. Goodwill The following table summarizes the changes in the carrying value of goodwill by reporting segment from December 31, 2023 to September 30, 2024 (in thousands):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:48.65%;box-sizing:content-box;"></td> <td style="width:1.12%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.921999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.12%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.741999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.12%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.862%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.12%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.342%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Acquisitions </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Foreign Exchange </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Federal Solutions </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,686,901</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 139,394 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td

style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,826,295</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Critical Infrastructure</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">105,764</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(902</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">104,862</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Total</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 1,702,665 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">139,394</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> (902 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 1,931,157 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> The Company performed a triggering analysis and determined there was no triggering event indicating a potential impairment to the carrying value of its goodwill at September 30, 2024 and concluded there has not been an impairment. The following table summarizes the changes in the carrying value of goodwill by reporting segment from December 31, 2023 to September 30, 2024 (in thousands): <p style="font-

size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:48.65%;box-sizing:content-box;"></td> <td style="width:1.12%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.921999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.12%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.741999999999999%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.12%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.862%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.12%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.342%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Acquisitions </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Foreign Exchange </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Federal Solutions </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,686,901</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 139,394 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">-</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,826,295 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Critical Infrastructure </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 105,764 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (902 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New

*Roman;margin-bottom:0;text-align:left;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 104,862 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,792,665</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 139,394 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(902</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 1,931,157 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table>16869010001393940000182629500010576400009020001048620001792665000139394000-9020001931157000 8. Intangible Assets The gross amount and accumulated amortization of intangible assets with finite useful lives included in “Intangible assets, net” on the consolidated balance sheets are as follows (in thousands except for years):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:32.867%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:6.561%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:6.561%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:6.561%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:6.561%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:6.561%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:6.101%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:7.221%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:7pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="10" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="10" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> Weighted
Average </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:7pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> <span style="color:#000000;white-space:pre-wrap;font-weight:bold;font-family:Arial;min-width:fit-*

content;">Gross
Carrying
Amount </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Accumulated
Amortization </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Net
Carrying
Amount </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Gross
Carrying
Amount </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Accumulated
Amortization </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Net
Carrying
Amount </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Amortization
Period
(in years) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Backlog </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">139,968</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (44,857 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">95,111</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 130,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(45,964</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 84,036 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4.2 </td> <td

style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Customer relationships </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 322,962 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (133,326 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 189,636 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 297,120 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (124,194 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 172,926 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 11.7 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 120 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (106 </td> <td style="white-

space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 14 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Developed technology </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 22,900 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (6,243 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 16,657 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (15,823 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 15,777 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4.6 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Trade name </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (125 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;">

875 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (417 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 583 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1.0 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Non-compete agreements </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,400 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (552 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,848 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,500 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (1,097 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 403 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3.0 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> In process research and development </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-

bottom:0;text-align:right;">1,800 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,800 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,800 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> n/a </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Other intangibles </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 25 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 25 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 375 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (348 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 27 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">

 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> n/a </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Total intangible assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">493,055</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (185,103 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">463,515</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (187,949 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 275,566 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> </tr> </table> The aggregate amortization expense of intangible assets for the three months ended September 30, 2024 and September 30, 2023 was $13.3 million and $18.8 million, respectively and $40.8 million and $54.9 million for the nine months ended September 30, 2024 and September 30, 2023, respectively. Estimated amortization expense for the remainder of the current fiscal year and in each of the next four years and beyond is as follows (in thousands):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:90.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:77.54%;box-sizing:content-box;"></td> <td style="width:1.82%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:18.64%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-

align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:middle;border-bottom:0.5pt solid #000000;"> September 30, 2024 </td> <td style="vertical-align:middle;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">15,189</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">2025</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">59,512</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">2026</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">52,462</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">2027</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">43,372</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">2028</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">27,478</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Thereafter</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">108,114</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Total</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 306,127 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> The gross amount and accumulated amortization of intangible assets with finite useful lives included in “Intangible assets, net” on the consolidated balance sheets are as follows (in thousands except for years):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:32.867%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:6.561%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:6.561%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:6.561%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:6.561%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:6.561%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:6.101%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:7.221%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr

style="height:7pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="10" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="10" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> Weighted
Average </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:7pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Gross
Carrying
Amount </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Accumulated
Amortization </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Net
Carrying
Amount </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Gross
Carrying
Amount </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Accumulated
Amortization </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Net
Carrying
Amount </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Amortization
Period
(in years) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Backlog </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">139,968</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (44,857 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 95,111 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;">

$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">130,000</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (45,964 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 84,036 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4.2 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Customer relationships </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 322,962 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (133,326 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 189,636 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 297,120 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (124,194 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 172,926 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 11.7 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Leases </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"><p

style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 120 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (106 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 14 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Developed technology </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 22,900 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (6,243 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 16,657 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 31,600 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (15,823 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 15,777 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-

top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4.6 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Trade name </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (125 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 875 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (417 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 583 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1.0 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Non-compete agreements </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,400 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (552 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,848 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,500 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-

top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(1,097 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 403 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> In process research and development </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,800 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,800 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,800 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> n/a </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Other intangibles </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 25 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> <span style="font-size:8pt;font-family:Arial;color:#000000;white-

space:pre-wrap;min-width:fit-content;">25 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 375 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (348 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 27 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> n/a </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:8pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Total intangible assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">493,055</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (185,103 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">307,952</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 463,515 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(187,949</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 275,566 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> </tr>
</table>13996800044857000951110001300000004596400084036000P4Y2M12D3229620001333260001896360002971200001241940001729 26
style="text-indent:5.667%;font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span

style="color:#000000;white-space:pre-wrap;font-size:10pt;font-family:Arial;min-width:fit-content;">Estimated amortization expense for the remainder of the current fiscal year and in each of the next four years and beyond is as follows (in thousands):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:90.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:77.54%;box-sizing:content-box;"></td> <td style="width:1.82%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:18.64%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:middle;border-bottom:0.5pt solid #000000;"> September 30, 2024 </td> <td style="vertical-align:middle;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">15,189</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">2025</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">59,512</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">2026</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">52,462</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">2027</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">43,372</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">2028</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">27,478</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Thereafter</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">108,114</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Total</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 306,127 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table>151890005951200052462000433720002747800010811400030612700 9. Property and Equipment, Net Property and equipment consisted of the following at September 30, 2024 and December 31, 2023 (in thousands): <p style="font-

size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:52.401%;box-sizing:content-box;"></td> <td style="width:1.261%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.605%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.261%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.605%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.261%;box-sizing:content-box;"></td> <td style="width:14.606%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Useful life
(years) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Buildings and leasehold improvements </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">103,124</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 102,372 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1-15 </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Furniture and equipment </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 82,533 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 84,244 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3-10 </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Computer systems and equipment </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 172,069 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 168,926 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3-10

</td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Construction equipment </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6,242 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6,173 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5-7 </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Construction in progress </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 25,227 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 21,030 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 389,195 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 382,745 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accumulated depreciation </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (288,002 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (283,788 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Property and equipment, net </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-

space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">101,193</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 98,957 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> </tr> </table> Depreciation expense for the three months ended September 30, 2024 and September 30, 2023 was $9.5 million and $10.2 million, respectively and $28.0 million and <span style="color:#000000;white-space:pre-wrap;font-size:10pt;font-family:Arial;min-width:fit-content;">$29.1 million for the nine months ended September 30, 2024 and September 30, 2023, respectively. Property and equipment consisted of the following at September 30, 2024 and December 31, 2023 (in thousands):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:52.401%;box-sizing:content-box;"></td> <td style="width:1.261%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.605%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.605%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.261%;box-sizing:content-box;"></td> <td style="width:14.606%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Useful life
(years) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Buildings and leasehold improvements </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">103,124</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 102,372 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1-15 </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Furniture and equipment </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-

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size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 382,745 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accumulated depreciation </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (288,002 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (283,788 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Property and equipment, net </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">101,193</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 98,957 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> </tr>
</table>10312400010237200OP1YP15Y82533000842440000P3YP10Y17206900016892600OP3YP10Y62420006173000P5YP7Y25227000210300000 class="item-list-element-wrapper" style="display:flex;margin-top:6pt;justify-content:flex-start;align-items:baseline;margin-bottom:0;min-width:5.731%;text-align:left;">10. Debt and Credit Facilities Debt consisted of the following (in thousands):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:90.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:59.348%;box-sizing:content-box;"></td> <td style="width:1.68%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:17.137%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.68%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.157%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Short-Term Debt: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> <span style="white-space:pre-wrap;font-

family:Arial;min-width:fit-content;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:7pt;white-space:pre-wrap;vertical-align:top;"> Convertible senior notes due 2025 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">115,428</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Long-Term Debt: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:7pt;white-space:pre-wrap;vertical-align:top;"> Delayed draw term loan </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 350,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 350,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:7pt;white-space:pre-wrap;vertical-align:top;"> Convertible senior notes due 2025 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 400,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:7pt;white-space:pre-wrap;vertical-align:top;"> Convertible senior notes due 2029 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 800,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-

size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:7pt;white-space:pre-wrap;vertical-align:top;"> Revolving credit facility </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:7pt;white-space:pre-wrap;vertical-align:top;"> Debt issuance costs </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (17,020 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (4,037 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total Long-Term Debt </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,132,980 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 745,963 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total Debt </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,248,408</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 745,963 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> Delayed Draw Term Loan In September 2022, the Company entered into a $350 million unsecured Delayed Draw Term Loan with an increase option of up to $150 million (the “2022 Delayed Draw Term Loan”). Proceeds of the 2022 Delayed Draw Term Loan Agreement may be used (a) to pay off in full, or partially

payoff, the Company's existing Senior Notes, (b) to prepay revolving loans outstanding under the Revolving Credit Agreement (as defined below), or (c) for working capital, capital expenditures and other lawful corporate purposes. The Company drew $350.0 million from the 2022 Delayed Draw Term Loan in November 2022. The Company incurred $0.9 million of debt issuance costs in connection with the delayed draw term loan. These costs are presented as a direct deduction from long-term debt on the face of the balance sheet. Interest expense related to the Delayed Draw Term Loan for the three months ended September 30, 2024 and September 30, 2023 were $5.9 million and $5.9 million, respectively and $17.7 million and $16.6 million for the nine months ended September 30, 2024 and September 30, 2023, respectively. The amortization of debt issuance costs and interest expense is recorded in "Interest expense" on the consolidated statements of income. As of September 30, 2024 and December 31, 2023, there was $350.0 million outstanding under the Delayed Draw Term Loan. The 2022 Delayed Draw Term Loan has a three-year maturity and permits the Company to borrow in U.S. dollars. The 2022 Delayed Draw Term Loan does not require any amortization payments by the Company. Depending on the Company's consolidated leverage ratio (or debt rating after such time as the Company has such rating), borrowings under the 2022 Delayed Draw Term Loan Agreement will bear interest at either an adjusted Term SOFR benchmark rate plus a margin between 0.875% and 1.500% or a base rate plus a margin of between 0% and 0.500% and will initially bear interest at the middle of this range. The Company will pay a ticking fee on unused term loan commitments at a rate of 0.175% commencing with the date that is ninety (90) days after the Closing Date. Amounts outstanding under the 2022 Delayed Draw Term Loan Agreement may be prepaid at the option of the Company without premium or penalty, subject to customary breakage fees in connection with the prepayment of benchmark rate loans. The interest rates on September 30, 2024 and December 31, 2023 were 6.1% and 6.6%, respectively. Convertible Senior Notes due 2025 In August 2020, the Company issued an aggregate $400.0 million of 0.25% Convertible Senior Notes due 2025, including the exercise of a $50.0 million initial purchasers' option. The Company received proceeds from the issuance and sale of the Convertible Senior Notes of $389.7 million, net of $10.3 million of transaction fees and other third-party offering expenses. The Convertible Senior Notes accrue interest at a rate of 0.25% per annum, payable semi-annually on February 15 and August 15 of each year beginning on February 15, 2021, and will mature on August 15, 2025, unless earlier repurchased, redeemed or converted. The Convertible Senior Notes are the Company's senior unsecured obligations and will rank senior in right of payment to any of the Company's indebtedness that is expressly subordinated in right of payment to the Notes; equal in right of payment to any of the Company's unsecured indebtedness that is not so subordinated; effectively junior in right of payment to any of the Company's secured indebtedness, to the extent of the value of the assets securing such indebtedness; and structurally junior to all indebtedness and other liabilities (including trade payables) of the Company's subsidiaries Each $1,000 of principal of the Notes will initially be convertible into 22.2913 shares of our common stock, which is equivalent to an initial conversion price of $44.86 per share, subject to adjustment upon the occurrence of specified events. On or after March 15, 2025 until the close of business on the second scheduled trading day immediately preceding the maturity date of the Convertible Senior Notes, holders may convert all or a portion of their Convertible Senior Notes, regardless of the conditions below. Prior to the close of business on the business day immediately preceding March 15, 2025, the Notes will be convertible at the option of the holders thereof only under the following circumstances: <span style="color:#000000;white-space:pre-wrap;font-

size:10pt;font-family:Times New Roman;min-width:3.66525540221037%;word-break:keep-all;display:inline-flex;justify-content:flex-start;">• during any calendar quarter commencing after the calendar quarter ending on December 31, 2021, if the last reported sale price of the Company's common stock for at least 20 trading days, whether or not consecutive, during a period of 30 consecutive trading days ending on, and including the last trading day of the immediately preceding calendar quarter, is greater than or equal to 130% of the conversion price on each applicable trading day; • during the five business day period after any five consecutive trading day period in which, for each trading day of that period, the trading price per $1,000 principal amount of Convertible Senior Notes for such trading day was less than 98% of the product of the last reported sale price of the Company's common stock and the conversion rate on each such trading day; • if the Company calls such Convertible Senior Notes for redemption; or • upon the occurrence of specified corporate events described in the Indenture. The Company may redeem all or any portion of the Convertible Senior Notes for cash, at its option, on or after August 21, 2023 and before the 51st scheduled trading day immediately before the maturity date at a redemption price equal to 100% of the principal amount of the Notes to be redeemed, plus accrued and unpaid interest, but only if the last reported sale price per share of the Company's common stock exceeds 130% of the conversion price for a specified period of time. In addition, calling any Convertible Senior Note for redemption will constitute a Make-Whole Fundamental Change with respect to that Convertible Senior Note, in which case the conversion rate applicable to the conversion of that Convertible Senior Note will be increased in certain circumstances if it is converted after it is called for redemption. Upon the occurrence of a fundamental change prior to the maturity date of the Convertible Senior Notes, holders of the Convertible Senior Notes may require the Company to repurchase all or a portion of the Convertible Senior Notes for cash at a price equal to 100% of the principal amount of the Convertible Senior Notes to be repurchased, plus any accrued and unpaid interest to, but excluding, the fundamental change repurchase date. Upon conversion, the Company may settle the Convertible Senior Notes for cash, shares of the Company's common stock, or a combination thereof, at the Company's option. If the Company satisfies its conversion obligation solely in cash or through payment and delivery of a combination of cash and shares of the Company's common stock, the amount of cash and shares of common stock due upon conversion will be based on a daily conversion value calculated on a proportionate basis for each trading day in a 50-trading day observation period. The Company recognized interest expense of $0.1 million and $0.7 million for the three months ended September 30, 2024 and September 30, 2023, respectively and $3.8 million and $2.3 million for the nine months ended September 30, 2024 and September 30, 2023, respectively. The net, carrying value of the Convertible Senior Notes were $115.4 million and $396.5 million as of September 30, 2024 and December 31, 2023, respectively. See the discussion of the partial repurchase of Convertible Senior Notes due 2025 and the unwind of the related note hedge and warrants below. Note Hedge and Warrant - Convertible Senior Notes due 2025 In connection with the sale of the Convertible Senior Notes, the Company purchased a bond hedge designed to mitigate the potential dilution from the conversion of the Convertible Senior Notes. Under the five-year term of the bond hedge, upon a conversion of the bonds, the Company will receive the number of shares of common stock equal to the remaining common stock deliverable upon conversion of the Convertible Senior Notes if the conversion value exceeds the principal amount of the Notes. The aggregate number of shares that the Company could be obligated to issue upon <span style="color:#000000;white-space:pre-

wrap;font-size:10pt;font-family:Arial;min-width:fit-content;">conversion of the Convertible Senior Notes is approximately 8.9 million shares. The cost of the convertible note hedge transactions was $55.0 million. The cost of the convertible note hedge was partially offset by the Company's sale of warrants to acquire approximately 8.9 million shares of the Company's common stock. The warrants were initially exercisable at a price of at least $66.46 per share and are subject to customary adjustments upon the occurrence of certain events, such as the payment of dividends. The Company received $13.8 million in cash proceeds from the sales of these warrants. The bond hedge and warrant transactions effectively increased the conversion price associated with the Convertible Senior Notes during the term of these transactions from 35%, or $44.86, to 100%, or $66.46, at their issuance, thereby reducing the dilutive economic effect to shareholders upon actual conversion. The bond hedges and warrants are indexed to, and potentially settled in, shares of the Company's common stock. The net cost of $41.2 million for the purchase of the bond hedges and sale of the warrants was recorded as a reduction to additional paid-in capital in the consolidated balance sheets. At issuance, the Company recorded a deferred tax liability of $16.2 million related to the Convertible Senior Notes debt discount and the capitalized debt issuance costs. The Company also recorded a deferred tax asset of $16.5 million related to the convertible note hedge transactions and the tax basis of the capitalized debt issuance costs through additional paid-in capital. The deferred tax liability and deferred tax asset were included net in "Deferred tax assets" on the consolidated balance sheets. Upon adoption of ASU 2020-06, the Company reversed the deferred tax liability of $13.9 million that the Company had recorded at issuance related to the Convertible Senior Note debt discount and recorded an additional deferred tax liability of $0.4 million related to the capitalized debt issuance costs. In addition, the Company recorded a $0.9 million adjustment to the deferred tax asset through retained earnings related to the tax effect of book accretion recorded in 2020 and reversed upon adoption. Convertible Senior Notes due 2029 In February 2024, the Company issued an aggregate $800.0 million of 2.625% Convertible Senior Notes due 2029 (the "2029 Convertible Notes"), including the exercise of a $100.0 million initial purchasers' option in full. The Company received proceeds from the issuance and sale of the 2029 Convertible Notes of $781.1 million, net of $18.9 million of transaction fees and other third-party offering expenses. The 2029 Convertible Notes accrue interest at a rate of 2.625% per annum, payable semi-annually on March 1 and September 1 of each year beginning on September 1, 2024, and will mature on March 1, 2029, unless earlier repurchased, redeemed or converted. The 2029 Convertible Notes are the Company's senior unsecured obligations and will rank senior in right of payment to any of the Company's indebtedness that is expressly subordinated in right of payment to the 2029 Convertible Notes; equal in right of payment to any of the Company's unsecured indebtedness that is not so subordinated; effectively junior in right of payment to any of the Company's secured indebtedness, including borrowings under the Company's revolving credit facility and delayed draw term loan credit facility, to the extent of the value of the assets securing such indebtedness; and structurally junior to all indebtedness and other liabilities (including trade payables) of the Company's subsidiaries. Each $1,000 of principal of the 2029 Convertible Notes will initially be convertible into 10.6256 shares of our common stock, which is equivalent to an initial conversion price of approximately $94.11 per share, subject to adjustment upon the occurrence of specified events. On or after October 1, 2028 until the close of business on the second scheduled trading day immediately preceding the maturity date of the 2029 Convertible Notes, holders may convert all or a portion of their 2029 Convertible Notes, regardless of the conditions below. Prior to the close of business on the business day immediately preceding October 1, 2028, the 2029 Convertible Notes will be convertible at the option of the holders thereof only

under the following circumstances: • during any calendar quarter commencing after the calendar quarter ending on June 30, 2024, if the last reported sale price of the Company's common stock for at least 20 trading days, whether or not consecutive, during a period of 30 consecutive trading days ending on, and including the last trading day of the immediately preceding calendar quarter, is greater than or equal to 130% of the conversion price on each applicable trading day; • during the five business day period after any ten consecutive trading day period in which, for each trading day of that period, the trading price per $1,000 principal amount of 2029 Convertible Notes for such trading day was less than 98% of the product of the last reported sale price of the Company's common stock and the conversion rate on each such trading day; • if the Company calls such 2029 Convertible Notes for redemption; or • upon the occurrence of specified corporate events described in the Indenture. The Company may redeem all or any portion of the 2029 Convertible Notes for cash, at its option, on or after March 8, 2027 and before the 51st scheduled trading day immediately before the maturity date at a redemption price equal to 100% of the principal amount of the 2029 Convertible Notes to be redeemed, plus accrued and unpaid interest, but only if the last reported sale price per share of the Company's common stock exceeds 130% of the conversion price for a specified period of time. In addition, calling any 2029 Convertible Notes for redemption will constitute a Make-Whole Fundamental Change with respect to that 2029 Convertible Note, in which case the conversion rate applicable to the conversion of that 2029 Convertible Notes will be increased in certain circumstances if it is converted after it is called for redemption. Upon the occurrence of a fundamental change prior to the maturity date of the 2029 Convertible Notes, holders of the 2029 Convertible Notes may require the Company to repurchase all or a portion of the 2029 Convertible Notes for cash at a price equal to 100% of the principal amount of the 2029 Convertible Notes to be repurchased, plus any accrued and unpaid interest to, but excluding, the fundamental change repurchase date. Upon conversion, the Company will settle the principal amount of the 2029 Convertible Notes converted in cash and will settle the remainder of the consideration owed upon conversion in cash, shares of the Company's common stock, or a combination thereof, at the Company's option, with such amount of cash and, if applicable, shares of common stock due upon conversion based on a daily conversion value calculated on a proportionate basis for each trading day in a 50-trading day observation period. The Company recognized interest expense with respect to the 2029 Convertible Notes of $6.3 million and $15.0 million for the three and nine months ended September 30, 2024, respectively. As of September 30, 2024, the net, carrying value of the 2029 Convertible Notes was $783.3 million. Capped Call Transactions - Convertible Senior Notes due 2029 In February 2024, in connection with the offering of the 2029 Convertible Notes, the Company entered into capped call transactions (the "Capped Call Transactions") with certain financial institutions. The Capped Call Transactions are expected generally to reduce the potential dilution to the Company's common stock upon any conversion of the Convertible Senior Notes due 2029 and/or offset any cash payments the Company is required to make in excess of the principal amount of any converted Convertible Senior Notes due 2029, as the case may be. If, however, the market price per share of the Company's common stock, as measured under the terms of the Capped Call Transactions, exceeds the cap price of the Capped Call Transactions, there would nevertheless be dilution and/or there would not be an offset of such cash payments, in each case, to the extent that such market price exceeds the cap price of the Capped Call Transactions. The cap price of the Capped Call Transactions is initially $131.7575 per share, which represents a premium of 75% over the last reported sale price of the Company's common stock of $75.29 per share on the New York Stock Exchange on February 21, 2024, and is subject to certain adjustments under the terms of the Capped Call Transactions. The cost of $88.4

million for the Capped Call Transactions was recorded as a reduction to additional paid-in capital in the consolidated balance sheets. At issuance, the Company recorded a deferred tax asset of $22.3 million related to the Capped Call Transactions costs through additional paid-in capital. The deferred tax asset was included in Deferred tax assets in the consolidated balance sheets. Convertible Senior Notes due 2025 Partial Repurchase and Note Hedge and Warrants Partial Unwind In connection with the issuance of the Convertible Senior Notes due 2029, during the first quarter of 2024, we used $391.8 million of the net proceeds to purchase approximately $228.1 million aggregate principal amount of our Convertible Senior Notes due 2025 concurrently with the offering in separate and individually negotiated transactions. In addition, we used $103.8 million to settle the repurchase of approximately $56.5 million aggregate principal amount of our Convertible Senior Notes due 2025 in a separately negotiated transaction that settled in March 2024. We also received approximately $90.6 million in cash from the note hedge counterparties for the partial termination of the existing bond hedge relating to the Convertible Senior Notes due 2025 repurchased, net of our obligations to the counterparties in connection with the partial termination of the related warrant transactions. The tax effect of $46.2 million from the partial unwind of the existing bond hedge was recognized as a reduction in additional paid-in capital in the consolidated balance sheets. The income tax payable was included in Income taxes payable in the consolidated balance sheets. The partial repurchase, during the nine months ended September 30, 2024, resulted in a $214.2 million loss on debt extinguishment which includes a $3.2 million charge to interest expense for the acceleration of the amortization of debt issuance costs associated with the 0.25% Convertible Senior Notes due 2025. The tax effect of the debt extinguishment, excluding the interest expense, was recognized as a discrete event to the quarter giving rise to an increase in the effective tax rate and tax benefit of $49.9 million recognized in the income statement. Revolving Credit Facility In June 2021, the Company entered into a $650 million unsecured revolving credit facility (the “Credit Agreement”). The Company incurred $1.9 million of costs in connection with this Credit Agreement. The 2021 Credit Agreement replaced an existing Fifth Amended and Restated Credit Agreement dated as of November 15, 2017. Under the new agreement, the Company’s revolving credit facility was increased from $550 million to $650 million. The credit facility has a five-year maturity, which may be extended up to two times for periods determined by the Company and the applicable extending lenders, and permits the Company to borrow in U.S. dollars, certain specified foreign currencies, and each other currency that may be approved in accordance with the 2021 Facility. The borrowings under the Credit Agreement bear interest at either the Term SOFR rate plus a margin between 1.0% and 1.625% or a base rate (as defined in the Credit Agreement) plus a margin of between 0% and 0.625%. The rates on September 30, 2024 and December 31, 2023 were 6.2% and 6.7%, respectively. Borrowings under this Credit Agreement are guaranteed by certain Company operating subsidiaries. Letters of credit commitments outstanding under this agreement aggregated to $43.0 million and $43.8 million at September 30, 2024 and December 31, 2023, respectively, which reduced borrowing limits available to the Company. Interest expense related to the Credit Agreement was $0.1

size:10pt;font-family:Arial;min-width:fit-content;"> million and $1.5 million for the three months ended September 30, 2024 and September 30, 2023, respectively and $0.6 million and $2.0 million for the nine months ended September 30, 2024 and September 30, 2023. There were no loan amounts outstanding under the Credit Agreement at September 30, 2024. The Credit Agreement includes various covenants, including restrictions on indebtedness, liens, acquisitions, investments or dispositions, payment of dividends and maintenance of certain financial ratios and conditions. The Company was in compliance with these covenants at September 30, 2024 and December 31, 2023. Letters of Credit The Company also has in place several secondary bank credit lines for issuing letters of credit, principally for foreign contracts, to support performance and completion guarantees. Letters of credit commitments outstanding under these bank lines aggregated approximately $309.1 million and $320.7 million at September 30, 2024 and December 31, 2023, respectively.</p><p style="text-indent:5.667%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">Debt consisted of the following (in thousands): </p><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:90.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:59.348%;box-sizing:content-box;"></td> <td style="width:1.68%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:17.137%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.68%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.157%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">September 30, 2024</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">December 31, 2023</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Short-Term Debt:</p></td> <td style="vertical-align:bottom;"><p style="font-size:11pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:7pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:7pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Convertible senior notes due 2025</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 115,428 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"><p style="font-

size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="vertical-align:bottom;">   </td> <td style="vertical-align:bottom;">   </td> <td colspan="2" style="vertical-align:bottom;">   </td> <td style="vertical-align:bottom;">   </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Long-Term Debt: </td> <td style="vertical-align:bottom;">   </td> <td colspan="2" style="vertical-align:bottom;">   </td> <td style="vertical-align:bottom;">   </td> <td style="vertical-align:bottom;">   </td> <td colspan="2" style="vertical-align:bottom;">   </td> <td style="vertical-align:bottom;">   </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:7pt;white-space:pre-wrap;vertical-align:top;"> Delayed draw term loan </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 350,000 </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 350,000 </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:7pt;white-space:pre-wrap;vertical-align:top;"> Convertible senior notes due 2025 </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 400,000 </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:7pt;white-space:pre-wrap;vertical-align:top;"> Convertible senior notes due 2029 </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 800,000 </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:7pt;white-space:pre-wrap;vertical-align:top;"> Revolving credit facility </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:7pt;white-space:pre-wrap;vertical-align:top;"> Debt issuance costs </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> <span style="white-

space:pre-wrap;font-family:Arial;min-width:fit-content;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (17,020 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (4,037 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total Long-Term Debt </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,132,980 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 745,963 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total Debt </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,248,408</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 745,963 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr>
</table>1154280000350000000350000000040000000080000000000017020000403700011329800007459630001248408000074596300035000000Convertible Senior Notes accrue interest at a rate of 0.25% per annum, payable semi-annually on February 15 and August 15 of each year beginning on February 15, 20210.0025semi-annually2025-08-15100022.291344.8620301.3010000.985111.3011000007000003800000230000011540000039650000OP5Y89000000550000000890000066.4613802029 Convertible Notes accrue interest at a rate of 2.625% per annum, payable semi-annually on March 1 and September 1 of each year beginning on September 1, 20240.02625semi-annually2029-03-01100010.625694.1120301.3010000.985111.3016300000150000007833000001131.75750.7575.298840000022.339180000022810000010380000021420000032000000.00254990000065000000019000005500000006500000000P5Y20.010.0162500.006250.0620.06743000000438000001000000 11. Income Taxes In 2021 the Organization for Economic Co-operation and Development (OECD) announced an inclusive Framework on Base Erosion and Profit Shifting (BEPS) including Pillar Two Model Rules defining the global minimum tax, also known as the Global Anti-Base Erosion (GloBE), which aims to ensure that multinational enterprises (MNEs) pay a 15% minimum level of tax regardless of where the MNE operates. The OECD has released its fourth round of administrative guidance in June 2024. Many non-US tax jurisdictions have either recently enacted legislation to adopt components of the Pillar Two Model Rules beginning in 2024 and/or have announced their plans to enact legislation in future years. The Company has evaluated the implementation of Pillar Two on its 2024 income tax position based on currently enacted legislation and has determined there is no material impact. We are continuing to evaluate the potential impact on future periods of the Pillar Two Framework, pending enactment of legislation by individual countries. The Company’s effective tax rate was 20.8% and 20.3% for the three months ended September 30, 2024 and September 30, 2023, respectively. The increase in the effective tax rate was due primarily to unfavorable impact of a remeasurement of its U.S. deferred tax assets and liabilities due to a change in state tax rate, a net increase of uncertain tax positions, and an increase in executive compensation subject to Section 162(m), offset by an increase in the foreign-derived intangible income (FDII) deduction and an increase in equity-based compensation. The Company’s effective tax rate was 14.6% and 21.9% for the nine months ended September 30, 2024 and September 30, 2023, respectively. The change in effective tax rate was due primarily to the tax benefit resulting from the $211

million loss in partially unwinding Convertible Senior Notes during the first quarter 2024. The difference between the effective tax rate and the statutory U.S. Federal income tax rate of 21% for the three and nine months ended September 30, 2024 primarily relates to a change in jurisdictional earnings partially resulting from a loss in partially unwinding Convertible Senior Notes, the FDII deduction, equity based compensation, and untaxed income attributable to noncontrolling interests, partially offset by rate impacts related to state income taxes, and foreign withholding taxes. As of September 30, 2024, the Company's deferred tax assets were subject to a valuation allowance of $42.3 million primarily related to foreign net operating loss carryforwards, foreign tax credit carryforwards, reserves and capital losses that the Company has determined are not more-likely-than-not to be realized. The factors used to assess the likelihood of realization include: the past performance of the entities, forecasts of future taxable income, future reversals of existing taxable temporary differences, and available tax planning strategies that could be implemented to realize the deferred tax assets. The ability or failure to achieve the forecasted taxable income in these entities could affect the ultimate realization of deferred tax assets. As of September 30, 2024 and December 31, 2023, the liability for income taxes associated with uncertain tax positions was $24.8 million and $25.5 million, respectively. It is reasonably possible that the Company may realize a decrease in our uncertain tax positions of approximately $3.4 million during the next 12 months as a result of concluding various tax audits and closing tax years. Although the Company believes its reserves for its tax positions are reasonable, the final outcome of tax audits could be materially different, both favorably and unfavorably. It is reasonably possible that certain audits may conclude in the next 12 months and that the unrecognized tax benefits the Company has recorded in relation to these tax years may change compared to the liabilities recorded for these periods. 0.150.2080.2030.1460.219-2110000000.210.2142300000248000002550000003400000 12. Contingencies The Company is subject to certain lawsuits, claims and assessments that arise in the ordinary course of business. Additionally, the Company has been named as a defendant in lawsuits alleging personal injuries as a result of contact with asbestos products at various project sites. Management believes that any significant costs relating to these claims will be reimbursed by applicable insurance and, although there can be no assurance that these matters will be resolved favorably, management believes that the ultimate resolution of any of these claims will not have a material adverse effect on our consolidated financial position, results of operations, or cash flows. A liability is recorded when it is both probable that a loss has been incurred and the amount of loss or range of loss can be reasonably estimated. When using a range of loss estimate, the Company records the liability using the low end of the range unless some amount within the range of loss appears at that time to be a better estimate than any other amount in the range. The Company records a corresponding receivable for costs covered under its insurance policies. Management judgment is required to determine the outcome and the estimated amount of a loss related to such matters. Management believes that there are no claims or assessments outstanding which would materially affect the consolidated results of operations or the Company's financial position. In September 2015, a former Parsons employee filed an action in the United States District Court for the Northern District of Alabama against us as a qui tam relator on behalf of the United States (the "Relator") alleging violation of the False Claims Act. The plaintiff alleges that, as a result of these actions, the United States paid in excess of $1 million per month between February and September 2006 that it should have paid to another contractor, plus $2.9 million to acquire vehicles for the contractor defendant to perform its security services. The lawsuit sought (i) that we cease and desist from violating the False Claims Act, (ii) monetary damages equal to three times the amount of damages that the United States has sustained because of our alleged violations, plus a civil penalty of not less than $5,500 and not more than $11,000 for each alleged violation of the False Claims Act, (iii) monetary damages equal to the maximum amount allowed pursuant to §3730(d) of the False Claims Act, and (iv) Relator's costs for this action, including recovery of attorneys' fees and costs incurred in the lawsuit. The United States government did not intervene in this matter as it is allowed to do so under the statute. The court heard dispositive motions in 2023, including Parsons' motion for summary judgment. We are awaiting the court's rulings upon such motions, which will determine whether a trial will be necessary for this matter in 2024 or 2025. On July 1, 2024, a final judgment was filed with the clerk of the Superior Court of the State of California In and For the County of San Mateo with an award of damages in the total amount of approximately $102.5 million in favor of Parsons Transportation Group, Inc. and against Alstom Signaling Operations LLC (Alstom"). This proposed award relates back to a lawsuit Parsons initially filed against the Peninsula Corridor Joint Powers Board for breach of contract and wrongful termination in February 2017 (which was settled between Parsons and the Joint Powers Board in 2021) and a cross-complaint filed against Alstom Signaling Operations LLC in November 2017, as subsequently amended, for breach of contract, negligence and intentional misrepresentation. On September 23, 2024, the Court awarded pre-judgment interest in the amount of $34.0 million and amended the judgment accordingly to include such interest amount. Alstom filed its notice of appeal of the amended judgment on September 23, 2024 and has posted a bond. At this time, the Company is unable to determine the probability of the outcome of the litigation. Federal government contracts are subject to audits, which are performed for the most part by the Defense Contract Audit Agency ("DCAA"). Audits by the DCAA and other agencies consist of reviews of our overhead rates, operating systems and cost proposals to ensure that we account for such costs in accordance with the Cost Accounting Standards ("CAS"). If the DCAA determines we have not accounted for such costs in accordance with the CAS, the DCAA may disallow these costs. The disallowance of such costs may result in a reduction of revenue and additional liability for the Company. Historically, the Company has not experienced any material disallowed costs as a result of government audits. However, the Company can provide no assurance that the DCAA or other government audits will not result in material disallowances for incurred costs in the future. All audits of costs incurred on work performed through 2018 have been closed, and years thereafter remain open. Although there can be no assurance that these matters will be resolved favorably, management believes that their ultimate resolution will not have a material adverse impact on the Company's consolidated financial position, results of operations, or cash flows. 0100000029000005500110001025000003400000<div class="item-list-element-wrapper" style="display:flex;margin-

top:6pt;justify-content:flex-start;align-items:baseline;margin-bottom:0;min-width:5.731%;text-align:left;">13. Retirement Benefit Plan The Company's principal retirement benefit plan is the Parsons Employee Stock Ownership Plan ("ESOP"), a stock bonus plan, established in 1975 to cover eligible employees of the Company and certain affiliated companies. Contributions of treasury stock to the ESOP are made annually in amounts determined by the Company's board of directors and are held in trust for the sole benefit of the participants. Shares allocated to a participant's account are fully vested after three years of credited service, or in the event(s) of reaching age 65, death or disability while an active employee of the Company. As of September 30, 2024 and December 31, 2023, total shares of the Company's common stock outstanding were 106,293,215 and 105,839,978, respectively, of which 54,831,932 and 59,879,857, respectively, were held by the ESOP. A participant's interest in their ESOP account is redeemable upon certain events, including retirement, death, termination due to permanent disability, a severe financial hardship following termination of employment, certain conflicts of interest following termination of employment, or the exercise of diversification rights. Distributions from the ESOP of participants' interests are made in the Company's common stock based on quoted prices of a share of the Company's common stock on the NYSE. A participant will be able to sell such shares of common stock in the market, subject to any requirements of the federal securities laws. Total ESOP contribution expense was $13.2 million and $14.9 million for the three months ended September 30, 2024 and September 30, 2023, respectively and $43.4 million and <span style="color:#000000;white-space:pre-wrap;font-size:10pt;font-family:Arial;min-width:fit-content;">$44.1 million for the nine months ended September 30, 2024 and September 30, 2023, respectively. The expense is recorded in "Direct costs of contracts" and "Selling, general and administrative expense" in the consolidated statements of income. The fiscal 2024 ESOP contribution has not yet been made. The amount is currently included in accrued liabilities. Shares allocated to a participant's account are fully vested after three years of credited service, or in the event(s) of reaching age 65, death or disability while an active employee of the Company.P3Y1062932151058399785483193259879857132000001490000043400000441000000 14. Investments in and Advances to Joint Ventures The Company participates in joint ventures to bid, negotiate and complete specific projects. The Company is required to consolidate these joint ventures if it holds the majority voting interest or if the Company meets the criteria under the consolidation model, as described below. The Company performs an analysis to determine whether its variable interests give the Company a controlling financial interest in a Variable Interest Entity ("VIE") for which the Company is the primary beneficiary and should, therefore, be consolidated. Such analysis requires the Company to assess whether it has the power to direct the activities of the VIE and the obligation to absorb losses or the right to receive benefits that could potentially be significant to the VIE. The Company analyzed all of its joint ventures and classified them into two groups: (1) joint ventures that must be consolidated because they are either not VIEs and the Company holds the majority voting interest, or because they are VIEs and the Company is the primary beneficiary; and (2) joint ventures that do not need to be consolidated because they are either not VIEs and the Company holds a minority voting interest, or because they are VIEs and the Company is not the primary beneficiary. Many of the Company's joint venture agreements provide for capital calls to fund operations, as necessary; however, such funding is infrequent and is not anticipated to be material. Letters of credit outstanding described in "Note 10 – Debt and Credit Facilities" that relate to project ventures are $162.7 million and <span style="color:#000000;white-space:pre-wrap;font-size:10pt;font-family:Arial;min-width:fit-content;">$147.7 million at September 30, 2024 and December 31, 2023. In the table below, aggregated financial information relating to the Company's joint ventures is provided because their nature, risk and reward characteristics are similar. None of the Company's current joint ventures that meet the characteristics of a VIE are individually significant to the consolidated financial statements. <p

style="margin-left:5.667%;font-size:10pt;margin-top:18pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">Consolidated Joint Ventures The following represents financial information for consolidated joint ventures included in the consolidated financial statements (in thousands):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:90.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:59.792%;box-sizing:content-box;"></td> <td style="width:1.68%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.423%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.68%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.423%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Current assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">503,099</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 426,633 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Noncurrent assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 10,894 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 14,295 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Total assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 513,993 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 440,928 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Current liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 307,612 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-

size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 260,286 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Noncurrent liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 2,916 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 5,132 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Total liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 310,528 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 265,418 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total joint venture equity </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">203,465</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 175,510 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:42.629%;box-sizing:content-box;"></td> <td style="width:1.2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Three Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> <span style="white-

space:pre-wrap;font-family:Arial;min-width:fit-content;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Revenue </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">193,461</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 185,602 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">582,209</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 514,339 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Costs </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 165,873 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 160,423 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 445,829 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Net income </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 27,588 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> <span style="white-

space:pre-wrap;font-family:Arial;min-width:fit-content;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">25,179</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 81,901 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">68,510</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Net income attributable to noncontrolling interests</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 13,638 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">40,428</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 33,617 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr></table> The assets of the consolidated joint ventures are restricted for use only by the particular joint venture and are not available for the Company’s general operations. Unconsolidated Joint Ventures The Company accounts for its unconsolidated joint ventures using the equity method of accounting. Under this method, the Company recognizes its proportionate share of the net earnings of these joint ventures as “Equity in (losses) earnings of unconsolidated joint ventures” in the consolidated statements of income. The Company’s maximum exposure to loss as a result of its investments in unconsolidated joint ventures is typically limited to the aggregate of the carrying value of the investment and future funding commitments. The following represents the financial information of the Company’s unconsolidated joint ventures as presented in their unaudited financial statements (in thousands):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:90.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:59.792%;box-sizing:content-box;"></td> <td style="width:1.68%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.423%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.68%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.423%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> <span style="white-space:pre-wrap;font-family:Arial;min-width:fit-

content;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Current assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,675,165</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,607,953 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Noncurrent assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 465,806 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 483,693 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Total assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 2,140,971 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 2,091,646 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Current liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 996,238 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,057,113 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Noncurrent liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 496,097 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 518,647 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Total liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> <span style="white-

space:pre-wrap;font-family:Arial;min-width:fit-content;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,492,335 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,575,760 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Total joint venture equity </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">648,636</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 515,886 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Investments in and advances to unconsolidated joint ventures </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">194,524</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:11pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 128,204 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:90.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:42.629%;box-sizing:content-box;"></td> <td style="width:1.2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Three Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:8pt;margin-top:0;font-

family:Times New Roman;margin-bottom:0;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Revenue </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">581,232</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 634,937 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,598,764</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,514,561 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Costs </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 560,492 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 581,041 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,593,213 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,474,991 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Net income (loss) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">20,740</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 53,896 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-

size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">5,551</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 39,570 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Equity in losses of unconsolidated joint ventures </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">872</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 10,262 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(18,025</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,497 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> The Company had net contributions to its unconsolidated joint ventures for the three months ended September 30, 2024 and September 30, 2023 of $34.4 million and of $36.1 million, respectively and $83.7 million and <span style="color:#000000;white-space:pre-wrap;font-size:10pt;font-family:Arial;min-width:fit-content;">$50.8 million, for the nine months ended September 30, 2024 and September 30, 2023, respectively. The following table presents certain financial statement impacts from changes in estimates which resulted in a write-down in a design build joint venture in the Critical Infrastructure segment (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:42.629%;box-sizing:content-box;"></td> <td style="width:1.2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-

family:Times New Roman;margin-bottom:0;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Operating income (loss) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(6,716</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5,099 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(37,509</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (12,414 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Net income (loss) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (4,936 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,799 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (35,258 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (9,248 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-

align:top;"> Diluted income (loss) per share </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(0.04</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 0.03 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(0.33</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (0.08 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> </table> 16270000014770000 The following represents financial information for consolidated joint ventures included in the consolidated financial statements (in thousands):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:90.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:59.792%;box-sizing:content-box;"></td> <td style="width:1.68%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.423%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.68%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.423%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Current assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">503,099</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 426,633 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Noncurrent assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 10,894 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 14,295 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:14pt;text-

indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Total assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 513,993 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 440,928 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Current liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 307,612 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 260,286 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Noncurrent liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 2,916 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 5,132 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Total liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 310,528 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 265,418 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total joint venture equity </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">203,465</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 175,510 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:42.629%;box-sizing:content-box;"></td> <td style="width:1.2%;box-sizing:content-box;"></td>

<td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Three Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Revenue </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">193,461</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 185,602 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">582,209</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 514,339 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Costs </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 165,873 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 160,423 </td> <td

style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 500,308 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 445,829 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Net income </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">27,588</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 25,179 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">81,901</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 68,510 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Net income attributable to noncontrolling interests </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">13,638</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 12,364 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">40,428</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 33,617 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table>5030990004266330001089400014295000513993000440928000307612000260286000291600051320003105280002654180002034650 0style="text-indent:5.667%;font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">The following represents the financial information of the Company's unconsolidated joint ventures as presented in their unaudited financial statements (in thousands):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:90.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:59.792%;box-sizing:content-box;"></td> <td style="width:1.68%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.423%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.68%;box-

sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:16.423%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Current assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,675,165</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,607,953 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Noncurrent assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 465,806 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 483,693 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Total assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 2,140,971 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 2,091,646 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Current liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 996,238 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,057,113 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Noncurrent liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-

family:Times New Roman;margin-bottom:0;text-align:right;">496,097 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 518,647 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Total liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,492,335 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,575,760 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Total joint venture equity </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">648,636</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 515,886 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Investments in and advances to unconsolidated joint ventures </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">194,524</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:11pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 128,204 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:90.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:42.629%;box-sizing:content-box;"></td> <td style="width:1.2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Three Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> <span style="white-space:pre-wrap;font-

family:Arial;min-width:fit-content;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> <td style="vertical-align:bottom;">   </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> <td style="vertical-align:bottom;">   </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> <td style="vertical-align:bottom;">   </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Revenue </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">581,232</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 634,937 </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,598,764</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,514,561 </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Costs </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 560,492 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 581,041 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,593,213 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,474,991 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Net income (loss) </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> <span style="color:#000000;font-family:Arial;min-

*width:fit-content;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">20,740</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 53,896 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">5,551</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 39,570 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Equity in losses of unconsolidated joint ventures </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">872</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 10,262 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(18,025</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,497 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr>
</table>16751650001607953000465806000483693000214097100020916460009962380001057113000496097000518647000149233500015757180250004497000344000003610000083700000508000000 The following table presents certain financial statement impacts from changes in estimates which resulted in a write-down in a design build joint venture in the Critical Infrastructure segment (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:42.629%;box-sizing:content-box;"></td> <td style="width:1.2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.142%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2"*

style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Operating income (loss) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(6,716</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5,099 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(37,509</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (12,414 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Net income (loss) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (4,936 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,799 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (35,258 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (9,248 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Diluted income (loss) per share </td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-

bottom:0;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(0.04</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 0.03 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(0.33</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (0.08 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> </table>-671600005099000-37509000-12414000-49360003799000-35258000-9248000-0.040.03-0.33-0.08 15. Related Party Transactions The Company often provides services to unconsolidated joint ventures and revenues include amounts related to recovering costs for these services. Revenues related to services the Company provided to unconsolidated joint ventures for the three months ended September 30, 2024 and September 30, 2023 were $47.6 million and $57.3 million, respectively, and $144.9 million and $164.8 million for the nine months ended September 30, 2024 and September 30, 2023, respectively. For the three months ended September 30, 2024 and September 30, 2023, the Company incurred $36.7 million and $38.8 million, respectively, and $108.3 million and $118.5 million for the nine months ended September 30, 2024 and September 30, 2023, respectively, of reimbursable costs. Amounts included in the consolidated balance sheets related to services the Company provided to unconsolidated joint ventures are as follows (in thousands):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:90.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:64.2%;box-sizing:content-box;"></td> <td style="width:1.56%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.34%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.56%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.34%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;text-align:left;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td>

</tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accounts receivable </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">52,679</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 38,898 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Contract assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 10,177 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 38,009 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Contract liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 15,036 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 15,287 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> 476000005730000014490000016480000036700000388000001083000001185000000 Amounts included in the consolidated balance sheets related to services the Company provided to unconsolidated joint ventures are as follows (in thousands):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:90.0%;border-collapse:separate;margin-right:auto;"> <tr 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solid #000000;"> December 31, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Accounts receivable </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">52,679</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 38,898 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-

wrap;vertical-align:top;"> Contract assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 10,177 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 38,009 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Contract liabilities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 15,036 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 15,287 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table>526790003889800010177000380090001503600015287000 16. Fair Value of Financial Instruments The authoritative guidance on fair value measurement defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (referred to as an “exit price”). At September 30, 2024 and December 31, 2023, the Company’s financial instruments include cash, cash equivalents, accounts receivable, accounts payable, and other liabilities. The fair values of these financial instruments approximate their carrying values due to their short-term maturities. Investments measured at fair value are based on one or more of the following three valuation techniques: • Market approach—Prices and other relevant information generated by market transactions involving identical or comparable assets or liabilities; • Cost approach—Amount that would be required to replace the service capacity of an asset (i.e., replacement cost); and • Income approach—Techniques to convert future amounts to a single present amount based on market expectations (including present value techniques, option-pricing models and lattice models). In addition, the guidance establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted market prices in active markets for identical assets and liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are: Level 1 Unadjusted quoted prices in active markets that are accessible at the measurement date for identical assets and liabilities; Level 2 Pricing inputs that include quoted prices for similar assets and liabilities in active markets and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the instrument; and Level 3 Prices or valuations that require inputs that are both significant to the fair value measurements and unobservable. The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Company believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date. Financial assets and liabilities measured at fair value on a quarterly basis are as follows: Fair value as of September 30, 2024 (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:47.809%;box-sizing:content-box;"></td> <td style="width:1.001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.928%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.048%;box-sizing:content-box;"></td> <td

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*New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">-</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> - 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</td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">-</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 2,300 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 2,300 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">   </td> </tr> </table> Contingent consideration is recorded at its fair value, using a Black-Scholes model, within other liabilities or other long-term liabilities, as appropriate. The fair value of contingent consideration involves the use of significant estimates and
assumptions related to risks associated with earnout, i.e. risk in the underlying metric, risk in the earnout structure, counterparty credit risk, projected revenue, the revenue discount rate, the revenue volatility, and the Company's credit adjusted discount rate. Subsequent adjustments to these assumptions can cause changes to the measure of contingent consideration. Refer to Notes to Consolidated Financial Statements included in the Company's Form 10-K for the year ended December 31, 2023 for a more complete discussion of the various items within the consolidated financial statements measured at fair value and the methods used to determine fair value. The carrying values and estimated fair values of our financial instruments that are not required to be recorded at fair value in our consolidated balance sheets, on the basis of Level 1 inputs for the Company's convertible notes and Level 2 inputs for the delayed draw term loan, were as follows (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:48.67%;box-sizing:content-box;"></td> <td style="width:1.18%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.198%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.18%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.778%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.18%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.818%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.18%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.818%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;">   </td> <td style="vertical-align:bottom;">   </td> <td colspan="6" style="vertical-align:bottom;text-align:left;"> <span style="color:#000000;white-space:pre-wrap;font-*

weight:bold;font-family:Arial;min-width:fit-content;">September 30, 2024 </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;text-align:left;"> December 31, 2023 </td> <td style="vertical-align:bottom;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Carrying Value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Fair Value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Carrying Value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Fair Value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Liabilities: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:top;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Convertible senior notes due 2025 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">115,428</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 262,460 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">400,000</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 568,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Convertible senior notes due 2029 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-

space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 800,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,006,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Delayed draw term loan </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 350,000 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 350,000 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 350,000 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,265,428</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 1,618,460 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">750,000</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> <span style="font-family:Arial;color:#000000;white-space:pre-wrap;min-width:fit-

content;">918,000 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> Financial assets and liabilities measured at fair value on a quarterly basis are as follows: Fair value as of September 30, 2024 (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:47.809%;box-sizing:content-box;"></td> <td style="width:1.001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.928%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.048%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.061%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.048%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.061%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.048%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Level 1 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Level 2 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Level 3 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Total </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Contingent consideration </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="text-indent:7pt;white-space:pre-wrap;vertical-align:top;"> Earnout liability </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">-</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 4,142 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> <span

style="color:#000000;font-family:Arial;min-width:fit-content;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4,142</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Total liabilities at fair value</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4,142</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 4,142 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 4,142 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> Fair value as of December 31, 2023 (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:47.809%;box-sizing:content-box;"></td> <td style="width:1.001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.928%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.048%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.061%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.048%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.061%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.048%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Level 1 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Level 2 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Level 3 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Total </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Contingent consideration </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> <span style="white-space:pre-wrap;font-

family:Arial;min-width:fit-content;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:7pt;white-space:pre-wrap;vertical-align:top;"> Earnout liability </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">-</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 2,300 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">2,300</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Total liabilities at fair value</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">-</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 2,300 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #fffff03;"> </td> </tr> </table>00414200041420000041420004142000002300000023000000230000023000002300000 The carrying values and estimated fair values of our financial instruments that are not required to be recorded at fair value in our consolidated balance sheets, on the basis of Level 1 inputs for the Company's convertible notes and Level 2 inputs for the delayed draw term loan, were as follows (in thousands): <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:48.67%;box-sizing:content-box;"></td> <td style="width:1.18%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.198%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.18%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.778%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.18%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.818%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.18%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.818%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-

top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">September 30, 2024 </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;text-align:left;"> December 31, 2023 </td> <td style="vertical-align:bottom;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Carrying Value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Fair Value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Carrying Value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Fair Value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Liabilities: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:top;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Convertible senior notes due 2025 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">115,428</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 262,460 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">400,000</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 568,000 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Convertible senior notes due 2029 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-

bottom:0;text-align:left;"> </p></td> <td style="white-
space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">
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New Roman;margin-bottom:0;text-align:left;"> </p></td>
<td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-
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wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Delayed draw term loan</p></td> <td
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bottom:0;text-align:left;"> </p></td> <td style="white-
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family:Times New Roman;margin-bottom:0;text-align:right;"><span style="font-family:Arial;color:#000000;white-space:pre-wrap;min-width:fit-
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style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="font-family:Arial;min-
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space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New
Roman;margin-bottom:0;text-align:left;"> </p></td> <td
style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times
New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-
space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-
family:Times New Roman;margin-bottom:0;text-align:right;"><span style="font-family:Arial;color:#000000;white-space:pre-wrap;min-width:fit-
content;">350,000</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p
style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="font-family:Arial;min-
width:fit-content;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-
space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">
Total</p></td> <td style="white-
space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">
 </p></td> <td style="white-space:nowrap;vertical-
align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-
bottom:0;text-align:left;">$</p></td> <td style="white-
space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-
family:Times New Roman;margin-bottom:0;text-align:right;"><span style="font-family:Arial;color:#000000;white-space:pre-wrap;min-width:fit-
content;">1,265,428</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p
style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="font-family:Arial;min-
width:fit-content;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-
family:Times New Roman;margin-bottom:0;text-align:left;"><span style="white-space:pre-wrap;font-family:Arial;min-width:fit-
content;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-
size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-
width:fit-content;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-
align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"><span style="font-
family:Arial;color:#000000;white-space:pre-wrap;min-width:fit-content;">1,618,460</p></td> <td style="white-space:nowrap;vertical-
align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-
bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-
align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="white-
space:pre-wrap;font-family:Arial;min-width:fit-content;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-
bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">
$</p></td> <td style="white-space:pre-wrap;vertical-
align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New
Roman;margin-bottom:0;text-align:right;"><span style="font-family:Arial;color:#000000;white-space:pre-wrap;min-width:fit-
content;">750,000</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p
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width:fit-content;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-
align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"><span style="white-
space:pre-wrap;font-family:Arial;min-width:fit-content;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-
bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">
$</p></td> <td style="white-space:pre-wrap;vertical-
align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New

Roman;margin-bottom:0;text-align:right;">918,000 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr>
</table>1154280002624600004000000005680000008000000001006000000003500000003500000003500000003500000001265428000161846 0class="item-list-element-wrapper" style="display:flex;margin-top:18pt;justify-content:flex-start;align-items:baseline;margin-bottom:0;min-width:5.731%;text-align:left;">17. Earnings Per Share Basic earnings per share (“EPS”) is computed using the weighted average number of shares outstanding during the period and income available to shareholders. Diluted EPS includes additional common shares that would have been outstanding if potential common shares with a dilutive effect had been issued using the if-converted method for Convertible Debt and the treasury stock method for all other instruments. Under the treasury stock method, the weighted average number of shares outstanding is adjusted to reflect the dilutive effects of stock-based awards and shares underlying the warrants related to the convertible senior notes due 2025. Under the if-converted method: 1. Convertible Senior Notes due 2025: a. Income available to shareholders is adjusted to add back interest expense, after tax (unless antidilutive). b. Weighted average number of shares outstanding is adjusted to include the shares underlying the convertible debt (unless antidilutive). c. Shares underlying the bond hedge (unless antidilutive). 2. Convertible Senior Notes due 2029: a. Interest has been excluded from the numerator and no shares have been included in the denominator of diluted EPS, as the principal amount of convertible debt will be settled in cash with any excess conversion value settled in cash or shares of common stock. b. Excludes shares underlying the capped call as the shares are antidilutive. The following tables reconcile the denominator and numerator used to compute basic EPS to the denominator and numerator used to compute diluted EPS for the three and nine months ended September 30, 2024 and September 30, 2023 (in thousands):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:45.091%;box-sizing:content-box;"></td> <td style="width:1.36%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.398%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.36%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.398%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.36%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.398%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.24%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.398%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-

align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> Numerator for Basic and Diluted EPS: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Net income attributable to Parsons Corporation - basic </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">71,951</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 47,447 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">33,768</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 116,241 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Convertible senior notes if-converted method interest adjustment </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 54 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 559 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times

New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,665 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Net income attributable to Parsons Corporation - diluted </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">72,005</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 48,006 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">33,768</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 117,906 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> Denominator for Basic and Diluted EPS: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Basic weighted average number of shares outstanding </td> <td style="white-space:pre-wrap;vertical-align:bottom;">

  </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 106,291 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 104,971 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 106,211 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 104,894 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Dilutive effect of stock-based awards </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,661 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,178 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,628 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,020 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Dilutive effect of warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 561 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Dilutive effect of convertible senior notes due 2025 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New

Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 2,573 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 8,917 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 8,917 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Diluted weighted average number of shares outstanding </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 111,086 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 115,066 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 108,197 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 114,831 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Earnings per share: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> <span style="white-

space:pre-wrap;font-family:'Calibri',sans-serif;min-width:fit-content;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Basic </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">0.68</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 0.45 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">0.32</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1.11 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:11pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"> Diluted </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">0.65</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 0.42 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">0.31</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:left;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1.03 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> Anti-dilutive stock-based awards excluded from the calculation of earnings per share for the three months ended September 30, 2024 and September 30, 2023 were 949 and 2,911, respectively and for the nine months ended September 30, 2024 and September 30, 2023 were 4,497 and 3,284<span style="color:#000000;white-space:pre-wrap;font-

size:10pt;font-family:Arial;min-width:fit-content;">, respectively. If-converted interest adjustment of $2.9 million and potential share issuances of 3,982,928 shares under the Company's convertible senior notes due 2025 were excluded from the computation of diluted earnings per share for the nine months ended September 30, 2024 as their inclusion would be anti-dilutive. Share Repurchases On August 9, 2021, the Company's Board of Directors authorized the Company to acquire a number of shares of Common Stock having an aggregate market value of not greater than $100 million from time to time, commencing on August 12, 2021. The Board further amended this authorization in August 2022 to remove the prior expiration date and grant executive leadership the discretion to determine the price for such share repurchases. The Board further amended this authorization in February 2024 to restore the repurchase capacity to $100 million and removed the $25 million quarterly cap on such repurchases. At the time of the February 2024 authorization, the Company had repurchased shares with an aggregated market value (including fees) of $54.7 million. The aggregate market value of shares of Common Stock the Company is authorized to acquire, from both the August 2021 and February 2024 authorizations, is not greater than $154.7 million. As of September 30, 2024, the Company has $90 million remaining under the stock repurchase program. Repurchased shares of common stock are retired and included in "Repurchases of common stock" in cash flows from financing activities in the Consolidated Statements of Cash Flows. The primary purpose of the Company's share repurchase program is to reduce the dilutive effect of shares issued under the Company's ESOP and other stock benefit plans. The timing, amount and manner of share repurchases may depend upon market conditions and economic circumstances, availability of investment opportunities, the availability and costs of financing, the market price of the Company's common stock, other uses of capital and other factors. The following table summarizes the repurchase activity under the stock repurchase program: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:90.0%;border-collapse:separate;margin-right:auto;"><tr style="visibility:collapse;"><td style="width:46.4%;box-sizing:content-box;"></td><td style="width:1.12%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:10.28%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:1.12%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:10.28%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:1.12%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:10.28%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:1.12%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td><td style="width:10.28%;box-sizing:content-box;"></td><td style="width:1%;box-sizing:content-box;"></td></tr><tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"><td style="vertical-align:bottom;"> </td><td style="vertical-align:bottom;"> </td><td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended </td><td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td><td style="vertical-align:bottom;text-align:left;"> </td><td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended </td><td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td></tr><tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"><td style="vertical-align:bottom;"> </td><td style="vertical-align:bottom;"> </td><td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td><td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td><td style="vertical-align:bottom;text-align:left;"> </td><td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td><td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td><td style="vertical-align:bottom;text-align:left;"> </td><td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td><td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td><td style="vertical-align:bottom;text-align:left;"> </td><td colspan="2"

*style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total shares repurchased </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 131,053 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 185,475 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total shares retired </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 131,053 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 185,475 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Average price paid per share </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">-</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 76.30 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> *

$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">43.13</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> </table></div><p style="font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p><p style="text-indent:5.667%;font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">The following tables reconcile the denominator and numerator used to compute basic EPS to the denominator and numerator used to compute diluted EPS for the three and nine months ended September 30, 2024 and September 30, 2023 (in thousands): </p><p style="text-indent:5.733%;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:45.091%;box-sizing:content-box;"></td> <td style="width:1.36%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.36%;box-sizing:content-box;"></td> <td style="width:10.398%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.36%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.398%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.36%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.398%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.24%;box-sizing:content-box;"></td> <td 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style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Nine Months Ended</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">September 30, 2024</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">September 30, 2023</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td 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#ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Numerator for Basic and Diluted EPS:</p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;"><p 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Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 71,951 </td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-

align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">47,447</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 33,768 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">116,241</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Convertible senior notes if-converted method interest adjustment</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">54</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td 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Roman;margin-bottom:0;text-align:right;">-</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,665</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Net income attributable to Parsons Corporation - diluted</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 72,005 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">48,006</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 33,768 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 117,906 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> <span

style="white-space:pre-wrap;font-family:Arial;min-width:fit-content;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> Denominator for Basic and Diluted EPS: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Basic weighted average number of shares outstanding </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 106,291 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 104,971 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 106,211 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 104,894 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Dilutive effect of stock-based awards </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,661 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,178 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:11pt;margin-top:0;font-family:Times New Roman;margin-

bottom:0;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,628 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,020 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Dilutive effect of warrants </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 561 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 358 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Dilutive effect of convertible senior notes due 2025 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 2,573 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 8,917 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 8,917 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Diluted weighted average number of shares outstanding </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 111,086 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-

bottom:2.25pt double #000000;text-align:center;"> 115,066 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 108,197 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 114,831 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Earnings per share: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Basic </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">0.68</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 0.45 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 0.32 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> <span style="color:#000000;font-family:Arial;min-

width:fit-content;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1.11</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:11pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:11pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Diluted</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 0.65 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">0.42</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1.03 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table>71951000474470003376800011624100054000559000016650007200500480060003376800011790600010629100010497100010621108-12100000000250000005470000015470000090000000 The following table summarizes the repurchase activity under the stock repurchase program: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:90.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:46.4%;box-sizing:content-box;"></td> <td style="width:1.12%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.28%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.12%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.28%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.12%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.28%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.12%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.28%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total shares repurchased </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> <span style="white-space:pre-wrap;font-family:Arial;min-width:fit-

content;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 131,053 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 185,475 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total shares retired </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 131,053 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 185,475 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Average price paid per share </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">-</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">-</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 76.30 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 43.13 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table>0013105318547500131053185475007 6.343.13 18. Segment Information

The Company operates in two reportable segments: Federal Solutions and Critical Infrastructure. The Federal Solutions segment provides advanced technical solutions to the U.S. government, delivering timely, cost-effective hardware, software and services for mission-critical projects. The segment provides advanced technologies, supporting national security missions in cybersecurity, missile defense, and military facility modernization, logistics support, hazardous material remediation and engineering services. The Critical Infrastructure segment provides integrated engineering and management services for complex physical and digital infrastructure around the globe. The Critical Infrastructure segment is a technology innovator focused on next generation digital systems and complex structures. Industry leading capabilities in engineering and project management allow the Company to deliver significant value to customers by employing cutting-edge technologies, improving timelines and reducing costs. The Company defines its reportable segments based on the way the chief operating decision maker (“CODM”), its Chief Executive Officer, evaluates the performance of each segment and manages the operations of the Company for purposes of allocating resources among the segments. The CODM evaluates segment operating performance using segment Revenue and segment Adjusted EBITDA attributable to Parsons Corporation. The following table summarizes business segment revenue for the periods presented (in thousands):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:51.469%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Federal Solutions revenue </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,105,580</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 780,114 </td> <td style="white-space:nowrap;vertical-align:bottom;"> <span style="font-family:Arial;min-width:fit-

content;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3,003,791</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,177,457 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Critical Infrastructure revenue </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 704,536 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 638,457 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 2,012,468 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,771,066 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total revenue </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,810,116</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 1,418,571 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">5,016,259</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 3,948,523 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:51.469%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr

*style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Equity in (losses) earnings of unconsolidated joint ventures; </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Federal Solutions </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,002</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,435 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,999</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> *

3,502 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Critical Infrastructure </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (130 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 8,827 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (20,024 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">995</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Total equity in (losses) earnings of unconsolidated joint ventures</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 872 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">10,262</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> (18,025 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 4,497 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> The Company defines Adjusted EBITDA attributable to Parsons Corporation as Adjusted EBITDA excluding Adjusted EBITDA attributable to noncontrolling interests. The Company defines Adjusted EBITDA as net income (loss) attributable to Parsons Corporation, adjusted to include net income (loss) attributable to noncontrolling interests and to exclude interest expense (net of interest income), provision for income taxes, depreciation and amortization and certain other items that are not considered in the evaluation of ongoing operating performance. These other items include net income (loss) attributable to noncontrolling interests, asset impairment charges, equity-based compensation, income and expense recognized on litigation matters, expenses incurred in connection with acquisitions and other non-recurring transaction costs and expenses related to our prior restructuring. The following table reconciles business segment Adjusted EBITDA attributable to Parsons Corporation to Net Income attributable to Parsons Corporation for the periods presented (in thousands):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td

style="width:51.469%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> Adjusted EBITDA attributable to Parsons Corporation </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Federal Solutions </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">120,091</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 65,039 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">315,413</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 206,827 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Critical Infrastructure </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 33,007 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-

align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 50,188 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 101,582 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 95,481 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Adjusted EBITDA attributable to Parsons Corporation </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 153,098 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 115,227 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 416,995 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 302,308 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Adjusted EBITDA attributable to noncontrolling interests </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 13,913 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 12,606 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 41,339 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 34,222 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Depreciation and amortization </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (24,542 </td> <td style="white-space:nowrap;vertical-

align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (30,154 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (73,513 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (87,202 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#eff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Interest expense, net </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (8,802 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (8,120 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (29,831 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (20,778 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Income tax benefit (expense) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (22,518 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (15,218 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (12,699 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (41,944 </td> <td style="white-space:nowrap;vertical-

align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Equity-based compensation expense </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (21,251 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (9,075 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (44,554 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (25,092 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Loss on extinguishment of debt </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (211,018 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (3,770 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (5,493 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (<span style="font-family:Arial;color:#000000;white-space:pre-wrap;min-width:fit-

content;">8,958 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (9,028 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Restructuring expense (b) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (546 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Other (c) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (539 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 38 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (3,565 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (2,082 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Net (loss) income including noncontrolling interests </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 85,589 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> <span style="font-family:Arial;color:#000000;white-space:pre-

wrap;min-width:fit-content;">59,811 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 74,196 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 149,858 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Net income attributable to noncontrolling interests </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 13,638 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 12,364 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 40,428 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 33,617 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Net (loss) income attributable to Parsons Corporation </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">71,951</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 47,447 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">33,768</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 116,241 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> (a) Reflects costs incurred in connection with acquisitions and other non-recurring transaction costs, primarily fees paid for professional services and employee retention. <div class="item-list-element-wrapper" style="display:flex;margin-top:0;justify-content:flex-start;align-items:baseline;margin-

bottom:0;min-width:5.731%;text-align:left;">(b) Reflects costs associated with corporate restructuring initiatives. (c) Includes a combination of gain/loss related to sale of fixed assets, software implementation costs, and other individually insignificant items that are non-recurring in nature. Asset information by segment is not a key measure of performance used by the CODM. The following tables present revenues and property and equipment, net by geographic area (in thousands):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:51.469%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Revenue </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> North America </td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-

top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,541,209</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,166,547 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4,232,786</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,251,552 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Middle East </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 264,437 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 247,689 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 769,421 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 684,340 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Rest of World </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 4,470 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 4,335 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 14,052 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 12,631 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-

align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total Revenue </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,810,116</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 1,418,571 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">5,016,259</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 3,948,523 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> The geographic location of revenue is determined by the location of the customer. <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:66.993%;box-sizing:content-box;"></td> <td style="width:1.62%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.883%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.62%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.883%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="border-top:0.5pt solid #000000;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="border-top:0.5pt solid #ffffff03;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="border-top:0.5pt solid #000000;vertical-align:bottom;"> </td> <td colspan="2" style="border-top:0.5pt solid #000000;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> December 31, 2023 </td> <td style="border-top:0.5pt solid #ffffff03;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Property and Equipment, Net </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> North America </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">91,327</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 91,766 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Middle East </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> <span style="white-space:pre-wrap;font-

family:Arial;min-width:fit-content;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 9,866 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 7,191 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total Property and Equipment, Net </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">101,193</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 98,957 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> North America includes revenue in the United States for the three months ended September 30, 2024 and September 30, 2023 of $1.4 billion and $1.1 billion, respectively and for the nine months ended September 30, 2024 and September 30, 2023 of $3.9 billion and $3.0 billion, respectively. North America property and equipment, net includes $83.4 million and $83.9 million of property and equipment, net in the United States at September 30, 2024 and December 31, 2023, respectively. The following table presents revenues by business units (in thousands):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:51.469%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> <span style="white-space:pre-wrap;font-

family:Arial;min-width:fit-content;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Revenue </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:28pt;white-space:pre-wrap;vertical-align:top;"> Defense and Intelligence </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">459,318</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 398,632 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,288,102</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,144,320 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:28pt;white-space:pre-wrap;vertical-align:top;"> Engineered Systems </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 646,262 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 381,482 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,715,689 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p

style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,033,137 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Federal Solutions revenues </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,105,580 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 780,114 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 3,003,791 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 2,177,457 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:28pt;white-space:pre-wrap;vertical-align:top;"> Infrastructure – North America </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 438,307 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 389,452 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,237,752 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,082,164 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:28pt;white-space:pre-wrap;vertical-align:top;"> Infrastructure – Europe, Middle East and Africa </td> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 266,229 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 249,005 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times

New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 774,716 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 688,902 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Critical Infrastructure revenues </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 704,536 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 638,457 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 2,012,468 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,771,066 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total Revenue </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,810,116</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 1,418,571 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">5,016,259</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 3,948,523 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">   </td> </tr> </table> Effective October 1, 2023, the Company reorganized its Critical Infrastructure business units from Mobility Solutions and Connected Communities to Infrastructure – North America and Infrastructure – Europe, Middle East and Africa. The prior year information in the table above has been reclassified to conform to the business unit changes. 2 The following table summarizes business segment revenue for the periods presented (in thousands): <p style="font-size:10pt;margin-top:0;font-family:Times

New Roman;margin-bottom:0;text-align:left;"> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:51.469%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Federal Solutions revenue </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,105,580</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 780,114 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3,003,791</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,177,457 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Critical Infrastructure revenue </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 704,536 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> <span style="white-

space:pre-wrap;font-family:Arial;min-width:fit-content;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 638,457 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 2,012,468 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,771,066 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total revenue </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,810,116</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 1,418,571 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">5,016,259</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 3,948,523 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:51.469%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> <span style="color:#000000;white-space:pre-wrap;font-weight:bold;font-family:Arial;min-width:fit-

content;">September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Equity in (losses) earnings of unconsolidated joint ventures: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Federal Solutions </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,002</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,435 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,999</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,502 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Critical Infrastructure </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (130 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 8,827 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;">

(20,024 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">995</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Total equity in (losses) earnings of unconsolidated joint ventures</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 872 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(10,262</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> (18,025 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 4,497 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr>
</table>1105580000078011400030037910002177457000704536000638457000201246800017710660001810116000141857100050162590003941300008827000-20024000995000872000102620001802500044970000The following table reconciles business segment Adjusted EBITDA attributable to Parsons Corporation to Net Income attributable to Parsons Corporation for the periods presented (in thousands):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:51.469%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> Adjusted EBITDA attributable to Parsons Corporation </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> <span

style="color:#000000;white-space:pre-wrap;font-weight:bold;font-family:Arial;min-width:fit-content;">September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Federal Solutions </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">120,091</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 65,039 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 206,827 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Critical Infrastructure </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 33,007 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 50,188 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 101,582 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 95,481 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Adjusted EBITDA attributable to Parsons Corporation </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 153,098 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-

size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 115,227 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 416,995 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 302,308 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Adjusted EBITDA attributable to noncontrolling interests </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 13,913 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 12,606 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 41,339 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 34,222 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Depreciation and amortization </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (24,542 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (73,513 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (87,202 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Interest expense, net </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (<span style="font-family:Arial;color:#000000;white-space:pre-wrap;min-

width:fit-content;">8,802 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (8,120 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (29,831 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (20,778 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Income tax benefit (expense) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (22,518 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (15,218 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (12,699 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (41,944 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Equity-based compensation expense </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (21,251 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (9,075 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (44,554 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (<span style="font-

family:Arial;color:#000000;white-space:pre-wrap;min-width:fit-content;">25,092 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Loss on extinguishment of debt </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;text-align:center;"> (211,018 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Transaction-related costs (a) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (3,770 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (5,493 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (8,958 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (9,028 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Restructuring expense (b) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr></table>

</td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (546 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Other (c) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (539 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #fffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 38 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (3,565 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #fffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (2,082 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #fffff03;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Net (loss) income including noncontrolling interests </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 85,589 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 59,811 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 74,196 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 149,858 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Net income attributable to noncontrolling interests </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 13,638 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 12,364 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #fffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New

Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 40,428 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 33,617 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Net (loss) income attributable to Parsons Corporation </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">71,951</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 47,447 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">33,768</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 116,241 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">   </td> </tr> </table>   (a) Reflects costs incurred in connection with acquisitions and other non-recurring transaction costs, primarily fees paid for professional services and employee retention. (b) Reflects costs associated with corporate restructuring initiatives. (c) Includes a combination of gain/loss related to sale of fixed assets, software implementation costs, and other individually insignificant items that are non-recurring in nature.
120091000650390003154130002068270003300700050188000101582000954810001530980001152270004169950003023080001391300012606000413390003422200024542000301540007351300087202000880200081200001302980010207780002251800015218000126990004194400021251000907500044554000250920000021101800003770000549300089580009028000000546000539000380003565000208200085589000598110007419600014985800013638000123640004042800033617000719510004744700033768000116241000 style="text-indent:5.667%;font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">The following tables present revenues and property and equipment, net by geographic area (in thousands):   <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:51.469%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.199%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;">   </td> <td style="vertical-align:bottom;">   </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-

bottom:0;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Revenue </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> North America </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,541,209</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,166,547 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4,232,786</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,251,552 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Middle East </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-

space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 264,437 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 247,689 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 769,421 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 684,340 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Rest of World </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 4,470 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 14,052 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 12,631 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total Revenue </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,810,116</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 1,418,571 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">5,016,259</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> <span style="font-family:Arial;color:#000000;white-space:pre-wrap;min-width:fit-

content;">3,948,523 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> The geographic location of revenue is determined by the location of the customer. <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:66.993%;box-sizing:content-box;"></td> <td style="width:1.62%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.883%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.62%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.883%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="border-top:0.5pt solid #000000;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, 2024 </td> <td style="border-top:0.5pt solid #ffffff03;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="border-top:0.5pt solid #000000;vertical-align:bottom;"> </td> <td colspan="2" style="border-top:0.5pt solid #000000;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> December 31, 2023 </td> <td style="border-top:0.5pt solid #ffffff03;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;white-space:pre-wrap;"> <td style="vertical-align:top;"> Property and Equipment, Net </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> North America </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">91,327</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 91,766 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Middle East </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 9,866 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 7,191 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total Property and Equipment, Net </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">101,193</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 98,957 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> <span style="font-family:Arial;min-

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business units (in thousands):<span style="color:#000000;white-space:pre-wrap;font-size:10pt;font-family:Arial;min-width:fit-
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sizing:content-box;"></td> <td style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-
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style="width:8.933000000000002%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr
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space:pre-wrap;font-weight:bold;font-family:Arial;min-width:fit-content;">Three Months Ended </td> <td style="vertical-
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align:center;">Nine Months
Ended </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-
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style="white-space:pre-wrap;font-family:Arial;min-width:fit-content;"> </td> <td style="vertical-align:bottom;"><p style="font-
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2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-
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space:pre-wrap;font-family:Arial;min-width:fit-content;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;">
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content;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times
New Roman;margin-bottom:0;text-align:left;">$ </td> <td

style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 398,632 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,288,102</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,144,320 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:28pt;white-space:pre-wrap;vertical-align:top;"> Engineered Systems </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 646,262 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 381,482 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,715,689 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,033,137 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Federal Solutions revenues </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,105,580 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 780,114 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 3,003,791 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 2,177,457 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:28pt;white-space:pre-wrap;vertical-align:top;"> Infrastructure – North America </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> <span style="font-family:Arial;min-width:fit-

content;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 438,307 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 389,452 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,082,164 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:28pt;white-space:pre-wrap;vertical-align:top;"> Infrastructure – Europe, Middle East and Africa </td> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 266,229 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 249,005 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 774,716 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 688,902 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:14pt;white-space:pre-wrap;vertical-align:top;"> Critical Infrastructure revenues </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 704,536 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 638,457 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 2,012,468 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 1,771,066 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p

style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total Revenue </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,810,116</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 1,418,571 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">5,016,259</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;font-family:Arial;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 3,948,523 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> Effective October 1, 2023, the Company reorganized its Critical Infrastructure business units from Mobility Solutions and Connected Communities to Infrastructure – North America and Infrastructure – Europe, Middle East and Africa. The prior year information in the table above has been reclassified to conform to the business unit changes.

* 4593180003986320001288102000114432000064626200038148200017156890001033137000110558000078011400030037910000217745 70class="item-list-element-wrapper" style="display:flex;margin-top:18pt;justify-content:flex-start;align-items:baseline;margin-bottom:0;min-width:5.731%;text-align:left;">19. Subsequent Events After the end of the quarter ended September 30, 2024, the Company entered into a merger agreement to acquire a 100% ownership interest in BCC Engineering, LLC (BCC") one of Florida's leading transportation engineering firms for approximately $230 million from cash on hand. BCC, a portfolio company of Trivest Partners, is a full-service engineering firm that provides planning, design, and management services for transportation, civil, and structural engineering projects in Florida, Georgia, Texas, South Carolina, and Puerto Rico. This acquisition strengthens Parsons' position as an infrastructure leader while expanding the company's reach in the Southeastern United States. We anticipate that the closing will occur in Q4 2024. At the timing of the filing of this Form 10-Q, the Company has just started the process of obtaining the relevant data to make the required acquisition related disclosures. This acquisition is not material to the Company's consolidated financial statements. 1230000000true* *The acquired business is a SaaS commercial business. Backlog for this type of business is included as customer relationships."*

*?V8L^GXF MXZ>Z92E#Y[\')S5J(;M6DN4G#K>?,.@,6D"EMYCXZRMB6KV#CESDQ7?D-X_P MQ:STZM\L.OU?44[Y?]$R_?%\YG] $_O?K*%]EG>4>=!?AQM"\A?VKF:?0K[MW2^:1/^ZSG(6$_,^&]BQ"QOZE%@Q62L6*4]M:&#UPC^48VZHCGU!C5ND3%+8 M%*)[[S5S5O>^)=4Q/)6LVC3/=O(!8"H@S;!I5$,%F0""(8>[/#VCRBZ$"/_9 M0GC[L',J17]P]TOIQTN>YE,?"@B:7I+"H8)<=&"^_IEAL1G5T]IWOW\5;(#;R]O=\N#U/<]7!(.@?]7Y>L@KY^K:,#679% =/HX]<[\M-SFPYTR^, M,N0$]0]-NNLRW]M')^#/S)(RS+WOBS$(?E5]-F_&LO(=]M8F,8(288$1R$2OM&'DF#+CA)@QA1\LM(@XNZ=;706[FP-X;&OYE])))JJ(*!M-0JR/8LB,"<;83. M/$H[!&?RUN>&SHMCELVL"M90:P]}6E()/4B:S_69TM-.M0[" M.[8I*0)?(8C,E+:?^;JI:>W&L0VIJGQ!)TR9. M:Y-G#"*9W%,@2Y>,71L**M%<,M_W:]NL.HY'_8I+:;RW4Y@(P?%8Q660F3SP M^,&MGDH>A:_#3&T-GX/0ZVK952NTQNO/#X" N0X+G>J]V%;^@DR+67^>62_U MQLOFNXSL;9'L-%).H9?^4DFFD(.%6-U24OMN^V[']R4\WUR^?3C=,A1>'EWP: MK?EIOV'_IMBII)G\Q?/ 3Q:)IFJ4:C+7A<48)?[E?"ZV'CAZ44XN3.^@_..9!2H M#%=943M]I,*S04O^!5Z"?J^C]@D59R?NM!!$>Y7=ZIRF@2$^[JD8SEIHU+:66<'SK:MX0=%)*=7%R*@R)1SZ:#J1'2[^$[R73#XA0- MSRS.%0=2O1\ ]NE)P?43DW)!;Y4X&"\-^E]'Q^HF/6?-SY#Y_T]T_.?DO!SQ M+L$-UX1,5V>E2@R)LARE%/1A,X3FU'?>]\E5;>+,8^WK?ZW:IYJ3G+CYX[=[XV@B@Z[-LP36WXP>J9@Y7+S@ M+(ZL6+>Z/9@3-8*B0GRW[JC7G:B?&Z8>MNL?!-T+@CZK(V4Q9W)3SEQZ";X$ ML51[;QEON6(8SLJ8+Z"]Q6N#:Y&E=_:R3'2;_O4K"PM3*) M:.<8EGE..QVF5F:#8L"@(SR!97E^#X?"'!T [4$L:WQAU>]#'T_T ^$+'@I@M M]Q-[#[29@@;:.C0^?_?B]LO]!0 ?ZAZR MYTZPU7D]&T2M$IMC#=HP>]T^7KTV@_]V(44[<*\GO9BX%8W07VRT73K?MW)?PY9ZL2?][(X[M4SX&?Q](X!-3^Y](T^ ME.#P!#K^A)(%R7/5G]YV7]NGX@0*EXUKV9<[;0<%DG&3&?&EE*Z"BDXN+D! MCC;O/MLQ%/=Z"714N 0K?C#VL9YGN8TI*8Y!+^9M=!N0A;M&M<]@L$$Q->+=6B'VH;+\?&P*NG!\."<4QR M9$$"A4/*#QI.[?7(R:^%>[8:P>&%W@FN7:R#+"D?0Q:K^]O>#=U7LAO&"58$ M+?A+ZB\?=]BNPJO8SL>Q:F'M_]@\M[_O+R<#Q1'&4/,8]O5I"='B^IF8,,&> MG-_&I2@VX ^ZY>3X)5!""4D@:,1LJ?$=W5KSYL2[S['N?NXD"YVN<(2=2OYMF^.P$]M76@[.'?DL\#,;:\XUT_@G%^?[T7,>ZVQEE8HG0H%M1HI3\ M?&G$6EWPE5&-G=<(^&.R0)T 0RVI]C%XZF;]#XG:_[M_-O,XTW'V0H'^=" MY[5)L(#L6A5(W&F9M*QM=5:=RPV.9)GY?MKC+2S6F5U-\,Z;KYY(-K=1/C7AUL EYV:;!A>#<> M!?(L.JC75#\0_AKK61OPM1I_/ZJW!"$Y+M3B'];T-.;#R%;.UY'N>NO",@W MT[T>^5@?:SZ(B@-R:/?$9A:TY"C>*@77V/:2 6M/>CGZ>UM,VQ/&A-7]"('F MB5EWT0>>YO.[9DT?O%0]U&O4;[T4D2:9*5?4+:3EUG6GD]V?ITEE4EY5 V>DV M29N&3-,XCCR'=H:&;_+-EUTT>?[MS_MKZMT#L+N,.F35,%I>^F:!T"4,ZU:0?E^JB9=AWH&/ZC' 337T9"?M7TQFPV]VPAE$?M-@K]"3G93<=K-[P(,28^R1$$8R^1JK)%K-5KL(%IO5;,D0 MWH;?=)[")+L<)?!7DX#F=B07[WBV>OMU("1G#SE7G2D0F)+_#AS0=>MIY0DJ3 MYISG/;"X??/*,.4!T#P1"PQPO&[M[/U'N!WTZ=^EA>XJ4D#Z?%#Z)%%AX><# M(%?I 1 8#>C.;^P8);@[4T=N:5[9A>PFA:PQ?'YM5WE2)_L D$A&W9 $90)O MMO*N_ [I>((.)QX (PS/0 ZY(VD2@_EOLS5K1G_^'Y/SS_A^?_\/P?GO_# M\_^'//_7]JGE__F_*19QU!Q4I9?/69\J_\^4_?^'_;JO9^,X=]{U$"FF.T5X MWU4>7:+U>M-Z9I"18G?/X#03TC]4DBW$>1/-=&=P_TOE)"O MNNIL?\Q&:U[-:(4ZG<2"(=>7A]]>-^\C/=RFI-J?3!%]M0\F.\O)14^'V U7M:J^OQ00S\WS="GLS_6[:'LB M,MK5_PY$"ZS$U#6P555 $1W(+[F\(LC:_H[K6NR]C+94Z1<2?A?B >V<-Q[P MQZ_-6.$IX3W1Y:\N1.[,9%7'M>Q\G=IFHGOK*& WL=>3 1:(:=B*+[H@WY M*:XM<]P'P!])))[+YS&4_MZ!"H?/?*>(UJ4OC1HTDR=/GKX[F#]MX3C>1*IN1MWZ0H#UHH)@151#!VTMRNQD4%59S=81+U\V^Z.5+W\NZ:Q)\LZ^P$ 'E$!NCL8@;@F9D\LQU B=\&S*%+$=#>*;"*0_ &'5\-U91> MV$#-JM!6DDW'C5.S_?WHKKB_)M@,7QM8>Q&H4&;;MRD=P=C5\DEH1Z?3Y<62 M>10-X=FG.!DS;'$0D*?=M_K(L@AV"SFBA;\=EIE[&Q0S^X('[B4!25R=XPM M:1R?98<'/Z&0J]\Y';H> &(_ &S"'?=;3N)>(<*@>41JF?O3IYV%;_NX8NG M R1,-W&_%:LN!Y^6IQAR5W ?CX6MLQS96Y_V#!@-1!)$6L-O0I=7]]/(R9D? M+ZWR:[C$K#:5$] 3;EQ*>>-P'2=MCZ>\!L4O6.^,[,!H1415V?-RMI3+E:9=S-M;GN%5@;V0[$P<7J$;F:;I/V J/!*+$CZ*NN4/+;M54OU%Q3E,B)2HZ:YJ19R MD;5B@R?FQ. ;FE,\HKT3,?RA!.BZA=:E_@4(CHSM$ZQ@47!&Y&,W8WJ?"I0 M-"CKJ[/W#FMG7?VU0J9O+TYR0UM<(E$2<'U0%E1N(.S"JB%U"*8BJ6X0/4>Q M.5-%2KUC2!BC3)LFTU417^&U1ZK>IWH>M,:MOB,GGQK<[I\2FDV)^E/"'M'(_Y!ENR[%/%!8=QI8J1^9$NU(5:(;@"0;WQJA+:B;$PSD10\:L8H^W<+R2PMQZ&K+=L3L+5+@1E]#<(YV(>""_8=!JV#?E4NOU6O@7F/.GE@'R?)]I!W;?G[MH(?B!;9;PO-ZKE"$LU+,@=B(8I_U>R%SJ5L5PV65 OZ2E[T)[W_|<>=M[F;G M#=\W&T3RW^G,=/ '4D_<:9!X"]^}2B.T2+67EG:APM!?>N]&7=1%;71:-X3))-A;4=P7NEP!W-=^J M5G-$C?6O.[(V1$RQ<9Q>/Q<-*

#+X4U=8I&-B^(;Q^)%D7!E*^*3="I%A7HR8Z M7UP&R7:9\9Z.1U:"IS>HV23X"[(.O':]UKV7RZC]GO,FQ^[2V!*L/P!BG7_= MQW=P^Q+K-
K3]G@UDL?0C6H1II#OK+5KY,9XS.NN$M5G^[C-GJ"47*I[JQ'@ MV'$);PK_.1@G79B_#WT J!,SH^+/3P+L-8,$\U_6OJ$)IX%D(6[GU!=6'P!R
MB.3B/IZ[_X6W]PQKLGO7O.,#2I%>I08%14% Z3VBTD1ZKU'IO?<2! 'I @)2 M(TTZD=Y!>@>IH4.HTA-*""2$X7GGG>.=O6?O
M6N6Z[^/YQ^]/!*@[DZ90+;*X<#3/RV"XEWZ2^&WB;GR9BQ%M< VH#!FZ!KP2 M=NL]_\-OY;^<@56S9P>B4J(1-[GW-8#B2)8MRPU>;-@A*2,"*
MK/'. M%I@1:38OM$513<8XW7DA631T>ZEO6?;L-+N0I0>149-0WU_GQ%09\R7B476B MWMO:9L71%S) M?
RZ=>_<&VH1L5BC.*,DAUN!EC*_G4"1^N>HJ7;7':,7N!Y 0F"E*61!PCJ7# M4*Z)5B(C7DP+JT>!D?$85^^0&^5V;]4SWQ*89ZN/Q4BO;X[1_Y$\=5/%
M^AKTT5ZXU7\LT($<5F8A[945Q&R#\G_LIU46X:>,1FO7R+TF$? NTU=K=^*_ MJ\W,9\/NY-&7?=#=G%@RH)4@D.8G66>E4BN,A=CQ<\^]?BY/T-
3$;ALOV8+-0K//WP,D4\5@A[8X)\ M;BL*8_/2L.J+G/BTS%[QJWWS-8,BX3O'/R MWF"Q)CJNA(#"STW&_B,F%K%"B\E KV&Y/[687@.(]8JD61-
%\Z[2Z/%_>KH(M@*GW2065I)IBV\Z>1^UJ.YQ11K37F!67!ZC%_V(71SZ$!P>H>-K ZZCK>V@$<[HAO!!1RL1(,^]BCOV-
BU_>R/%ON(XVQ$+4)3XG31@$0@J>N M;NGI:^N-1 X%.>U>1?&!'G<((!4M NLI8RY\2(+3/A>=YL,LKSJ5;Y)C>:"
ML;+Y8XFT^[$O]+J"%938W^\JV*=?I>&(4(P]#"M43BV<*$4\59:(-!C"V@3! M<:+A>(O0]X*^B<\X.8KFQ2_/S8^%G(#*,WACB8+D: MQ6WP$_\
[M4MCUR5?3S/DE6^JA8-TZ;N/H7&N"=GM".?N ^?>U/2XM#7PK3U9 MXIDR7=/UIIZ1KX-+TADU[":?+"Q].&60KETX?21E5WP,F*[,0PI&O9O-BLG)
M,XB.5CE@-WQ:T=-,.Z@T4"4_)$:L0O:S?ZM2ECS@-:HP' ^R6R%N45TS!@.- MYFU?:=3/K'U\WU37H7OL1"\H%M"5\C!.)^GDG7R2T8.*H^+36CI-
0X;_&ZMZ M_UN;EM!M)FZ"Y2KG -.VW M:YJQ]@O@.[[ZHL=EXR!T^<[\KIQVJ"@EAR?,+;ED4YVCX19>]UWY%Z+E.X4HHN!3 ;J]^3O5)097,(W?
M5HF!D@KI\@86GO,C/Y_IB>\TL'KU>-!I-Q/<[5TF&I?E]/EPWK7,^=-41;&% ME+O.VF.I-I0RC?B='&"#>J)AC#EHN)T,?
W_!]ADFHA.UJZA2IZ)B.'^(X*8J MZLP;K"+Z F-X .5WC$#7M/\C/(^MS9)H3$ MN"[ARO*,YM*AW: J4">0#A-BZJR)E$_:I6E/XY03_JVPKZ8BK-
F4PW6L;.8/ M+]Z1E(\+_6%L.^^8*VU=C"*KC21/T2IE@4ENQ*-S^H0Q#/"7'V-7 M++$-GJT2>R?
[4>)JKU6BE2W7A]'A8R$A&G5W@_3"7RN$>T;;D9[1K71M.6LJ MP/TEH],LP?@?F+&/4S@\ MQ2^X92MW ,M*!9ISR-
A;W*C:W\:LMLBM]&.&%LD5$<2&M;";5]H)W[?:2/% M.,V<\-V^KVF4!0W%H@7SJ?]GFEV2^\G>B@^^6HX*$G?0/Z0372X3E6B/N.$ MG
RRONL9!M)Y"4%;)=QM25BXF% --V^,VV'*2 RTY<*X(^;:..37K2=/UGS* MXC)3EP,RC5.>:EL=9"E++$#]=FQR]RGY4(7[[T#2QCT$]$
M6*90\Y*]ZT]H*HL(EGWG)BZMKVZ)+.QD]HXXRR)=Z4)KVC1UC\F@LSF':9IY
M2MDBPA",88"_A.#INW*A[%A"5L02HA5>SB4]*QW1OHY0L542N=^<).O9=;Z MS?\3;';HYPIH6%UK@F#T9=EN>D9P@/-5UC6 7JX2/X+UAG+C_
^7JH>6JF'_ M]3X+AE:F]UL>DN8S;Y2<7A#]^M)*S6F;?4W#D9/=R]03TB+%&+69$Z4)\V,'W,GM@1'U'_.V M^[4-H9WL[+7C8;W2.^9\7%6W?
@O'&?:S?UI/,BVGJ/-^OU"M+O,P$?M<^$37:$V44N)JMT(S?H*PU^I3>I*!6 M*SZ4/ ">@N"*[EJYF M],#R<8>96G^[O)4M_O'XF=6"9-9J8=;\?2
M77DZG93_4]YP7WP#R=O5]@0_J<=.WY#Q%KFON3L?%5!ET@S)ZU[.=-O^\X)I MKX,^'JL2\"%5W3: ,V]P?'005,-/M5J2D$ EF_\.^H'(/?
[;GA$%359^D&LW MJ[S6IV5&POV9XX.-=CT/61Y,PAJ$21@Z/S\]/:SF6T]9!<0B7-H+W&)X.NAI M^0)'*?(_),9%K,\63\&X):O< A<:Z=R4G1\,T-
:X/1EL8J4*E(,I(T$'3.L" MMY[NQ)K=%+3>A09(W^- MS2/LQ$'<%^<7T* /DQ/#DYGVH\'#X,J#;-^$RX6ISS'57*+3'V_.B M(&>O'G]OAL]357#S0*
\4]HM9P/X:I?R)24A,_;OXD/=0Y H,\H(G==49MW+ M\IL->)(7A.M7B<2<>W'?X9W;$F)3$(BBD?.-M 8'(3H7-:]^9C/2%]C OJ9" MN)
<"X*FN\G3Z@]#NHHE4_?KJ7L==(*%HW7C/1[\=3- #Z\EVUJ+0U MZO+\L_ U@,S6?5>R8,K+RZ5B.^75Y:W%[%]_OZP&#'+81[XA0T7P/6#^H
MMV'7.]?9U&\WV?ZMGQE@A"GP1XEU"YH(*5,DD_#:VJB3MB^_GW0]VIFL=8DU MG151TVJI!=T?;5LO)S9K"OYOV,HI,:<.2/#8:X#SA.;-7,SG.
M<&Z=^R/+>)73XHX0?9'>M>LUZ/9N*B*3$D>,NP8DZ4^LD$)LRHG67H_OG.2, MG]6Q&@VOYA>VIUR-2E%1FC6,!"@,:?(*"_+FT7E*)7]=#9$*-?
T64T@2%]$U MQ+]W9JJNS;<6,\23WK*DY!F3=7KL#QOJOY+,;9%"VV%^XZ4F%KHNNT<>-9LS M;*1=B#V+(>^^!OA8$&0W$F6['HI<9 O&
MK<).[D+321_G-HR]_<>5R_!&F"V>99)[2D2J8;\,P>1K*4ZPL)@=3*'ZJ+5B MSL=:L7E:A"EE>72:+%%I.3MT*ND7VP L
O\D0&L*_\@^T<1$";E368GEBPLR M@'_G\C9?Q*ZZJHFZ*4,E,K>%CTN,^&U;4W=Q[4)P:5>L\;=M?PBI[8O%S;B2,:[I-QN=-3![<#I[
M@DS5>RHOEBVCD]S+)O:S4A&769Z%O6-L.T=-0-J5)/AY!1%127AAN"L]R,,4D(T&=A[.P6L]-W9/E2#;K^ M^6CB:X-@;X7ALOR<>]R9'K#:-G*
<7@VF'.'9HO'3S@L3AYY67PQPZ;I*Z>!$ ML<4&A-LF7:GQ4D>DBHAA(+].0.\1R]SXJ8R.=*,&Y]9A2M\=(#:%V394QEU9:,%2A.A MQ6(6M9:@SV
:#TCXO.*"IW+UTS0J(\70I\-2M_Y()?W"E6XZLP>-MSU%>8RF MZ/-]-[#>#.GI_X*M@?I ?Q#5NK(_1WD5K$.I3'8O\]LLN_MN*2Y&2CV(^P6)
ME$XREN5JF9!^LD:NHA#?>>EXN7,N:,12.G"(FWOS7&M[*(O.(L2%SAP4ZR+CAK1S1E&S=FVV[Z_G!OS$^(%@)J MJ1N5#9FUDTE2)
IH:T1TIM^IIS,(D;;SIG1T;73?(MCJ]JK RSH\,UF_4[JP MRVQYUCJ/B>[&LZ&X0IXYX!_[0(X6+"%O M+NT1C =R[]>E^CWBJ5\Q))0,'/>XQ 2-
24$\K+^:S]+(G0W\U>8YL/%9G?I5R&QV67M M19@U1NE-^$N^\?= M[1TX#4Q77H! M:9GQI*:[A+YIZ<$/_$G0(3)N2R&Z,X/3#WJ 65X$%VJ!D\U
M^&U AHH7*.@E)?=5PA3>=&^=!5CC<]*3M&@'3QQX.B!S,-U+(&&0ZVOR>">K MZ 4;$5MQ1U_VA"Q(>K3@HSUYV$Q9VR8$CF?+
(HJ]$8OV7NV!:P#M$^%2SG-' MX?/G ,F 85FK]0HUF3#?FK*)&S@?5E-A5Z[H[<-3.[ZY7!Z$=\WOGXO1/'VN MT#3,T5P)N(6/7$PP9=
[!4XZ_:\A0@3N4B=1VOH:?C 6RFN"&"Y[J>L< B)=E M/\@1$H#!H=T*B6^>@SBZMFS?QB'GU0= 2!_R-=F?3/+.DY:+XYMSL:JBY]UB.SI7K2N!3[U
7??94ON7I#.L%_PC1]Z M\/1G_D B*/+5QX1%J[:>JVS99V+=8Q0#MD7)S(?I)=4_?]'F]!L"SM8)*81V MOO!N5@=DB_O9,X9AV/=JKP'J_5?
ZX3ZY/T2KA]PIUWGGK@$B]:85+37VJ+/! MQ[EM+ZZ$_W=M=OIOC1?8R\X1WYG-."WBZY5<7>\;4MF[1;)[EX-$JDT4\1J MVCT:0JAV&MT!B(74->
.#WZ77\>+:B%J[F]M"QS@6Z3*A1H9Q3;6UYD MLF(Z:-74D%"0HK [W,>%]X0A9 34VJ*-FJ?6F[)7U*H8'[HSS FQ'8_O]6: M\(M@A/L071'4=
VXM=1C7NC3YEOV?8I3]:&0HYL%=9NSH^)#)N.8[7 V&7&8 MP.W/C1A5\9/IEF:QBE:6J1\A1S!=/-UP'8JEQW_692
MHDMLFE(RUNY&!K#EE>Z@>=VIE(]^&BQV,+!<J6)*,4 M_'H8\)B:L4"T1]*)=&-*JS?:!)6?S8A)NY/%U?Q4)$QT@A>8.@SXMK"7"<-1 MM*2EE-
LPA]K@.28%INMDRJ>TPT]Y$-67^C-ZA:QZ[!Z6Z%27$X!.ZQ.\)H5%&."5\XS\NDR+5YX=ZM6RSV29Q,LZ/9J9, MAEQK3C9S[A'-5A+A
?;+>^O@^6@ML15ZJP@)AI0OG40_Y"!7V2TX3V=SA:M3 M6?O/I8-QX(=LFY;G1QC.X5-3=E,G9&>B(J%K[Z2J=.,TKP
MDWGYR6QFUIV8#JX*EB0G^7$ONY1]-K99M>:RJG' L=?),L[HOYFI67(ZTG@^ MNU^?
D*N1,_.!;K"X[>6'MSP;J]GY'XU7[93[TASB!U(HT],#F@OAI@PI^O!# M:S;$%?OR(U8M^X3UZ[0>=+WQ-
XVA$N*CR$7$N+G1(M=O@ZE!%5&#G3IV? M/EHAC^/!A%(%NT[R+RX%Q,F0!UD^0*F_H_\W$A(!.W,$&DU:UB5.]%K%QN6X
M_)#R]_\SC;1"A;U7=WO03(CO1][8EZM!W$YQ& MK)3V6>.7$&UHL,](8!P+52U^3"6-N>BM%"NU#(^*EA[= D MH3KKXZ*)$>GNSXA8!E-
#568_F0+.3MS=9M!W.2-F>[IGPE]RRW0]6WFG4WHY>I,&) M!O%J0179SQ4"6N9W"B_0TND^1%I?+0<\CKS]94#)8'#CTDY.EX] CY@9"4HO
MK7PN:6MNF(N'@NH?XH0AC[P5:CI:F^:!S+H7"V7=UE-A';4X5>^LI19[.4N>V/A! NUV(K*VX
0#+1OJ,P:@LFH(TG8O_29V8AK8VPIJP/YAI/)E^YMG4 S-E7#Z5$#7Z0ZLB+/K] MA7T@CUKIHO1ZU:7B=#,BZ"P%]3 EXACC-;+:< WXGH70;
[CL!2PP3CF]G\/J M-!5&!,C\4/W+K@E=CKXX<#QZR'"IX\XA]#+I5FN%3N5?+TAX)$8"PX'4_MRY M.
AY'+"TJ/"QD:JG(U<;UG1G9U<+=9C#7_P#H["UYN[J_BB5]\V^FPH+MGIL M"_3<& B0]A;[&,2U,
[+UH4LCP:'B2R8__!U]/+8\%/HV[FP$4_JB9CSU378G MVGY/1N'WDL*Y:"<)(ZT*M9[&H62WVBN/!XV3R>_D..+DZ$\]=B:[WQ?([S&!
M4<['TCMK]JN5OWOXN"GT6X\LFBY@PU=2N54!#TM$:Q&F0 TGH]U1IH&SQ>#M MLW([G)FF2U+T'XC^9'KQ;?']Z9MLHUCX7XK>A?%-
W#^EMCV8Q$F1-=95?S89 MCO(1$GT9(O/R]!H0)\607KWQK[8A=)+JSR7X/4:AZP N/%#9E;OC>>TE3VM
M^UUE;+4[>%RQ:BM\UX#^M;U\3,8UX"%G#P3-T'P-&!\S6?* TH(V\GU@^$XX MY%)B+X_
!)>H>=5]97ZA9!S/8KQ+*].;@X@%:K9]/4P_M&Y63!O3?Y=4BS+KCHY4;7]L ,K5M9W_:Z M!BRLOQ_3 9@A M]%?
4IVPN3+SKA\2CRHFOQMTE0:8;!/O <&DZT' FS#Z[>$[)*'X+V.& M9ESMDK#/M2H3WBS1Q5;<D*WMMQ#DNHJ)]G[;X&K!#=G8RZZ!?4[3B%41K
M5%,I?@UPY*^Z\GA6)E X<50.X[-X;K+PIEK^P9F^%BGTUT?C1)]FU82TE8XF M%BG61*Y6#?7?)L&RP;=T YX\@K$7J4460RS-+BR8K@$U-$.;_?
TG;+_]7+-= M#TQ]6S"1UX!7]7@SAFL +@%L'P;SAV3%\R<_:3!]!,?0I:Z-:K;H%UP#?J?F M7
-6]JX!^#=E,OX&>"I_-8LSMBYF\A3_3^1CR+A)BWY;I'4X\=IBI._!N0L M7 ,$6)SQ2A7JO8D^X;9\D/HSV$'$K984/#Q>X[B/B4D9:.6S%[,^W]9WV]"=
MKPV;[20:U02+0K,_@:C[<#H,4#3QQ#7@-&2Y#,>&RLPFP,3F[;X$ M\TP7,)S[$?%6T33]86)(T()#^S/J]^'WD&Y"H5-_T?["BT\YU99^]7=DO?
7#3@#; M2C- H3=HQ5KV8IW#PH.38X.&]_O?51;YU/>AM(&%>%I*$%9"=F@[L-0[#=T< ML#^&!35S]^K&T!'5_K>"([() :]L^R]SX>U%@J>ZKHF#-
$6K($6VIX574R MJ3=PQ$U/8$!XAD)T:]]".^+9,:@:5G>5=^ ?,%:ELFD.ZFFW6L96QKFJ(D$X M/LUU9TJ(#?3>-< :8K-P57@
MC]N@8EX'RWU+C6.^O097::+F-O:U%T#0)SA M69+7@,;SW8"_#U$VM[=6KI'56K^:--:#>^S1FQYXNK/>?['7&-RWIU$%+\4/ MM]U-ZKX&T!S
LMG0S$I8G;*NS9-GK\WWFK> A\Q8VP_)I+0EEYQKSWR>F%=^ M_3D.IE79A!\:01WX7P;[BF^E1/$>-L
MM?"F6UCICZW4UH=N3@G+"'7KH>Y@">[Q&RK*&B?40-]U 9&2J!,;B?6A/ M6>?/CR4Q).)7*= +/!DR_IZ=/C-E'+.4V'%<;-4HQ2V
@FB=W.JAX^;'U4-G M(Q7#551]9$V6H)3EA+!G$EYF]<,:%TAZPN)X)-@/K6N"RRV!=8\Q%@%\2HT) M?N+';_POJAQ"%J
'=_3T=#3O;CJ]=.^0%N0Q'1#Z"R7)2VA+1U,VN)@PT;+/ M_L1L4&WL\C#(;%.AP/B->G)K65V[_P%>I4K(N8W#CCDU*J[2'8N)^]/6N?\6
M;/T^/.*/3F9V?M;@5@@BFGFF,K < U*>9M]2K[.MASESE;B,[I>@AM6U[U,G/_7M5EX1B5\# M,XBV.K,^-^PI[!Y#1R<'HUQ=%,@^>=T;I7-
IS@#ZP%]11CM*/T24[H'NVC=M M>)^G>IW(]'UYZM7'_);T,,Z;KV&PD)4R:<>0'"75"SX5M8=B!/]^>+"?'8,' MRO*V]:IX16C45U]'R;ACE?
0!%4>&EJ5RM_8X^,&K%U,9:;7D_!(/G8^$G1^V M'14?R\GF)X&M<;]1=GYG'XWX\1;^ M7\KUJIEA-[X?G _YUFNU>^RN;WKL&N5&\:^JS+_]A
M9I0&J[3Q MG3/02PE>1&U>3++8"M)ZK3&<<6Z+)D\FL_W.C977%OI03.I/\3DXX(QSU7T] M>3K(7DI-+^^_+-E8 @J,7&11G<5%\
[Y:.M/.YUFF!KY.#OR?5 9>*0CGRB5 M8HXMIDKZEE0L@RG"WUCR@!*R\"JL"3JIGGC85PKIC?(5'>>UNTZV]J6M\!-T.;:R3-4/1+%Q-
X6NCQKD+L5/45*^3 M)+_HZ1UD9\YX=\O=^.'>C1_N0"_E;JLBP!< S!B^X_D-7 06"*W=J%3D&>PJ MQ&/LBB.D;87 > 4,-Q_IX7?
@24YLYQ_@KY6B\OFW4);D6='>LX[GDKW[WY!. M&_< :9(MB0G+M\T5$)VV,CP\IA@GI3*634,$E?'N_9S]/%' D^C'V]Z3S1?P M%&50XO&D=/ -2<
Z[:$S@>U!/H;W1:5K>-W/$!I*Q\JBOAWCK\'O)):\$VA MI,Q,J/9E2K+(FTS;\D25PQNH_C[U+[4+ 8R]=)W \V(2:9I?F5QT+4I&C.%E MP-
[ZP\#:OE#+"*U):75"W_IT4.6BX,?CAH=?H$5V;LKD1/)3.#AG"B MLMJ1SP[K[F:#+%'L-2$Q8:\?>O0G1GVT8B "\A&W7 M/DX%+JI,!VFQ,HSU5)
(<"O"=CKRADIU^VF=GH@#:_$Y0EM<4!PZ16,I<,C>(ML_>R* M::L7U%R*!UXU<3\8 @<$W)XT5L:\0GPS?)-:=X(,Y/IP@?.V1L$B U@0QC!F
M3*'JN..M$Z U6G.^=?!RQIOEKSP!] :HU MG6+MG)GS*Y!>X!%@M>"@=)UY_"']B3?$,W7Y[\)[7<":?[D4RDD^J BCJ]$@
MVG:.JCG)Q^095%G..QX]B@ >-@(G:H* D/\/C4U7#D"KUXB659<*R@11_\](R,]8!$]DEI_QKKMWR^S />ARD&,DTA!CV\U M.Q51N]
[Z>BE8]2,^OA3OI5E'6RISF 2.%XP%==S@)!LV',[))I>JY M2RS1/@<62;:F]5Z5)C\HL8*_#=H.M.'>TJNC0_T .&H9J\!J'0L&0.GHSJ[M;(?"-
/U*WC5@(W5#^-_)?^59<^"#.]'81Y?H,R79]RW5*FZ%=:)#C_PO@T2J M5JA$U"_.?E\#D'+FUX!>>VXC>(7G5F3%AZJ87F*@>67(%.OEYP1OCZ-
,_<75 MTC=[IB 8YTA/H)F&7:;G*027@8N&4D?@U \@^]0W2+YSN]4MICW+ M_O]^1DA?@%3L$,2LKRDDVW%2VMH_6#9EP.8*
<]R05(M+.Y+GLDSVD;#+;GZ= MRJGTY:SRNA")QH_6'=6"$^L%/.6DL0(R)?K=7FVY0\ZGXH-:P,V@I,L2IZN] MT,G?Y.:>PN<7WE:C_N3UID.>3B?]?
^EP^+]H0+&@21#1CYL,X)X-,NW>8_SX MQSMJ@%]?*=\'+_\":H.%RX.2J.Y1*[W;R.)Q8QWR+1KL?07S/T>C0UN0=\3!<%=MJ%W$REH.?DSZ9*
M"K[=)JP4!WC"7B#!OR",/A,(T9T)6R_%VS 1PN?\,KI*BXM^9'X)8,]/W46E M=6ZOB(SI0=8O*=3[5T]C&D$GT(TK'0FY!T MBMSV*GP6?LXP!0VF4?
A/1&G*-5'9=T3B=6S&*&U MPB[>:T"X&5?BJ*6OQX6ROU25>((,R4Z#!R?JC[QK\N7#-76RG6S^":M)3WNE MHZ>;K'EG1%/LW^,U1P)&UL?
FU/4GMNSC[RZ2&TW',]2358Y"D9QA[X_Z?L,' M9H;LWF^/O3) [[8/X]I%$+M3%KOO]86E/,%;/C+TE:48,;/?5C:U;.R7(ZEX M?^.?1(NL[^):HH;K:
[*/5;^\XCJ:=+ QP+]L#6"S9K0*>&@D%+V9:/M%1.B] MU2T%Y3^W_8C"98E\)GMBPE?DTR>6/H_TG!]2$> ,G+_%G\O!\MH8*--8L%6
M$5KM25AS0S4]Q;?R)->]X&0>=G,#VTS<9+"YMZE4BXF4K'#5N44!A"AR<-# MBZ"1E3N;2,=(%$,E2;Q!2[2#Z#%E^C)G:/_^R,?L5=
<^D4,/33.%!RTH>C;E MP[&%*MQMUGIR5I';N3BPWM]GZ=W'_VG2_%F+(X)%@,W'ZER^G:B_P80(W,I" MD.QZ2$R/;(\.>%(6(()Z-

;M,PN?,9T%CO/3ZS1%@TR(V8E*"-41&/B@$+K$> M#[!9H:I)>E]F[%LB^"%-/(4!?RSFO.$?:J8 E3J%1/9POKZ+X;7GQA^TMEI
MUC'VO0#]QD3@&:RCQW C?G- -/7?Q%BVQ-(]WQX1<+2?I8=]*V0^C&7KZFIG MZCW(MV:2"53U@\:!+&^R$DR0=^KK!9B!6]=[$DG*E_DWW?
J7,O=O_60[,[9I M#T-FJ2O1PP%XR>*+_IND-$*R!8./9I*,O7$,3EKH?H^GV5(M\(E04MFESB2:![:.[%WW?FM6= ([_'B7]H M3]:D([L-$
40_"S+,+Z;L;7@Z,S7Y=&M9(!/7O'11T-0A5'Y-SFBI6RJ71^Y M:U'0GC,.@-L^[FL-S*9H<3QBMWBR7BETU2=-B7"9]XS__71\2'6: KH M0.U[+'U UH7*
[KWEN3K0@G3!U M&O6&?;/35>V)[&R]W89TQ0\#^N+M]0!]F9-L;MB!4Y*Y(W;0 M+YQ]-5AQHO9/\5>=I)B4F#0%H>B8Y$D0Z.99$6AAW-
>>G([(W>7@6EBZ?9]; M;5CFTL(+E&4XU:*"&/'6:)RJ9:/5<7QYJ)"-*/93GNW0'8OY"ZF5 M:7;'JYR;'G)YZR8OD8RX!B0\D5WY-]>|
(!UD16U._T"1K5C=V]8 K)=Z'Y?' M>8EHG1CC6-W\LG$$?O_O&.^O[C7GCT472U8&5-PH'B+^@B4<^[>W_W7C[9XW MIOQ
EY+:#K679#N#%G4S-C(TODJ<(7EX4L!CX4NQ1=HZ\)7@.$^*,O*UR<#%0.?Z5A=\6%0= M_?4BDTS:XNTZ<2PVRD2VP&5QPNT?@/5,K"6=?
I)9S7]5B3F7>\P23NSB=G?E M,6WEEV%TF@;LP?]0Y.36 $X5$VB-XNVLWA%[^_XK4'3>&=/MB;$Z)SA/HH-
"ZB00+X!09D^WC9G6QGI!K$/6(UIPXW@LG/YP=M M[P;HHBF)K@&_O4VN 1U/0;A4E7]W;=H>TVX%9O!Q\P6^C?3M7?G%J M,S *67K4TJ?
QVU/F?HSS5[S(S,F)PZ;_LL-_=LD.KD7=B]7?"^">,GU21?M M->KQMYW;T"+MU3C@-4!NR?T:0/CS&G!L^C\PUWY-\Y)RW=S?*PPHC0J ME8\,)'2\=8-
S<0)F62WOUVR2WM0V9-:(SNC]WA^N(LY1TDDF7$U@5R)_T%BY8O[(Q +Q&T2;9_HOIWAJ![.(;?;?OTVJ8M M3*O
BX^7XG9#;SR[Z3+IH]E'4Y\R]U)5S? $W-A$%3N;#S.,+;JZY*A0:04" MW;@9ZKY$2__I=T[]3S;R1.%D4LG2XGL\71PS]&-=UX"[RP-MZUWIJEV>PW6:
MH!.C"_@:-XXNXV\N6:$QM2FZA$?^J/6*LH\EG7G"H:\EIW$\Q(ZCGG8KK!39 M!Q%> VS4"8-^&]%=0D-KM;TQUD.\0C63 0)Y-OO,7]_B:+_?
#OHO6VG/P*Z!UK]OD(J2XZI MVNOR3MQ=YI@NVWBVK)ACE%_LR+$;=ZS,G,)&K#4K041()0-!4/:"27#NR)@@ M3F1XOLC=O[:>:/[N$VGY_I=Y
B7/+^I].4(:"AN/S7LG(CD:'NN'+U,C_YX\|| XX0NPH"7;!; \PZC\6%^VR'SY3>7HRERM34*U0D/Z$:YDR[>.X M[D\U$B(.K>B43C?-
Q;,4C26%H!IZ\IB8]0(W"""V>!V.\NO)I&P6,KK6IB>41 MI8YD9?"UX$B.I9:S_G!+G. []_=';4%(=1Q=URH\)D">/4FZ"1[>#:N2NK*;
M$#]0YB808*W0\&\ >#\H$=Y^Z)/[4(O:R^&R*>K$.6Z%'2>#E?6A #'ZA"QH M3 DW\N?5ZDZ8QQG>%?]0'I' Z$1W GTSC3KO&:/ "6&L/=>S@A
'PL;^NHT+ M82<%3V\I)2AW)$22WG%-FB)+S];_D9$\7 LWK\EM= Z7E8U8B_AX"J,SMF7^ M$6E=++^],+]'WEX5;X/?
=,ZE\5/Y+TO,S5=O\|_KOP_;_D&=A7 MB"T$\Y@R5)9LH CCWP6_NP9D,1K^,D3HU6NOHL4%%GGDR@415UTEY(H B$J4 M?GJH.?\X4NV9?
I)L16X+;%7L0>5Y(N:D%&7O:NS7F/'^Z*>EM#1P;MY0 MCD>NXR+YFVO,5DMH7SM2:RSL&D I[5B! 6N,2QNZ0_*65IZ5?
1:1'O02U&3>C1&:@!Y#@7G4 9J%GGC\59K33 M1E-OG_$'=K"JG*])V_]:SNJ=VNS"$?U&?+D<5C9H?OFOJ_P630CB&D ^9^_G
M5&!KXTQJ3_6**N798'GU4/*QG&6_^.I4D[M^TZQ=/EO9N0P^"ND\#T0/(\7V M)]?(!110(G&U16 [AMX#6L40IH"&KN3;N($O,5]F>X-
V8&9(4'09+G!UZ6[W M?(![U_LR@RZ(,]M@R6#EX,MHG6C(M(F4>2TNE7[%:%O4133"&D>G@A#H 3,9^]@MJYJ_:&OY M\LJ6O]Z>56-128V>?
CT!G;00M)A(I!UU)*(^']$Y3]27(?!IOC>KW)89G<,\ M\+[(M(/J9PM9?E&<_-*-,$JF&8G73UL([7G+W)E6H/FVMH3#N,7 M]]
[P+0ZQ7U17VVX)BKE/M,5AI%#5G2"VED?2KU:OU _0*MQ)TF[WX^Q] 83Y MGWV)"/U"IVAX#;4S]86,F'KSN2ZTI4I4OW]Q'0F H6CQI*I(".
(HDK]&)]"^ M>]*H65ZD-\R>[@MO,4>1KV5\$/%NH_9L.AH8 JGA#@'9\)$&JG?,%S>+%N@= M#OH,ZXN6_4JFN7_6]?XCCU@;G6WZX9G@DI?
JR3+JBO-BUJR7$S/J43C] M?!^6KO3P5I@=U8Z?+)0Z?>MP%<&I>9FH!B#X>\-*^H5N^VHQ^ []14L!WFF:FZ\#Y5QW9M!AN M[AX#)VL4Y:=D.?
3)D\43WD[?UW*F^!/)DC2$4I=UQZ1PE+134E!(; ME('(DM/NN)_\];B,F"/T=]2?/;$?,1/GTS>VK/3^_V^=QG_?=$7\@0>JC]#]
M@[\#2!M"S%W]\)03]VW@;^.X$M8= MGK';2[U+T:R7..PFO080!?$&.%\EX2B=D=L:5]EG8(:>0M7GH=J_C;19!X\9
MGQZ1T?)",T*3Q0'47^Q_7J6T6U\#[F%"URGC;QSU&M I&D0XB5,O'"KL0D0[MEIA)U/G&/Z!L4HK?6JI-F\NP@Q=HEBJWMV%Q\9(DRT^"C%F
R+#GFKTP^[>?@U\?!>=1D?F J ?PTE-MXGBNPK!2#9H9Y;*6GS8 MH];$$X6I4U,7"7?!Q:5F,;4?,7R9B>8C^7Y]+:G:S3E
M7=@Z_BG@AK)*+VT50B971O'C)/>V)M)OOSFQJQPK]XHY5^'/JL4RK_*[>+6 MEGF;?3FRN=))Z/+Z'H3K:3V3(RIZ "T"LOLXXTG5$9@S^_?K*
[=\DA#G$;4B M0C:7FQLTZN0;;*\+7MNYR&EC8<(!2_[P-AP)!E&("T3.%*RQ,;YIK_R-F'I8
M5=72^B)4(_:9]!_XT>U1A7M_$7,6<7BEKWPZ!=':%"K."#N"=">(=24#S\K< MC;^T>_@ZD*YZK57L-#G^B"]1]U'9XUWH>SP7RXZ0A!
["L^FIY7K[HT5I2I&MHF%ARVZ%TF% HY6:;H M)?J[W"C?8*(1^IU "MP-[(?$_5FF1;;H4]MZS=\=:-HU?UJE-%-A.'LZ(!-,
M\)L4RX(.P=2N@4+;J*NF<4)(K XFWE]F=T$V+3^-,.&^HOF38\37@]LOKW[+ MOA\)8!'KH8QVPT]_P=E< \)]4-^/3Z\!-
G(A\"X(^CBM.+:X#%^:BHOU73 MX^*& 0_;JRWZ3-^DW739&R0)B0P H;@CI:56!6AMEH$9OKLV8"09 MU/;3OH0%(,6$DY>*@O#3.A-G'\B&V?
HX'NU%)& ME!;3A1K!:\V%O7JI%-,VTQZHEB@-D%I^:"';%O% OU&VW:Z_2-#V6HU%?C-!_:?DV2QFA">];9G^'%](#W.%;E@/'W*
M6PH+7@9.'WBLG'ZUK)NJX)07&MQU;?@T.N4D&D(AU@#+!SF,?;R,B\"R8*Q_
ML9.,>X*H!_+,#%_^W*E3=Y6.2AAHLU+JX'2GZ5YGLCMUCH96.Z6N0^;H<-+C M-3ZGV%C0VZAMY5KB5Z]\F8\(MB06-YJ>RN]*=I9SCR1P:,
MY?!M1:TM/WGGF4BD,5YC0<^C('?O("JQA1;]$,4==08-]N//6 =3[K$#X:<" MF.0F>P8A8V57TEL;@[FZM\,[2Y3&'OM9TQ]Y;@]*5]D
GEF4P%\B37[*\2$B\]+-E6>325HZS:,:Z MJ@@-+9VR)UU"G[1+3XT0G0Z3SD4F AJUUU4_XOPJE=K)&"J''P76 #O'8O'B
M\!^_<3S2#U'LXHKH?,GL#/*V'.EW1<[+/XSD]8B)/Q!WXO*B+L808G&R CXL M:]R]!YP(>"<62N53KXW2.3]9W&O_,R,ZTV9^86C+%>W?
SY:FL'GATN6RLP.M MWOZ(YPHPO/H!"Q+'K'=< Y 5IW\|JG_87DIOABW.L7@KY?.R?:\SG'8_!K30 MT&IA.K!O@L;P7/"G
8JK=\=BV]BS=S*49H3%)T@F^(>>>OV6%>_U5I!UG/6Z MUYNBW- [YL@BU&S[1M]X-Z$\$Y\EPXEA)<,) M 9.XQFBWZ&)553.OHW3(G2
S##EJKQM8V9(M@NPI#/48BV*_5]TFN(2!=E6) M]@S>BF@T6"(-;B3^1?\0_X%W*@"$9%R#'KQ'08PP6>NM)Q0)3/]:'+>[*(3 M5BE1Z6&4X!^7U?
MI2VG))/=?5@B^"J+ Z6%6L-P8]A7$: Y69K>-+UHMW?Q. MX?>:'Q+)&_R&R_<>Z8/$B'A<)P<,RFQZ5%JZ*;V7?G-/,=2L]$^TVL X4D;
M$A[7HHOB77N87?## !/?S4@,EZ6>6+-)4ODD1&_>0"G<*,&?9W-CG)0&5Y6R M$G;0NSC.?!_S3B)(-XC)E#\YMXCS&8.E?H,$_O",H&Z+
<.,)_1:T"M@!8@/U M.3,%6*%2P\IEV?LJC&I;H1&.HJ54!RS"B1S8PO,760N&66EUY8KK8W] MH2CAZ,3\5+UKP ^_BF)D_%O,0RP0
^]B=F>)S$,NY\E<83<& KW0HU99 UR) M([L^ (II%&4'EWHH-7ZXG3[Q.45JR5B1C[?!-QHZYY8LSH8L#]*HAY)]@VTZ6\!^U MV,^;ZL
ETLWHHC!9[AT0>]NCAI-]X2MK561VK!"$=*%!3(KRW+ ?% EKAUBU M7XA!PL%H/MN52U6V@&(4T2KE9VFIFY@A)G&\A39^/PK7AM(<1>P/9&
<&E6'L M:[8SRO1Y&F WWMO2KILG8*.@L2;'K6@D-V(+6F2D_AYBC\ 2._$YF=MLALO7 MO^C?_47_3HZ078Y>)#^3QA3X1U+3SCM0\|^-
:+AF_0_UP/]=(R)'Y2&B<>\Q M_H$(>?@9)?FK0*Z7:U@5Q^IONEW*S)DQSAHZVYSD_3*\:P)A8.(*:04GE0J MST>]$V4B7[!@(_!HKSBF:H#3J-':?)
(+#:!\P;OO/']W#?X93X%1&-)'CG4= M:*_)[)^7.EQ:)5K0O YCBRD<"O\O[7UU5)3MNO<@4E(BW4HWTB E("4B@G2G ME'0-.0B2TDC'*(W2W8-
2TM(I,(" Y R=PS>H[[O5?L[?YP_9BUF MGON^?G%==\$S#T^KB+&/[I^$",">SQ-):$N-0_E&ZV_=54/+)>^C\].DX;>@EH$:E=3#D=%3%
M"9I57#!HLW1W5L2#4=M53"](8L#7=GCFL.#X)03M:6?@ G-85,OTX*$)+&\C MNAI3+.L28',)B%:>$<*%K,/CCQHUN;<"89:=F<*@D$L
,8+&N@/B;_I:GWG'NMZ-(9_6PR <#'N*CV8U :X,M"VV MODY1$^AK>P%VH[*ID"N]'9FEN4Z*VVBUQ))?[2Q9/1CR7(+1K[/E^G%^X7KL
MFA_OT/X72;4*",Z#^%Y>.4,TDSU[#IE":G)>1R&"%W#*=EHJD%VO+RUT^1)P M0X V:([B3-U#=[RT*.>#SM.W$;U$GN3=F&^[[5(LGBA[<=7"
(%K'7\YD@$8? MCC*IQUS!@48XG%!@FEI5'(O;^_;[L:%3_GL$]U'IZ3$O-)Z / M/$DMRXNU%8AF'- Q\VC(DF;S(G+G2L,^SEE=2M5+9]5M2Y%
85'1F4/\],AG MP&^'EGTOT5ABMC1$X!(0TL)QD7)L/WD8[$ QK65N'WLMO3,I,2Z@?KEA)%I M3-G\'>VQFB"//:T\F8>!UUH6-
_0/JN/BIBX!FO=8OM%H-9!<_1'+\5_=WEBT M0_!-$A8#!*D/M_?;'<[HV#4MD_/L2#>&U W8RE6>2UEZ%ZQY!96D%0C&%R@[
M,+A/=%,HV"VS27\B_J Y[>@HA4'TF39I2!&.?:@R[$.\$$WDPYZZVR4'S[FW M+\'PN9)NO5'M29GY'=P[.!T>O&7JG0-\1M:(0A1"_&Y.VS^E;T?
S1KL^*EZ M_;-7>C6(@>"!8P7HQW[N1(5XAGH<[;U&81'B/=*.T@@(S3DALS]R;T8++9IC
M'W.5))ZQ$92X,X2E[98H^YJQ3ONMA0Z5"#V*'A:B5$1@#8+B!SB7@5=!*'P\ MEFPQ?="*SA^,Y(X4N=8IXEN5DE^S)J(*/+H'[;YUBY1>
(NA!+HVUU7GF*EBY MKC?Q'G+[?/9_=;!JN01\$-MI$E@J)?9Y>!QF66B=*$$/1_LH,/C2M2Z581B*
MTZ&]C=K/]5BI8!K/NQPU%GEZUUL";8(7O$$A]T(VC]X=UW#>LXZ@R P83E[1 MBJFW!!JGZ)_/4A6V B("#28V7\&>=BG#1SI!Y.<64#V5D.
[BZ>KFI!".PW]> M)>XE?HV?OG" ?%+?Z2>JKE5Z[C6_50Z[\&/P&Y!@&4XS&#D7IM^U[]A^?S=X M@N=3T2UY25<>,@QP.O/TT'.L>.'8HQ"
(VGX/KY&XOR2L M^.'&1?$MN=8$/ME;!_'TMPM9(_8ZV'>FTY:>-4)UFBC=SCC7M>Y%=I1.4N@E M6]Y3-6UT'JJB%(,
[HPVXG:NR#NPKI"?)B14WH3 MI (V&)8%MWO5C=;>$($YE)]^5,[72>^0(AA?BX.RQ("S6+Z-'"_1H6#8 ,&Q MH='4DBZBS0BO*Q],8.,TVY]_<@U-
I:K!]S6K,D3X8N6>L^TSE2E0YSSV)6 ! M[,<+JQY(#2^\;4@0G %FV:%/49<@?R]'^U%40O? ML0?4/@6**WEH";><*7)-
KJISHVST[@JM>$!_2\S(W!"/KQ9X"?!NUJU\/'?8 MO"E7^/Y;OFTF_P=Z" -@VR.03=\4=L=C[/FK"WK,@_GF,-(W%U:;D>AEO2A M[
$>"QFC7VL)*DV#&(,"_.XB+K2Z\O8#>PN>T^ J%K*%.5)8XM^.][2+^\$V9#;2*)I6SL0Y+(
MGKN?.F7PI(Z(4!B)E^\>9[=3X$4O*C4KS^TA;GZRJ)%F-'43B;!E<.ZY:1F: M*19!FS'[8K>PD$."
<>/NY+JBY]UY*LTMAT(CH#.BDYX_C@BHB4&Y:K+[^H'(M\RT&,S=1S(-W[)_XH\,-Z<<07?D?$^E5DPQ\&4NV]QO?_.\XG-F..,O8=#L
M1!]_3F5^$Y/>^Z.?X+A#DQ972@EG\XO7@X?>S",EQFZ3\UR]P9RX T\YW.W8 M1#Z0M_)]MBK!?C("@O+"Q\OS#>?6-1.][!
(J];K,/#E+=QAYMU\G3RG%?BV@ MK$"GC%)V >%O-\DN#I)^(VW(K%S1GE[[/%M<9,W/I$.=&_$)H?]1B,/LRY[< M_>MH-
Z1,43;YM2*.NSI35Y+,X&K8!NRZ+4J^"+E<2Q?[M:\0$N9G6V^L+TXG++&J%G8M"@=6]XR,.2:J?M]UL;:WL8/V8E3= 1HMKM'TS214BH3$L86'.#
[=B M\VJ,5C1R@EZ3K1U.#\CK-DF"']1-5!R]#6?J."&>P@KYG#HYLAJ"_+U!BG MI-&9[A*@+343W3 %G91_KVJHDG_P%CO?
XUV<@WOLW=7CO9$H7T5 ME#E&;+Q9TM+I%P,J?3PD8?"G!F/5'5;/[;DYF2#UE7J85:*?QEF6>-D4''1\ MXI0Z&T, &)W.^8POO0Z(/YR+P!/?
E^K/ZFQ$.Y"*6/LFI)+<3'AT&&XMVC: MRULX+38Y0R[,)CSH^2]^ ^E9E4I[SC2=%,$XZJ:W);)_5EH^V6WIR]DPQ5(;
M+L4C:UPTD\.A%'##7V);JF^TA=5&U[R7]:AX-OIEY 9CB)+6TZF=8WX 9[" MUW/TGC=KS''H1%L,((+:)J$'/>R=33)PC';L+&##C%J<.-VR=>K+1$?
&H+&B M(7Z%#AR/!\DE9 7S9Q5!3NDT3G- RW:*C(G0 W':I^&SXLVYQ9MJ>MNT#)T: MNS,,VQ9WPY8DW*!OH%U)GL=S_J136KJQD"#%]O#,]+-
Q4WJ;!3W$P9: M:9%W+93PI+ =,7);SJ"M COZMD2OA-[U)]UB2:QWNVB3A S)E,2LH8P5U%K0EX) M],NK'4O2%-
+IRWAZV9GONG:G3CMP*87"*5H.V+Z2L8HFQ7FJ?BZCB9;U5!>: M!@>GR54-\Q<_E6\XV=5]_T3DLMI/@?M/=^?'.:]1AEE*FZ*Y,
MWI:6ZC/N0XKI>=ND!@96SJI.!9_$]*+-!V\D>U'0[Y(R+ NO"9C#QPLE/U*; MZ5N$4YOV8_(M#9FX#W?U-PF@881$>@K6P215O M)^JB&A?
MJ=E'-0C7129%.CG+Y#R/:VD^ W)C;^2+5 V5+)$[ZMJGUM//;W8= MIC7K;?*LZ^9%>IC&R1PJ,NU=OT5LVC-
4$8,W\N+3((F8*EQ4;+Q8EL'XJ+85SIF018*4[5@GALU6"=X6O0[)DHX!]/L_=4J%,#W*G::'^PX M2@XH@<]+QKU%%?.T33(5"?8
OKNO=Y//BW(#\=#O>H%1@0$JMZS87<1@*FY4 MI3C]N%7CDQ:2'3AM?6&A; \%G6*[K]_R7_N/;WMNFE\,5)$,%Q-XENAUF._M01K-
F!E8F$9.5AI?/=5T+(7JM.1T]H7E*N%TL*CF1:7E/PG*X0=XVGR8> M;N'F<#Z+>[Z)6J]UHYY6<-$E@G].,*JKXU7V.LF1!%T9YSNI_)[W;@764DL<
M'OCLKMZ5X(,7GFN4X8#]:?8!MRT7@Q&NZE?4Z(OCV"IXUDX&O.NJO6Z<2P1W M,"UXT55K.$A%)RN7+X8IHJ.:=#,91OB%-Y^?
RS"G%$HGD21*^*7QKW]^>$:? M,4WL>"/@87=TTNPUE/776C% 2VW(B("MLJ#&J%UVO-&NV?[;@X"8)RXM J1_HQ,D?X&U[1Q&-?R%X*:,ZFE
M'KD(U!N1DVVHP265';2$U9RD'>5ZNOW6'ODEN;;Y_79X"1Y\S*E#;RV;U&Z' MC7["3VQ-
1QG0!FC+%PP9RKPY#C$KPT)T=@34P+9XS8];543AC;:U>V! M'?O,;&HTY(09T"DS">!:H5S-")"UWRKT_O:VJ 4[W!V2_Y#!HZI@^
MYI#.Z$TW*7LS*)T5SOHO]F2.(%+&C.>NF"8AZ@UZD1ITB1/RS8(>A*7Q[':W ML$Q;>P*2AC$[MG@"<2UHL5FH3I,A-
_3)K[8%;^$[WV^FZ_H;6."S-<1D3ZA[GW%43M1$VN[C/KXF(Z6_Z8-Q:B'B(ZUQ;\'^NEFZ1 M+P$$P!"-!@-2Y=';-76VQ:8K2EO2& WM3D95J@_>-
PN?A, ="P"HM_WQ-;.: MU(S",YGAQ)TI%KFM-?'ZNE.]]Z:^#7]1T-4Q8&3GN1BKDZ+D31D+C,I@KSJN
M+J'F;G,_5.T"79_.G77WQF<_2R[>Q+,18H=9F-?GZT1\' MT^*LN3KNB'$0VG;0,-3.H?AN1P!,=NHMG(\7*4'%!
MRNZLD>JT1+Y9Z[T*SUC.QIZ"BA(R=+:FPNL%8KM6Y--#AB*+B@+-W/?AC\.R M;?GTVBP+=:1PQ^")*]K0NMW]HHHPM?M2/L$_N_\[GX?$EMT\Z7



WWO(+#VF*;ZD]7.!OO]#B^.D< M9SLUOA^0Z%K&UW06I5 8TCKQ4%2"U&(&W0V[\9%:T'I4$GV5 GUPNES-V9]_MP31;%[Z]FIS<4@WJJLXA.I "8D.(.3*'DP.OM;44S.QC4K:#='N+PO"Y>GB M[1KOGD'?@Q$\U[653(C11[(1G0$O5@5H/=/+!RG0&94Z3V;O:;FN'I$:S/>Z M\1$N9O/3U46>Y+KH]D+0<;+X.TY/B<5Z3? U:SQ>T'^>TJQ^$#RZ./C2H(Y^1?[B6*Z3H)('?4Z:,*6+=-7OLSR/TJO;6'7BI MGW#4,^26.G3C7.0KICJN;-SG,[3)=!U'/Q*N6Z?F'KVITI-&[?%B?BS*[\2U M-CI/NH@.LZ6D"HY>X8(Y_-.G^-#+OPC;"TYY?]CM-&0^VY(E+Q/8 7"A&D8K MUD)'V]DE2%1T&94=GB_F?*NKM\^G+ SW9TWLVZ\%+QASJ#%Q4$' M8\R"-J5:UE%!$VLK6R"[ZH":4:%HW7L>3F#7H1/^QG8Z)9;#-<[XB5:OYNV] M>?OX5:*?\?B2R?N5W7'IT)HTVN[V_\XGL]7?^8-L=W8MBW9S6=QFP"6FXG13 M4$K =ZDZABRO0BBW_ I<8&_+V*T(8.PQF\Q87U6VF%;@0JIL M-G7-+(*A-DEMCDF635-.M9X>GTY%S-:%+W+<@E[)V5[3$XF*T>T,<2;7] <# MY.*ZD(UESRB"6G5$TZ2B;>=(\-:3=D_QL83%69):!,T>.J,9**DV((Q&Z9QOR MZ6%4TFY? F6YDL5_@[.4[\RM__C2938Y/CW\V)Y=)LR^UDB@@I'JTJ(9L"$S)P8&::5K MPC0:[VQ(LY\FK4WI$;/,[0386%J5'K2@LM11*FEL0(3DL%N?J#C!? KI;/NG2=22>;=* =T50,QM]H)K4H_,+]=LRJG=4" M2AQ$VBEFRU1* C:J11R3X$_GLYXKJR1IH B?&[U3H$DA%IN3J4QFX,/.?WW"KL'\]:X*'W84'J-D>Z$ &I6T?5H%{7+<' M,>9&H5%EW%WTT3K@4:EYKZ7[,5[.;$B3U;]1>BIK]!RX6++^_R(^EL^[B;?'M-J#=8[ZC0'1667=2W#0 MF6O %=LAI68A5JM=[]ZH/BP,WW&TY;I9CJW5!62%H>A8H";I,30U ;*%!1TB M>EM5+&ZXJ,9%].F3"<9U.>_[_.%YCG&0_. (>LAU95:S)%N@..XMAE"E'Y*'D M8@([QUB;'Y7$7U6/^&S1:/%LP6Y1.UTK\!^Q_G,ZWT&AT@!A20EH=RL";#R[MQ,DQ=4E7YK1(NO5,P0V;/1ZZ,VX_LL\,GLY'2U7!]A=EO@N':S/TA8+%>38R;7 MLW[QD8M?WD\7/AC,I=E]\U_9BBNI\PL1DDHFJG7"C(S(!1^6? <[IT=@2\= M0F 0#.SV%W:S0@#L 0%]3O\ED["*%G^>+U:L7]/*/@SL'BB(=.W8]-D8!SH)34NV/ MID,-N6<;636-5SQ\<-FLK8I\L>6:"!)<@5A==U-I;-ZQ"O*&TP<;7LWF"!4],J#W Z7?S59,JU.>9RJ!\>'8!MW&@ZEB/_S# YWI"[6;B>9+8H3D@I MD,_05:O@) YP=+/EZ/CV]!9'=(G->9/Q_E(*)5CI[==V \Z2TBVA# M&1]V##<"9FN@D#5=]-B 8H\2=_<,)=2;3K60D MB%_:\2Q+5:X1M#:^=Q6<,^/WX>XITGW! &?%$)/_0^U<1XO^_62#T#_X@NCA M_+?9#;CF?43=*/A$#&1SU5)OB!Z*-'NBQ>Q"+.R_[WRHR9<^]2^]/[TB>-=\ M4I4]Y "499PV0Q%(L7>H+.)+G4.N:MC@QA!3SD? PF@EK]C+$((;U.*L,I88* MH3'/-]6K3<-V-3Z=+]==+!<;\GY\^S.*S@Y7MZ_B4Z8?2!-PE:3I("UXQ_6&\8R6LRO5UE%UZL>%LL,,1?F MZX5TBVU9G92 2I%EGB2S. F@FQ:S+V7I/.A>PLO:(5,ZW8^=FTD.FY/%J51 MQ%29%-L86F!$0.5.O$>VG;4&K?.0C:>2"5'!*V^LZB/OK52QX.VO? >^A:>0]YSA'T"=HS**DF/$ M7&3#%X;&:L%5L*12<>B(?:-1]?=U+3$R ^S#PP\E;HXJLDA%,GL#RN>A]"4 MN",QU:WK(/"XD&=_55J70O/ &,M:9.BE^_AURV.L@K);I(H)83T!,<:C!L+'L2;;-,"ZVM25O@T/RPZ[9V%6-\KN799%W M^UQ[\6N:G=(+.L:)] ?6#GV^.,99I6=E.GFYEGD!6I7=)38-?,BS?L2O+OM9 MG\'1.87/+OC\G30'/.WS:P2QYVM,T(T>H!Z7B9A,6@4-"\%<*9+Z)H8DGC9P)6=-FI8B1MX M/-*NY"U13TTV+:0&SI8.);8*/02;&_9@QDVICU++?PBYPQ&"HR7+3+L(QIHU M4HF W6D(F) =3J5J&U8O?%7U\BN0MEZ2>3"=/5AJ+=0I-)1M6[D@\"L=R 49 M<1\4CCN5]$M5[\VIZVT2J%)R1V\D_9"FV[9NN@KU\Z/58JJ&]W4.L10*?75*S M7LN&$J3LI0-VV!;8^^T_3L]\P^7C^>)G^NU^70\B(^HSQ9%0]&C7?5=4> "HCU3+L@BUH2BE3PZ77T/XT8:;M5R M(B:K_\3%C94HL=LJY>A6*U<,1)*6W"XS]0N?/2036PN%WQL6WGV5*7@H<[P9 M%K:+=/?;%Y.7KP8C[]801B=32#L@GV2[II6A7*0T'C+]TATRM[\>GZ_#-NA=*CEO0*SG;:SKS M;7=M_[8UXZBHTI!]2@BE)^DISY!RB="*1QMT]]X/6]'_;9;MEVG"/>Q8+L8W MJCJSH9-$CM,>LHM>IM^2R;4%A3NO"-BQ,KC!-IZM";WII85>P!49ZIA=!< M];&?LH-BD^Q;L]"\:=)9HR$I+UHP9R.]Q5,<=^[. .Q@N]551\4V$U75H+MF MWJE-0C:E#K;T'P*R8W7'3? NRML1E$%0IMS /V03?4;+NJ'Y8FJJSM.P MPY2W/X1K<]$_H.!S K-I\/GRH=?CJI"U\A%ZR59J21&R]XI! VG;'6,Y_:=& M MR/BT;=I:TLW)''054)81)@.951RHKI,FI%C;<$WH>UFO-$"A4R$,#;UL_*TR MU-L5MD:HH:M &7/T-@R+BX:)(5X2([,],:I*L=MF% (2U]X"D(!G#+EPMT0MJ M#6ZX\&ZCR;VG]!*GC];7\QX,/.?%DAWI=2[KA/V'M;_]M\7\],3)K$K=[DN4 M9W5_*A[YT;KK7<83\/,Z\\RW."K\&;:!? T$8ZO*AU]$+5=M4&SJ@' A<30%2 MU A!IQ)C2J[TX0(&!Y:AWZ;IT,'8F"IHF1'N*"G6YUB@Q[L:E+X& M'VU\15LNH-T",.A#N6K53:O"D-MFZ86-EIH&!#,(-F&OIH5$KPTZ\NJ&BC^N) MOY+H[K;$7U:SL%$<$>(V5M9-]H(-;C;!%DPNF8:+,XXX&WP_:?QIT$:D"M80 M0_"LF7I8$5*V/L7@0QPW-'D@IG:+=3%,+5^;96_6Q"0S @@*F@0Z*BWCU1J% MX9S;;>K%G]DT[CILM*V5ZM44:YW)T%K1X%1C-S=D]F2-DI12WU8&_9UL&C1 M:/%L\7PQ:V=T?C#5#-5]78M5C&&DHLD2@PZ)O.9B>RI.>?9(1B78 MIV=IUB-%6?.QA,VDH)U)BS.9-RN"LW\XN*=)[-&;XY^PY-M)'5N)O7RAY>Q MMZ*_21UJO5L&-CBQ"B;/JS5D"2JUMA26%>CUW;<4/4GZZ?6,Y(_*)S Q>*M M,#!)+(?:_6.)CU_.%D6:=S^? P.*KQV7V0V^&QT:UK9IQYR\.!FD\UHJ@:P M:(*F6L-$L;4^[*B 849L7B7-Y.U0UR,-11.<@530R60:!^Q)!.A&.0HM=]+# M!7[6J1;^QG8ZI6?]TR. (/GZ5UO-H11A!M) ^ZP!H2(2)#(R/]8@QM(2MIE6 S M4]E)K'I??L>M&ZSLOPU67C,<^AYEY8;5%EST'63/' 074FZ>@? KN!_;@YDJ8UV(##JO(Q*WVW6*Y8J3 MS;$S0A?U$Q$A5:<@4O$:BV,P-BQ@W[!"XVSF^VHQ7_3?<)WOZ!;.MNS-L./ M6;.]UY7]:L-;UWRGG(-T37E51K6WK^/D% UJ]6V?7ZZ>CK!,IFN(^?CF B] M@XOYLXQWJ,W%@*T"D;/@T#&OVH+05"&-RKE:AYN-M/<.XA$L1DNFIZ8!.TGE M4:F U U$3]$J;Y,;KPI@0RO/EN+76YIB(]VT8V"(4:;T&\:>2(J8AC5DV0'4 MRK!F_M:&;]Q2[DI@_H:4= NEMTI@VMKDYF6S73'E@R==W0M!EH^Z#WZ3H:L&3M24D:K)/IV861&]:JH*'-A8HA M%X? MQ]A5:N7=R[>N,,M]*\P2CC=.@I%)RGRD?,"PFY)48S3I>H_:8!IW>/I@ MK;7[\3,:\=*A&K6F8"]@:)L/)"G72WV;G@AB7@R U_ 1R-E:_8FF(4N!@O+$ MH#.&0FZX ,^XHH1G-(-LBX(M(2CR.KILQDNACCSA:IM"%DS.KD:(ZQ8CM+:*\P$IAEM':*K;O2;C8S7:Z%\]? M7:Z]HUN9 F^1I2LI+R'OQM;72C95)U@OUE6VV%YV+G=?H:'VL "K)9V:=1UT MC00N%L:2B2Q0)2P^%WYYV.K6M0\B,&#UZ#5=KDKZG0-N)@E8Z[D;Q.KP)G)_ M6EV2FL^SS95#K\>M2G0.V,X5[N8 ML20*ST8LVMA,P[I,NZDIV5SIC!UZ':#0I>6,@?TU&4?*:!)S]0,+GMW.5>-M39=QOX]2'T;ZQ+NMX02]O9,_L/G(S]$QO).HN!) <+B0;(TAGF;5!R8RC45EH MO+SI7@BHL58O(XF#ET7!!DK@"^G5QDJY:S>N@;D9'7#K*CZ^C>)9,WXQ*CK' M4&J](-8%Q<:/N3]X%U)EI$7CSC$=)H0Y0.=9*^BLC@AFO5/*4(<2<;T^]P] ME9S=N_YF_FT MSE&'7%)E#*38V2;)@@Y;((XM2'1-_A]A"L0VS6 US96BH1;L[.R"D^,/-A@ MK3>IZ:B'K>$>3WU^]2BEVZ;8]U2WSLQV_YBL7IWOT%ZKY6?]^6(BD\T_:.'A4S /_\3/:C'!Z?+\\[<3Y+60 MT#)$]Z;+KLIF($E+EJKD0M48? 8VC$G;@RI%]8*>&:',MX+N,_=#-0RK\(];D MT4K;71E.1 ^S/&$O8MJJ>-6@:;2]%^_J#5)\JJ123[E8/VS2_:O2!0\%=,Y/ MJ%WD,-Z^D)T3AY-?(A--*AU(UBLXRWXT:E4@V61\L,5;,ZSW?-;R<*%>G\XK M7HWA/IPLJ*X>S)>KY=D:2K&/2S::1[2>R/,WFHG.E4V9[9COUPMUCA20EVS MY2WU7;ORU1EIZ&-SZCR*)44+OEBL*77J9N>6]"N>U!YJ'-F/-YY\AYHJ>T;% M5TB!YEGY>BLLQ"2#)ZRUF*IP^JO\=S7 MS[//)4_E_'+D@,-AE1:+3PT<94E51O=N/[=1W2*&3,-6G[^@===N?9"+?7](W M<\SE=ZYPS%[6>.RG*I8LYJ:\S!A2K 3(6L @LV=[#ZIK7W/VHU+V0**>6UW" M]#4/Y_/!ZD?+U>28V4?6B+_[R)=']JH%))+2B=-S _)2:-39X6DO22(;$.*J/MP08YO":*QT(HWN<=L M@-9M/,VQQV:-!ENCKR:K;,:->#Y?S/E65V^?3_GN&:A*;.QDS45O/XDFS^IR M^!1/9OS1EPQ3#B9^0MZEH1GLF XH4#)"SD6MR^:XV499:SPJF38=.[':6HWC M]#E.VI/9SR9K'!Z,!0*5;DN@T%"D(;E*M/<R(QM?<&R 6S?1ZG*KF]6'<@PVR#I_E.ZVQMV.088R,9ZUK#8:NM#R2_O9^H/,4-2M@#2IQMT[3$VIOI&:@TR6-+J4F5U0>JFA)MLH&&]=&_ MBF+K91;')[0ZP'6>%*FSUX30JY>9L3Y#47QVM"60:,[1N(U.9UF"QUC7.R@^ M+/!^/9^^9M5Y]: =JT@MPWPW4Y'ZZMS?:ZG(I$,OP4/1U&1A>H<4E /TE-O_M&:.P?3N!N\;MQ M6.=PV/43^Q#1:L7+5ZS>-DX'EC=3R$LU8;$F4 [ME FX3,VD7812BV%OOE37AFLN_0/36"6[MWA[[]>CVR9O+;=.[$D4AE+L6%"0 M.C_+[CP[^)5T03M<@N!:GOPO"VSKVO3#\=],PQY] ';] F.5&X%O@5T1K8WS MF;+)>RK%O'7# -<*WX0#"<*1#*)@;;7@9"Y D7G'5H6$R3>U MG/;]\O*M^<'=FDNR+K@WZ?]/@? 6UU_RGP1:LLRT,&]:D$#/<;'K5*O=GL1T ME302>Q^Y"D&"[9 [93#)>-4;&M6&2[4.M)QS/RYC-[Y]JC9 KZ6(R<1]3G$RYO*7VPQXM=-%? P3(6IR3"=7I*^.U6G(*BGM?6K# M0M0O+5V_N3&-6\0+W70B&7X6@NG@O-6 26?HUK2F'"76@J,2:$-S=/,K([M\C3C\SJ[-=(2T/5J@K-IL.L M4S@BE/C,9;YBF=]&&ORF"E, ^M.$)C-W0AE\^]%KH7KB# G,'$CO< M)FLRW:9"P\XEV=!*G)GMM06_G3 LJYP"!;@8U[G0!*5Y!^B,UFP_J"8]*@DW M;_3'DQ-J#W ZW;RI_]H^\.6-.]5JJ@7&$H5D*&!)K9 Q-U::5J<.J MX/%&,?R9)PE>XL\/A@->BS\9&E - 4)DK>24M5 (&^BN;$<)4;>=)Q'W%Z!B MF^<=G[$F-H-.]2R;L0E:4]XG*EFG\)2R\:4,7A0%?G+PVUD>]6+:QOF4MSUM MH1F@EZ53L3%A!XML6QSV#MEAX#^K3B'4YG#\:-M^4G,#X"S%=KKX%"'UR(JB M-H1D//]H-L=46XIVN#+[<:WX^+9V@*F]2G=ME2X0=$@,')GO$MLD4-V2C.ZI M@88=I[YCVW2@.L1F[6)E,NHJ%L08' &/,5<'-J>W/A@8X_N]FX@H%K7@*L MQ64)D:%BN\]P6NOK,5KF&$L=MY=EH7,'YX+/S;2*;CBO8G2]\V#NV#"88M.%!0 M3/O2'936$M,^!9M*T2WLO)[M*W37YB4Q5U(4U])=+ =)*O_8+3022 Z MEE(MV'0L,?ABQD_W?=N']:WD]+V42XG@]\/'FSB2/^9[0J52TH8%WV8,SK0'C-@*7LPYHV04<=Q#X2 6U M6\N5[^Q"U@S7:M9)EC6S/,[@=A/)HLRE/@2O:*"MO7_F0QY_^$K_;??.[UXP?:VBQ0S)1YEHA M J(NT(RF]"BXN'O=>2!P&GNUF?$S=<4NJC4$N1 ;':62SET1X^W15,3^ARKL MB58E: S(IZM-@Y/A86O^5NS3)L]<[L8=:+E&7_%_?N> ,;'(SU>8 MU_IH]I+?)_$J=C+[YHI^8]6\)?U6BBD24FRM(KB6&Q0IQ64GV/3>K+=N7$XX MC Z-;5JCZA&)F/[2P>T4R:0-$\'VFE7WI',=#H9]*OC*^&%? T]*_(KX\$/DC MRZ9MX)-LQ)4V)'3&I(VE(Q)M?=AH\!26_-DG?V5#XZU\6Z;@9K&[A#6P$;5 M%UG@R(Y2E31^RZK54MCL#DNB0ZB@W!75FNFQR/"B[,#IR()5 D()ME33K'4T M+-4^OPWPQL:Z[8@P/;9J*$!TTE>"H4$VXHWIX',NQ84P;-KS/I^A322B^9J. M).#.F)&6C][4Z6FC]@Q/SI;W+'VFY[U=TSG9:L5A^]P@7]^/;3)_@ [+YK M"I:5N.L3B1&\E2$HK3KE&CH4&;WOV-ZQ\,,>-%;73.Z^[&O*V([:0]=@]E030[6,.!%-.Q:W_+<\HV_]/[U"_,P4:KTV_GN"QV M@CR:F]'UKF0%0894DP89HN6M+K[V89GJ4#8([\GT6V=3#PZ;]Y4Q.D:FK&.= M+= P)]^U'BZT/,Z:@P%:#K1M5(LFR)JD/9QI5YIOT$KQQ27+V&U8_V1(1+0/ M]>]2"HX0K$59T"Z1XBKIL$*(H M3[WQQ8S; <+HKU>2=2;V!#^\L%BME!EAECL3%>9[8NT0T;NSG$R6(WN+]Q@.EB M.F!+ 65$LD0&&[-M-JV#SL99A\&V2J-RU[?ZQC$Y M;YKXN7SH]=C*>JI22F5S8-!0+4@W!-2;.P-29P>>6#B4+[/'5K0_2_>7E]6^ MJCM9<"0U*BDP.K&5?I]3>@]<2\K_]\!#1R3ZL'&(-,2XO31 M^GK>DX_AYI*UZSK1+.'7=2'!WQ;STY.GLRI% RI1S-7JJ(?)FK6">%]W="V37E@%)2@%=3LC<8..54%U;";DQIE&GE4>?6E9 M#>M!'4CKT!8W0.JJ>HW2_Y^)$8FN;.HHR)!M7;M%'ETM.40+5*2R71O&$C+35YF2%59?];BK MD7X_?7G+NGDT6>VQ*5 URK 5=KR5401>IW/2TMIDT$AQE1UGRUQ!&/@]EP;>&/=%?:B71^&N:?=R MP<0[&.M%R5BK.K2HV7V1.0\%91B]*KJK7GW*PY)L/?EZH#!\Q:l;?3Q[G6^.7!=6/>L/U],A$L_2'U,WE"3=^C\D[?2T!O5JHZ!V/[([&SL 5)A+[0Y MYYOW:,D,E]8?MS=@#XE8H[-*)ISW7E>OH=2(4%,JZ'-7[@U+P,_V9*VG@$X6 M5%$2[K/^.XL_7P[U:!W6:-KK&WXBG'Q%B0#:W5*15;&A4S[-[/32WK M67WVGH[D]#&JNQU)E#KCFK#(B\MFUK=HW]'2[)/.7!2L>B2S>4J&T M36*^K&F-A*IR9-.J:X&NL:JLM1ZX(^A;)\FW4.P57G9.426"D*QGG%\T()H M/D:OBJ9NW/A#C#^?;7!*V1_H)U/@CF48!_>8LHD%U)(K!*V5+$!JK.8!RE MG, <;3CY@E'P?!M_UZL]60;LDRT0:%$\))=,%20NW-JN&2@FO*\3>VTRD]ZY\N M+_SX5:*K"<1]#2W;IM@QU"Y!"D>*(O:C? &&VAZ*M<[E'IP;3^S&B7QW++#C5#=)O*TW^K^=UOWOU5>11=-C6R/30&C0H04= 2;6\?> M=%)NV+$IXVU[WGV5X$&T]7^P&OI;_)G)11E/460AD4NV0O+.,9,J&Y@Y&4/N M/+]PQ<(9MB6R =&.,2>74J&[8>SQBL&-W'WTZ=W&QJU6UHD; (JL M7&;I34:&[/A D&/1$$,D$UPON0P;&OV\\W1TOHAB@S:-:T?WU+8L22V6(CM* M,;W8P$A((FD+WBJO>\WD^K!)X(']K/%^"O)'+'6P0N$<"H:P-8\.!<($7O. M>.B>[0ULH-TF0:K"XDP&HQT[LJYVP!!9@W7M@R:,2QX,?&VQF\'T$+SCNUWW M4+G0.Q3C Y +N@?GNQYO$+R2<5LHMVV$ZG?0\//-@9+_L9,FAU[M[*C!>MUW42 5+++;.HT=M*Q M%K5[Q/YG .U;#[IO?#WWVW^I(2(<2XETTP>LN!KH 6R/YY.^*RSEWS<^:]/CD\6\]>[ZN[8D:)V M-:M(5KI3C8K%L 8$N2$3K'*J$-\\ =>%CL:-,BB!]EO53M? MJC'6=3N;:9P/2GRNI?$B8M6>=9V3]ES3/61&\1 ,IDJV!U+#XOD;0^0Q5%"R MA8&>A^H9X;D6/&"W#:H*5.8>9#3#IC&^-7[=F-;ZF;W<@TD!Y9@K0U9(C1(X MU_DWS;^1-SJD[*B&X?#J:'':=R4GD_]#[5P12C_S)\<5_(,OB![.?YO=SF6Q M-E>JWB!0+8:1M)+Q>SU"*3HWC*PRP[#SMH<;1GJEP&5[1BQ34*@*D):.,(Q2 MS,BPNM? @V3WUL9AA*XX&:"VTJ'5#9Z$G9R2#;@"=F&JDBU@4*XW@V]LF:DD,-.*R+.EZ4[,!B M6?OI^;#8?79)5+,')LE!3$J3@/<2<,*?

0=$_#+F5Y@$N9Z"O_"*1\C=./T>2O M1W^;RX!2.?6#^>)D_FY=QW]CQ]EVC?6$4_8T=QQ-WZ;??RK[>SW]L,9@;I! M-E+P7FIM6%5L9K@1W!/_E';^KTM%%{O)@?BV-PNG]WR>1\ M[LMS6AR]8L_@Q[>?/L$'0VME!+Z>M"^YN MLZ9MXYC\H^5J\O/7Q6?HI JX:#JD7!58V7%30FZ>AB7-@8#T/96X4(DY!"/# M% 3EN2@=6 Z.U]UDQT2/PU6H;=28?43K+7H7RY49R#V9U:$]5H_;@C;H=9: [9%=]WI['3U",UF8M'Q!K)C:H=D=8A1=>6''>0P9.1^#^K; M&3:[C*"@DNRBULBPE_UNH$2Y_,Q:-AYG.Q0GE2P5)4";.1\E0QHT.#HO[DG]XSB? &U:F LVU*WWCR?O(%N;<\ZZ*S+L*Q;U,Q M#R!SN$V(8:I%K3KP:5GI(O-]ZE%/#SAF+UHP[QFN"V$YO_OFKR_4RXMN)/6SP MQC)^K"AU>;TV0&H.>NK4F!JUE6%/#R-_2M=G.:,YRQDP>4LLEYHW'FR63G;'%XF_/11S*)ST@*G(N9J1,J!*G]Z:%J%87-$25N.SNVYKS*;K:(!9 &)FESGH/BR>?<$T6C%"Y0?U M\I(?Q){4Y7>N2.0>ECAM4U'F5FW !D:AE$SE "G*U-%F"V8?T-.P34Z;.A\W MN#=U3Q*'H:)J 4)AK]09U2&AZU!+E A&9+66MDHT,%K3&QMDS:TG 4 M&F32V'YHOTV/HJ5>,2!HMHS@R$O]ID*PSCO%KT43AVW?"'IZ<$.NZ-<\G.&C M&5OEYZ8PQ AD/ (SL69\5YBI%<,$4Y2O=3A^_H-9>?+VS_/%ZM5]!NW\\NW$ M<:TI-,34:EZV.9"%TH*"Y+4JLKR.TK"1C7%3=CO""Q0C [H*S2NV&29GD%Y_ MB%FY&GW$'H=UA ?> -+7-M$WW(7??H-LFB*YT*%0"U)R,)A5#]G]"1/=TOEQ* M(&0R>]=B^^;GU%"4,_Z^Y> MC]V3(NXQ&%<,:]Y]6!%C@Y*S D.N%F]'VFXC-\7"O=9"G:=C3T8E=L9O$CE M5'?KUFHR;!YM S:.R3F=6AA/H \,IG^K7KT)1L;1Y9;U"Y/&,8W]P&H!@92E!< MKQ0PU73H8G93RPBV*EI1.1TU5.TJ>]6-(#?]D(N/C:+#%L;OSMMW9&TWBU]B M"]VZG(!B]VR7/$)IR$HP1XVJ:)OCL%IOX(7" Z1*8K:!3V@@:+-NB;60/%^(M]BE&4Q*I-.S @^%K1O=%4]8<4CJ;L>.TEV($5J:(VFKK@\(T_BR"H:*3#ZE+ M0NO^3$8 2>Y+P@]WLYPE(D5K=0-592-0=AERR &4;P&MBEV/-P!E.^4L>QV& ML \U48PN45>H)C;6_#+]AJD+W4<=T-BB\[M;KB:DPUO&*'+LI<6&;+784LMOF]TVSG06(-'P9&O)B>'$U5NVA1RG3U= M"3)I7:#8(/F 0*;D7I"&E?G!^A9VY&BUX]BQ.0@NLP]6QZV8.D@$/6U1.N48>B:.M4+_^^PFSV 4ACL]8[H=WY^!? ST]P_L[YWW>&3YSM76SDHQ.>#3-8O_>%9UQ* MN:CP=ZP[.TO/..O@L';&MPMG_7[C*PG%1\R>L/%GR*7X^ MY<-Q-5]+#V3Y=P9'>_]>O3P? EQ8>44=Z]>_>>?MQL./'NWI:G'OLS?QJ6=Z]/%Y-GPDGSC;>D78)WEH__>G-I9K?_3G>_^***9_D&^^J:7;_'Y"DBF#O'&[M#3[& M^YQ[[B^N? II)A$0TD@WYZV_W2 *,P(822.I=R48I'ET]^KU6<]>]Q^1Y4TQ M&GSTH?[+FU],/GTV@6,M+0>X"? ^RE&XA#0168L*4QUR&>$<8#BZF]WQVF@LA M+ -6"0A2CBA0CDO@! U:*J4)TL4OGZ5$P8:0.DLI'T4K35AM)/'"*!.(A"R+ M-S_'!6D6H1Z,A\;?DS_/O78-EL7-]M?_NRC^'/\]MZM%UFNNE=BY*+# :7.[# M/5;U#_X-JE1@;:^0@[A9P;E/-<>FWUT.)=#!:%_1%U;O>_Q0QOBY,_+?B MX^.!"]V<7FL$H&M;QV@2-0/>J+_W]G@^C](ZJO=GK_EV'@$#Q$^LW]\<>O!M MJ"\/[KW]AZ^+[_I6N=:Y?]A&H('B?GK)__D/Q.'![GW]. [XI+>'EG&2_O+^)T MK&CVJA9F?;.HS=]X#[/+4>$&XRC<.K,BWZU%-]B-[\WM<%CI7G=F9'UR0-R? MDQWT!L/]_X#-?P>/S_#;A"7-H.? NTE.^;,Z_GQQ_>O^N./MT^.G]V6Y-_>S] MT>\]?CS]=OS\K#D_>%>__WZ/_/#SY^_OBZ/2WWX[/SHY/3S9]/5ZV_?_G\,P MCT_^_NGTI"S>'148.JH>6X'I3!)+[E/XQX.505\40!'YFD#,[.IA,_1G7_'+Z\;=B-NF[HWCRB6\:S:P_Z#>*=64;E>^7S]XC M;#V,6A*A)+41L< @@@#W@1H$L=4$ORFF1E'4EI+%2C$U5+FH+'G" 47:.66X M 5YZ%9S5@?!IX3U\G>]3Y:O_=P(YGWKYU+AZ"X+]N-LQWB_'5S&F=XK2'E(U7 M;I7[BM;/Y_SV-SW\9W';]S^M70K=ODC=F*?SOR7@2]^/RI.KB_B?/]4UKI? M@SKNZ/ 8OPOOA$:! .MD:JF.HJ'CC0&(2!<<-):YT!:__]=8#^.$>M5@ M.(H65^I1,_K+FRI.N?8VTFC0.[K7&XRBO=(JN5^T5(]O?"4H/W@",M:V1_^O M]D=P?]E^/(#_^OWPXZ?W'W_]W^+C^P^G'S\5'W[_>/: [XR<+WG7=/"/N'7_68K*=.$NI27)FF,!%?,MYN@TX?0VNO1X"WU\C%<[\Y6CBYB:P;'/1':6$ MI_B;1C0=^,$8**40D%3HH'401)&V%OV7]K:Z]]]Q,7^)G]1K7,[D=G]*U7]> M!K:E7'_ZL0.3;E>U()I8;BD&"$$-:&K'K*6P I",,4:[\OSY]/#PY.VX$>);MK]#19L)]=+-?9](]11^*]-]HL'9-LM@U MLJ036%6=8EG%+U7/%Y'OHNC??]S\O!+'H%#SGW4JFE 4$$)*_$;& 0%\$0& MR[Q 5KW:L_*^B8"G*4QFL,XUA2DE7@B)LXME$UPLM[.J+KX4]=!&T7GQ12%. MF<+R,]S[Q^67-X7NC1[\?+8(S5RP()=7!],8)1/Q]R8&V@6]!C],A\<,I."8 M"40#C#E,+&N]I0 :?34U&WK7C,"SV [Z^T'16)/,4@%+<$*W1=G%UZFU*G7%'UBVH4 M5^^\,=X?]19FD-N,D'4+,QJEUG(T5V/1X,9==(4KI&'&^Z'/3T]6 \BH^_ M\NY@\BH$X5ZDT?0&F[*N+FN_7_M+'=G4?T_-YMEOTOOC (:SMW^MZFJ22KT_ MNW]Z4;S*?0_BK'G731[)=)*31)*?% [[GSS^/AO='-144#9F_Q=D!,_3ZG_O-_M3Y ^>>)BUYPE[?U!-PJ'5O>E5DRVQ[#28'TB@YX@5P\#4]IQ77W&-< M].[W]#>=$BB?$CMQ-[FMH'IJ/_H)H 9Z0!5,.H800>@K%=$$;8-M.U0_9.^ M.IXF^DZJQ;9F*#Q&3L4 P013B5Y T!_@A%PG3,AN*C3/TV_:)B\&PV*0BL_7 M_Q@/JJI559"]-+<)<.6S;RZ"W7-@R_Z'[U[^;OG]HEU>I;?'>Q_WSO:* M]Q>7O<%U2K_?V@WQ/006)X.]!W?!0RBT-NCA2UWOQU=X,0V"008&2 .WJAU5Y]"Y82K./_GGUZKOT1+5'$2Q M0L6'E";TF]=N*UX-ZR^/J7$K@[R?A#$?I;&J@AA,C5!BN8)H-)[H+ T0#D$ M#4*>,N:713:\1+*=C>/=1;2MGZ&<=IFKD+=<0 6L52FX8#PPV!L %;7(8:.5 MAZV2YRC^>CK\-/BV3$OPZ%S'=_9ZU]O"1493CAPSP)JF5:^G0$,N 4."(B>H M=(:W2]9&Y3\=?HAV>U2"UVK6_W>5-G^E=\BLCPRI?)"I-F+*@-#-45X:K7P4 M!(Z"CEG+3%$+)OS:S;?IC1/T8C+8>3NZE+W"G_E M;=-9*GX<[1M?9_-VMEZ1+8K$%S\T]>*_R0&_&VD/MT&L__,?$B-Q4!W5*9-)7#N/X6P+&A9=<0-+5_/&?6DUW<0%CB:D&F*;RZ$BFHI8X M "*CO2"5<)ZZUQ(U=3SK?4B[=?W1+DK*5(WU&79$#@2_*!!\?X7:6HY.3[H9 M2SKRWQ_MLSU"R(_FO::#58MPR6USEV+8")_41]JX'_K<4JE& V*>$7CDT7X MK?DIZ38I7?+0CO9?@X\K2H+PE;R&/OF;[5M& MCXN%[,.!/E6C7I, ^Y;4]+VRJ&+]8>?3HHA7_$9K_(%G+\]TQC+-3^VBHDY:V MQ1'2R=&5MXNZ#S)_[#1_S+))D&YCU5_8\E?$LHE877Q0_N57]NA9"C2O=<9\R MLLP:8SSPD"A E4U- 0+@#@5QJH+0(FE2*XVMNQ']Y.\M9<^M9<%YH&(AA#C_%+_94I!KN+NXTH:FW MSE%*V:M/^,S0]/U4#C8G?.8"L4E*+AJ#? 50.QQ7\W\'PGQ.\+68#6"!PIV!8 M9"<]^2ZF/OC#7A3WW<6M^20Q.'K?A[?FF MM^BGXES71:AZWA6ZUXM?IC/VR87WKW&5"BC06'\] (+XS!L?'DG)MI/SX%-/ MWAT'X&P!)N]>^CJ=!R_<.-7];BZ-$[6^"3PA7#3U0>KB;7Q>Y)RB'DSN&GLM!]5[S%DSE:R'_Q>_./.(-T?7-1 MO"F-8OJ%0H63E_7>\WY[2=JA3Q"JL="8]!09)2*@M/)5(>6 M@HA, 1 =I&;:0=U67L_1>#B,,YN43YCTYATM7#)DH5WYO[Y>0FALH:$\3,57 MOK*-FE,K7(&B.!ET;!WHYE2=6P$N)[R*4'51C481W'PO0M9PT$\:6. ^Z\%$; MNRZ:ECJI:=977[S3(SVI;G /MF^?<3<.\W$-X9/QWD"SKW_::Q]W-0R!&04,2UV'-:) V@"! M8QAK%3CJ@;5U#.^&1(E"4QC.N-1%O,FX^Q3N;DR<>KE0'-%/%[TX?%]H:R,4 MIT"H:!/IF!3,!S\M{>!! [ZH+R*"QW<,9ZI8Q)F+,._K,FG3\6%1!4T+]:7X M,AQ\&YW/OMZ+RK5O1N9\2.WR4L>%A,XIN0O#@\?&UWR-#F:7/7G!X^.;79@T MZNG%CXQU=F75GP@:A W ,QOAKF&PMUM1^,VI#X#)'L(+!-'W^#+]"CPX/KY(M+1L'3XVLQ/O%D/.*BVCC/UM5@H9YY14&!'L,*&,$&!0P$(IKI:40 M@KTZ>_.VKM7P*.[E+X/A]0,>M.:B!K+L]*(VG6F_/@R?[3B'UT?GYTK1-@LG M=WU-UN$NWY@=\..Y'S[*'UNV#"UIT\N(>G=8JK2ZUTX>TI_S? GO>?NODFF3@ M77CN9X]991NS',_>[8\HHIIR]"0E0$<-@L4U[%1N\?]E?L#!.YY-PFQ$0V2%6* U7 !(F!11I;Y:41 MM*4Z# [,5_GNSI$>3=>XP,W62W+LE,/-L6YGM#Y-ZMM>C'WI@.T_'G!]T^%?A MH:!K$VR- %D=_T,1*Q_7$[^Y31^34I.>!\OZ#8?.NWG5Z^;UK53<63%_W;9Q%\C.E:ISIXM2>W.FAJXM4IZ- RCQV8(V_U3P^ZT#\;]Q*;]*XA7&31^+FBX\Q4L"F6@'7P# .@7=46LM$U)M:TI#.TK9X2#&:Q'WB)'KUHL4,EA@K M?^,)]W4*FI8WWY:.37>L>>? $K]/LI MZ_[2I-9$Z3B-54&*#(86*"HAH)H*8(0@P&DI/5$N4#A7D"F^3AC++9#6^-2P M30"E4?QA;&1W!)E.'3+GTBF;@RY-WO79N1[Z^G0\:@1YE.AOBG&_FCS^]\U M\^V;B/BVNH@,_9_?,_M_?$%<(.1F%Z2&M?R%E$DE5JM02^ON)KB%G9S*# MM!7LY'1//3O=LP?A[0&?I E-KGVXB-I2!SFX7?U',PI>5'KCI7SZ_>D_O(?3 M\3]W&$?]^Y5@],*VXIU(;G]IH8:YU[UDOI ML/[=H/35/B 'H>>O@*N&$]TZ94.,+_H'K]HO>_IZ/WU[OU(+W&/59&13#]OD M@W^,ZU$5KFRNF(]WXO]L$@LNYPFK/R_1=Q(2RS],8L<)=X9>47H^T_OPP'X[X#4R:8%$YX7=#F>_2#*$+< M7?.$[\FD5SWL IW=.YSB8W/W7>" [NW^F3[K[<'AG[[95W&#I\:#B*7?Q RNZ MX/+MR.H\O=]2$89-V6PK"4F\AFOOEQW!=TJO3#?!@VO]P+S7N?;K]&+R0=\Y M*_V"L/K*H/O50..)N/R"Q#G\^*DXWEL'/+>^;KHX'R9OT'$;&6TN;J) GVN M^A,_4+1 'E_+7[CO)WV/=J/^]$/DIGT@E7^Y?CD\.3H^/#7XOCDE],/ MOQVF/M\W:ZY?L^Z/HOR#7+!],.C1O[PJP/UQ%H\,+U:I"@3+>=D.S.Q(YBP)M M&:S&%:GXC#[?XFO3_:(IZ+ F>+V)\Y_=C*1X^WM? CUU\H_LI(VU&VIU$VK4X M)38'G=?BE5@>+L>)-19I.L7QV>A>Q$3_N3[W?EVX?'1G0.7?)@,JS!H!94G. MD)PA.4/R+D'RK9K\.,52OOA!TMG*4/F.PCP(Q7$SK.+MKX/ZMF3U"X>X"*VS M$,A"H%T?0/>B.PRI^Z0V^94]+1NIE.3O-2+U2I.[(+N\8 M0#\ (R\T)F?-!+X)[_=G_:]PY@#Z[,\!IV^CB_:_&U>@Z W8&["4!-LN-G57K MCB!W?S#R]>?1X'O->CZI9#W(?9)&E^I"W&21%-^!^4,I)QFX,W OB?=%IX&[M>RBSW(0^O&T)?9]32A]>#]+^IOOZ2P.4S6X+MY5M1W7=2HXD&K@'_9U![]N M&K7Y%GO7G MR^' >I<@;FU^Y68@#?A^N!E,1M>,KAE=- Q==7W.$>SO/<%>#X?I/;Y]^^L_W M'_/)[8RS]\!9E7&V0UKLEA[=[ODONC?18INVTFM28W]-PYCHKY-A9&#-P)J! MM1N8L61@/=Q*9-6? AU7]S\!]V]%@N"9437[6XI?)"#*@9D#-@-H-],@Y"2_& M4_QYW)^T0/##E-^K>[I)YJU&UY]K;\?#;K0>C/W]SK'"*LS2LE'DPR=]-K832 MR"H_\<_^7C? 5D*=J;H;D#,D9DCN"-CDI88&D!.>#3KE6G\>7@WZ$X7YRTM8W MF+<>0'XW'53Q>QQ41. TJ#M G$$W@VX&W6[@2??S#CJP2/=3#^*]OCVV%D M5,VHN]SCP#"C;H=0E6\JC/+_N]\MGZ:A"_G[X]PVB&T0RCW4*(#F[9#]S* M#6[6\5,]6I]Y?W;S_@R;&3227!9H_+-,>_TT]4IM?NX-(#W<$WL).X7E*FS"E MW,_]*?+,]?9>6:O,139AE7NZ;Q@CK::G^V2*1>42B1;H;+E(R_>7[=S)$;2F M?@L^F#:[?*)]Q/('\4BWS6=C.U\ <.^Y0;*%F>]_.SM^=WSX\?C]V0JUD]F*_M-#MXH;9BRU^R[YN+=6 #/]3=;'6D:E]-F5R0GK=?C>++[*-S?UOUB]Y8%SK MOJO+PE]9G[]CIP]WQ1T)]5/']>OIRN(")D-CM=[3U)HJI(TJ-M6*T@B2DA0'MG"X'47<>C*.7%UY=S!Y%8+1\Q_C[(9(S9Z^K/U^[.,"$#?\;.83)T'S[#? W M?8U?]JHR5:\;7>_/[G_ 7SAY'=Z#^(]W];?I-"<*W, ^/W,79GB+DY?>A/;S MV] "M^]"1<9X"[.Z0?^:MF2NWJ>/^^/]6&? V.,EA%P[$YBGNY73C0R2 MOOG+&_RF>U-2;C&2LRCY_87QPX+ LL 0/]@C8AJ+A+UG8I4:Y_W04;S;#ZD]E-*)4/MA%5:(-'GR6S'Y9X/N X/N MKI/B,11^TZ<32Y99J'=?V]3_TYNW$]"]$1F^JY/-C64]POKR[/?_6F8][XG27\ M=L]_!2&*+1*VSNBCX?#^%NA&QF[GX5LQIJ,-5G(9L+O[/S;M6@? R#AY:._[M(%=:F7XG3C3?$.(%:H:NSYMBB#;]DBHX?M6]E.I9O*WZMC=.>>?%'QY*XGOJ MC<\8]&.#^G-UM=\?]'\9ZN8X0Y/L^,MG15 @!!I@/76 6BF A(* @!1VWG+N M+'E3-$^Y&GU,!_:./FM##-88 L>H!A0'!+3R A!F%8:*(@SMFZ*O+ ^*$QC7X MHO7E?





#/_3V\|0?Z, /O?T\|0KBTW*^Q0KNNRM]>5DZQ?Y^E7%][N18Z_; M+"]H="/MO M+*O^X%5_8KF_,>NHD"HD835@L@Y"R
:BM$JC]C66C:)Q21M1DD\@1/: KB+X M8BVH4 S66 7:"*SZ MH0WV0/V;C*&XC!:D"[;Y*MF!5[$T/T(XM$FASKA1RBN0%5$D(-05,+H WCL! M-
=OF^%CCDMHX=LK^S2%/?B;=@ 9[H*1SSF(V.;:HC!R@:/SRI?VHL_%49!42 M-RI569=,,CJ"3"4U.FH/P73%PXM.*<:"WM>MDT[JL=5;+ D[J,G/I!O08
^4 M="(2!6D0K,,,:&7SSQS5YJY%&7V.PBFZ3KI2A+!RFY/K6SHL1^_KKNSB9C4>F1EQY9]3S8K'J>"*QZ'FQ6/4^$ MPVDLJYY5SZIGU;/J#TSU)
[80K16&K,B!STH!IJ0@!!' 2.L$:;)!;M2T]AX+ M5:N T+7GY.Z"7B4(T)#6@-(V@Z"2D9 FHF$#>*Z^#ZB/MZW@(JIF>3$\>;*;G M;>B9
IDB(EA378O@9844E81*+FHI6U@O-ZX,O$\JV?'0L_,_'1/T@2EJ7+>K MCZ7W5YU4FE9C^=OYG6/4\V*QZG@BL>AYL5CU/A$-J
M+*N>5<^J9]6SZ@],]2>V>)V-2C%H!1@3 9*5$)S/4)*1FDB;K.HVT\^Z!>G+ M);HGL[)^U*OYMEZ_/VW;=6KGGC
MC]G)@\WLO%7BF2BZV"@;/E(%5&@@B)+ :Y36)FUH<^.OS\0S9N=IRHG9.:#! MYFB3)P*K?
FB#/5"/R85L7%$1@K(!4*0$,>8"J;D].N3F$XFXS50I]I@.7$[; MKN-UGYRH(TQZ>MJ^6TS2>3>EEFRC!BXJ]DS9,V75\V"SZGDBL.IYL%GU/!$.
MI[&L>E8]JYY5SZIGU;/J6?6L>E8]JYY5SZKG?>;[[C-+'XW.U8,1E &]M1 2 M$4A*) (5I>U&4_V4RFR\FJT_/NVZEY>KY+"\H+ND97?S[TV+^ MX5?
[<&_G+^:S[CT7\^ET,GMW]<3_F$\++?JZ'RI8OO"30DW:V7:)H(-DWSR9+SKYA@\3Q.L?K MK'H>;%8]3P16/0\VJYXG
JN>!YM5SQ.!53_4P6;5\T1@U0]ML%GU/!%8]4,; M[,/85+ZM['JGW_FW>NP/5YVUUTUL*TAC5 IT+1(0HX?HBP;I:@U92&GE1@W# M^UQ?
=GTC^^L-[%_M^>UF UOJL3,G=1 M!01O&J!MK!"R5A"U2-DU0@N!?93]84 ?$Z"YUD\O@=CSY?(\SC*-YG5$_SAO MTW^TI'S>=#"AY?A?
T^)/E]S\^NN,5MWCOQ2^XCPE-J%';$)W'W.D()V/&72H MOL4YM\A\8]7=D]\(K#J!S38 MA^'UG/S"08R^V(0)7!;-8\I904@E@M-!DBSDD]TXGB1CS-
8%#\VGLH"Q2D@! M T34S>_2E%TM6_:R;E?]5Z(Y)8>+%V^9P!YL]K\/QO(1.LF!"T)EJBWY5@123 1V2)UN;W[59G.,^]PONQ?-2X:3* M;[#GQ0P^2
:SYW7B$X%5/Z#!9L]K-VM>1%ZAT1"ELH F.4C51)"%0O5:Q:Q] M'PF+['D=F.?%%=!Z,>7K>=V"E265II(/9S1;QFZ>L=GK36BI33!:?/[PC\S9
M:K2<3R=E=#6&@S*,W^X.=ICOU7L72=="#VLZ,5V8+DP7I@O3A>ER1'0YL4,6 M2DOG)5D(2AA 41R$@@C%A*Q,PBJ2Z2/]
[TGYV_ERM3X&]7;^I)1)]QGB]%6< ME.>SI_%LLHK3-^_C@M81S=.O IK7W8FK96OH&UI\G&2ZB-]?4YZ_FZU?91W* M]W6>,(R5WV+.
('.:.+IQ'1ANG",^>T8TUEGLG(& M3*X:,-O8HLT6-%JKA=(.4U&ECR0[CC&9T\QIYC1[@>P%,EV8+D=.EQ/S @M1
M*=9[P)*:%U@R0I1>0K#%EU2CR$GWD?#'7N")<_H0BAH>2"KF;UN"GR\Z),VG MY0ZFX8[2:]TWS M_:>MF<^;>V:@!I1LC!:-
!Z52!"01(*72K&BNU65'-5.^;D"%#A)=SN!E5H!1 M$;374&#(A8115X\W9\R_ORC3^^.ZVNGS69Z>ERYW?K[H/M"3U46=W]A&Y;?J M_/9E)M&.G="
[LI/7)MR16TJF,]-YH'0^^?-32-$J01*4;T$4)A^;(=#M.UFT M(]\B*]RH&>0QRV =@I8BM>>H"*$[]QZLR=E77Y2[N6;0#JW![0Y8>>7&6F[Q MD-
6AF@4^!,_V@>W#$7KO3JGBM1"@@NPJNV&!Y(V"*JM5'E%:VCCOJEQC=$_) M)DOJJI,$"%IYL#ECRE4ALW*!V4]Z[&SLNQMWYXH&;_G?G,?
#X>/FN)4J@H MP2G*@-$V/E,A,%IZH8(M56SR&5%0)@+KM6G/21)B5!:,2E.;:RUIZ02*@6E MY-
B>$YH%236#1:%J+=IHU/NV!K;="ED3R4M)%AWB".%IO+[BH)P& T)!$SA-B '4Q!++1O M7']C<45+-<9MEM<_5%"S^\Y\9CX?#Y^KU2)7]&!538"9
OAB#$BOV_=51TP; MFY7-_:9D4Z.RH>9.UXS@O0B-?RC1UEB+.&P^2R"P06F,].9Z<+49HA46;%'1YN#;GSH!YI!L*PG_CIGW-\[TMS8$VOLK:?T052
V./ #[W]//$'.O!#;S]/_($._-#;SQ-_ MH_,_]/;SQ!_HP)]V^WF#@AFR?88<8O&[/NG1GMT;\ MY_F,KBZ,T'RN<[M'R?9-KH,]ULGW+75G[JLQ/H;ND@@E
'W(D&*,X"1I*8I MK.+ZJI!)VUNVX*,I'L[ED&:RH!)AL@ M"J$AB""-R$EFE?=M"FYY5P3B.&@[.)O U0S9.+!Q.#J_O:5:T 8ZL#E%0A M2F6 =*J2&,
G44(%@4$5U+)W2UO9N^P_M9%$4J.4;#G MSIX[PYGA?*AP3D4988J!DG*#,\D$ONKV78PF%"OL#9ZTE4$EXR5(TUB.OB(D M(2M8J5&([M:)9
\:SE+*L9&[OH.3T&>-==TE<,>PJ")Q[*T8 MG$G@-16V#6P;CLYMST4V5SM72+Z[(ME%#3XU="LCJ\G.(]+&_1 FDRE6>FC_ M-%;G%,"CE&\['
N2:TJ08' MQ@D#J+R&:'3SIJ73EG02#<\;:RJJ.= JV?;(G)K+K0QX2A)DQER*TL*EPU[P M=G*LM6$R,YF9S$SF R5SMC7['!&"EQI08R-
SE0:RDL8DW_[:W6_\:S)[BE8C MR?:@U"V+H&QDC@:T+=(4([MG'329F]L^-Q^GO@\|-Q^GO@\|-Q^ MGOB#'?BAMY\G_D '?NCMYXD_T($?
>OMYX@]TX$^[_=LN3;1NV&16VN>XV*2\ M3ZVBR][J1'+Q(E^_JOA^-W+L=9OE!:UNN;G"B0:WWMT\SHW+>P[V06"I5TT M3P16/0\VJYXG
JN>!YM5SQ-A_XUEU1^\ZD\L]U>I*%!0 A)8 %T6$'1 B#Z5 MJG3266Z4#RU)"8>(((WJRH=: 5%*!=:@]1ESI1JNY_Z^6LS;Q_FO^7+94_XN
MNC&BVU[R[J F/Y-N0(/-_@U/!%;]T 9[H/Z-$)B*#MT)TD" ,3@(&#QX(3': MZ(25^KI_4REIYV,%'85JSZFU/2?:]F.6WMI<, KV;XYI\C/I!C38 R6=#+:+
MOAS49"V@=@3)J0PR.2VL+<$:NU&H*ANO@ZM MKL\PL4([24$.$I&QM1 &>76 M22?56%MDTC'I>+"9=+
<@G1.YJZ$G06A=NWL."'PU!K2A%+.WJ?J-2B+&1Q&B M="6,OMUBGZ3@G?[]GR3DIZI8#\M-\T3IY M-LKGBP7-\J?1:A%GRVGLIN2_IL6?+D?
LZZ_3)H7Q:$8K-E@#URPO/?+2(ZN> M!YM5SQ.!5<^#S:KGB7 XC675L^I9]:QZ5OV!J9[OHGG0PG>UR6;4"=#5KH1V M\A"2Z2Z.I)BMJD+0QA:?
=]4%%1"TZ*XRTR&#]SE D#DHT64SI(UDAI>K][3X M56W*Y^O3DY=+AD\O5PS?=@N&%Q_PR:R_;)\^.]Q,NN6S5LW+">S=_.%UV)
M5UI,YN4%K5[6M_&7WB^J&0>UQ5*NNU&GQ[#C2>RA IT:5^P5 1? M&IZ+3AAJCL%NWB=VGX0T9OC^U$#-_B]<';^8W\YOY_7!^4VP>-
X4,6AYL5CU/A(-J+*N>5<^J9]6SZ@],];Q_J#ESFEE]>JPV#;>"&G+;\"$@!@/! M&(34?M1>UUSU1GW?/M,-F=7,:F;U0%C-T?2)3P16_8
&FSVTG7AH42=5C$.(M)846&3S9I$WJ23KO MYM:2;>(1J^L(;")[PB<^$5CU QIL5CU/!%;]T :;5<\3@54_M,%FU?-$8-4/
M;:!9]3P16/5#&VQ6/4\$5OW0!IOWM7>RKXW)8$;KP?B: 2L9*DJ""4%#"5C M<;&/(EE_FD9Y07%)/RWF'WZUY_=V_F(^Z]YO,9].)[-W
M5T_XC_FTT**O.][\"V%HNH,+9ALQGYO-!\]G5$%0U 92,WR M%<[VQUFFT;R.Z!_G;?:/EI3/FPPFM!S_QNV: M,UIUC_^2>,=92FQ!C]B"
[MZB68>Y1@&IT1X04X*810!A425C3'69-LXZ^9); M6)(A&]6>0U9"B"1!J"!)5>T3U>L6[29S*UR49_SM.SZEUU_HO?9FK
MDZJ'SBL\S+]#XA^OZY[X1#VBP#\/K.?EU@^JS34E6"$I)0$41@F^^4RY6
MEI1T#;1Y7JG8FIS2H+IE!B0T$(*P8(W,WA4G2\E;]K)N5_XZB%/RMWCIEA', M"#X]!(>8465!+;S5!;!8"RDKA!Q;Z)JZ';/-
HAXE*>0:11[3EH!40I54,P MVO:,7*F&@T"P-(Q@1C CF&-?CGU9]3S8['@=CN.5+6% X4!+38 Z$P1"#ZX* MIZT5)BK?
1S6U_<2^O"W.CA+:Y_U8LG7TQI27%)I(OEP1K/E^H)9MGJ]"2VU M"4:+SQ_^D3E;C9;SZ:2,KL9P4';QV]W!_O*]>N\BX5KH84TGI@O3A>G"=&&Z
M,%V.B"XG=L!"F.J2(X)4K074/K4HW#A(&%+QVEEM7!^I?U^JC"_?SI^4,ND^ M0YR^BI/R?/8TGDU6S M]:NL(_F>SF:XL0^XO="=,
LR@M2Q\9=AQB,J89TXQI=@+9"62Z,%V.FRXG MY@3ZVMU[:AU4+RN@4 *"%!I,D#JEZ@S)T$>V'SN!IXUIKF;X+8_@YXO>2/-I MN8-9^"%.U]4-
XVKTALY6]"'18J3%>*2$TFPOMZ1,]4AUTBSS\S2E/5K,^R;X M_M/63.?-/3-0XVES$"'G $86 5AJ@5",!FM-P52J"6ICDS[*4J7M'I[(&HG M(-
IBH*JH=;16RUIN3)5_?U&;]\=UC=/GLSP]+UW2_'S1?: GJXOBOK&-RF\5 M]^WK^G"T8RW]KHSDM0EWY&:2Z3C$X(,58"))G :^&AA.2#=>B1-
DJ[(3FGLLQ0 MC+"-UR% Q6'70?);& MCP-NL2XGTYGIS'0^.3J?_.J*D:%2E0I4"LU;]RE E#I 3:1=S57GLK%1+9-S MD7)IWGK5@$5G"#IU9^JR,-
&D$L21K*Y(.W;!#<\J\.(*FP6WLEP9C@SG!G.]\@KK)U M>WZ726(!US< YNHZO[A+M)?";1;_457$A*H!76)[#N:&:>LZYUD:*TF'%/:^ MUO$-
YUFA'TNQQ6L!3YG/5PGX[=]NL-;?WD(IZMJ,OD-+OBCR=OC]\OX/:.^^ MFG6G]=4[-O+M>QK%W!4+CK-/35BCV7S5/FU@L+E:C>1VM
MWM.2.O6O3X[$%951G:&KY[3/U?WY\F/]'TQFA7YY#/K[.J5?H$P6M*;G MXS9SSS_,OB^3Y=DT?GK<_?7[LU@ZR']U$&ER\KR@:5Q-
/E(CZR]=^]MK/OX,V5]N::SE48G5_J^;00NOW;# M]?[ST:?+CSR9-4/9WGO5I/LXGJ_FW__Z#ZTS+WZ]'MV+ U"QMA8]CM.?XZ?E
M]]_]Z?,\N'SEJZ%;ZW4]3%\-_<80]CM2._+3>Q;2E_'9/0+O?3CL/E/SU9/7 M;UZ^>#-Z^O+UJY>OG[Q]_O+%Z,F+9Z,W?_WAS?-GSY^\|?
O[CF[T;A9WVR-.O MC>2;SZ:QLZ+KPZ:7ON^__#^OI/M^=.$##ZN+?IHO.H]B]*+Q:/27]NOWR]&/ MC2=E\[PA-G?DAE_KH^FPW^N?
BP=TK_>X.XL\R;^]'_Y\UGIL?KYLO;'\XTDT M_C>;^M=9;.%@4\|NV]F'M;B'+[F.FZX9\.ZC7%CH2V/9?8+.=K8/W#T07*M]?O%4+81^)?
[YZ0AN>:3Q;TN,E-0>^$>BJY>NEAHO7_N[ZR>F/ MD^4D3:8-1H^OGO_]#6>B+][./4+4__RU8;]LZ(5E_]-O/6\G3S&/-.[FG>0C M87?
4)*-.K$GV43BU)KE'XM2:%!Y95*?5)!ZE8VC2MD:IWZ(A-[H(FV[%]<^Z MCWVKNZZ7];AS-93FMAG3_>7?OE/?
_7[3]UTIJ^<8\)9Q\89BKG\P_GTVX_<:VGEZOW MM+BP4O,/[0W>TVPY^4CKWSR?Y?D'&OWAO^;+Y3?/H['@6' LN!LBK/GJLTNX
M6,YGRPLS=GVCGC7%FF)-W;+O?IW&?6FK+G*YV3%D3;&F[FVG6#Q;N2L@MSZH MF>*N/U= <\H7^;H2;XJ8!='^O9]M\
[!GNCC6W:Z:AB:R*N*X+Q"0*LJ>,P% MC \B626DC7ZCU&AU5F%2X$U6@"4V]H4@0!'F9)0MIBM_=\ '^M87!:#<\7&^
MT[A.A]',:!XDFD^^CITR4O8L7%@XW!T?GOP%$4H"F)- M$1IHFP].QH-)5@C,6J>X48B#3'=IBW" P;;GJ/9="$F EK8]23B3R\;MF ?E MMZNQ+YI-?
M5!%&&)^* ;0^ QIIP8?V75)"143IA-FH-EU-5^FTF8)DL?GIVCXZBKCYJD#;J;DT=]\WJ;Q4W]6ZL!KCR
MS8X[PYGA?"QP3B5)$9*&FIWO=B<=M)^H_:@TE:)JT!N.M$3O+5($K:-MCG0H MT&@=(2:*T5:7B\@'#6N%<1NWE<=**I%$(-
/EFLB<()347:TE%34'&M/!7ZBEG1T[R5N1.\FSOWMY MK6^6TSKL//O;%DOZ M^_,=^*&WGR?^0 =^Z.WGB3_0@1]Z^WGB#W3@A]Y^GO@#'?
BAMY\G_D '?NCM MYXD_T($_[?9ONSS1NF'=E9VSU<4FY7WJ%5WVUOI^LO6+?/VJXOO=R+'7;987 MM+KEY@HG&MQZ=_,X-
R[O.=@'@:5>-0$\$5CU/-BL>IX(PU/]#>'(LNSL%L_V#FKRGQKIV$-@#X%U MPQX">P@/]Q"B(VN%;7Z!50$0HX" UC6['[2K 4/0=-U#R))B#C%"
<(;:E4*7D MY'72&:,U^D9'3]H :AO!BXS@,VI?=$@%MQ\+H1BC8M(QZ7BPF72W(9W6HB9C M/92N8A Z42&4D, ()&.,#U*6C6M7%"8,Q4
F;0%E[%:*; +R%&K)L6JKMDXZ MAV,9+)-NF^>9.3'GE@/RTWS1.GDVRN>+!\X,;;]_N?"*SZ 0TVJYXGPDFJGK?D3I,5A]8IK!N>(MPIK!MV+@Y^
MV?/D;]_(024L48//)+L-K^:8ZRD.*5U7+YT@QG.##\] MAEV=A'HM5!,?7W4;K%0NZ#4A3C8"T;M)2_M
M52>>IMY8_G:^7'UHOUQR)AJ;V>/>+^.X4U@T[%[R$N^\E7!5*%5$$(%6[)=RJP4NGH**S)@?IL[';S$3K
MEF4OEZ6>S,KZ4:_FR]6"5I,%=2M4/]",6D->3>-L^>3SNE7/NVQJBW?9'_E2 M+;/Z2$:=67WJK-9D3=+) I(@P(H1O-<(,1<*U8CD3-
YFQAFSFEE]#*SF>)3C M48Y'V<=A'^?X?!S;G8N*P4))P%=5VI/V-A<'ND3U515V?!Q^DPI8A_GP'V< M;9>TND^FT!&F
CUMWRTFZ;R;6TNVB4>LKB.PB9P)<.(3@54_H,%FU?-$.$G5 M\[K1:;+BT#J%=<-3A#N%=<.Z8=VP;C@Z.ST%<'2V_XG JA_08!_&[N3.=PNK
M"5JC0<@>,Z#6 KPC@II5*)H((V[L%MZE7LS9=2LM5\]G M>4%Q2<_HXM^?%O,/O]I->3M_,9]U[[F83Z>3V;NK)_['?%IHT=>%-W(L--_L
MQ:CDP694WNJV5B&-KPHAH2R 655((1D06%3RJ(6U&R5G[Y)8P:@\+O5LNP3+ M0/(HGDV6G$?!)HEC=H[96?
4\V*QZG@B#5SWO:YTF*PZM4U@W/$6X4U@WK!O6 M#>N&H[/34P!'9_N?"*SZ 0WV86P.GOPI[R**I5@0,!4"%*%"-(I Q$ Z%%%U
M>%#>QM4I[^L;DE]O1/YJYV8W&Y$JC(6PI[03R>5K&-_,Z-,#M(W68 T23+$" MD Q"*+[QNO&K:J^#LQN76]ZG# <#^I@
S;4W^JF]$<_.J(Q:FZ:CU9<[JSA] MA&TB+U7P4@6KG@>;5<\3@57/@\WQ[W[B7Y(J&Z4,>$D)T(@"T4D).2952R1! MQ5^/?
[WP*$5!H.A5=Y5"A(BQ1<*!@LZE:D7NZ],2K^*G]16(IPI[!N#M_+. (%L*/_($M8X+.RR'XK!PE99>=A9? MT]GY(K^/2QK-Z^CGN%C$-KW9TAVQS([
TO'.^XE/!%;]@ :;5<\3@54_M,'F MJ'8W4:U(PJ!4@#6T"#57 TD[EVD$KEB3<8\--_FRVVMR[?S_[F(;X$!J7O MR%8*' >C.+3EM7A>BS]
(9@^J4U@W/$6X4U@WA^]E'($"V-M_D+=?8D6BJB!J M5;L:(H\N@()(]KL$:43#TVZ86^?O?W#HR][+>RUL-?"7@M[+*-
OZT,P;]EH.RFOA@C>];#3^,)^5T7LJ[VC4Z-0> M%;M9QN;NB&5V!.:.-^)/?"*PZ@QK/)*DX[Q_T_.K_][1>W
MO:]+>3&,M>!K>1F*O$Y^4"@=5*>P;GB*<*>P;MBY8"?\NA.NK Y=N4>P%C.@ MDAY"1@D"R61O!46A>\U282?
\N'5R:E!D9X*="=8-.Q/L3#S1YG>5W A?YQ/EE]&BTI MGR_:)*?E>#2C5?>7!:TF"^HDP/9IX+IC^W07^^14":*(#-)1!;3>09G&02?4E?
R!HT/SCOMPD,R>[;D9]WN.(D9>W52+AYRH[""H(FU\+6DI V"A!8$L7;(,":H@%]#> C:4C6 MJ.Q15:G]05!8BK$T)[4,RQCFS=TCV,?D3AF ;@Z?ED>@
'9?'N:^.(D8E0/G MA&Q!9!(0R280,E>?3,K&RX=DINW7?3%C].R^L/O"[LMAPGM0G7)JNCE\6AZ! M MA]>9#[$K00SDD#-
M4NU\!F",)EJ*K$'&W$%#;_:01+O;)H)_19"7]>F:'VM[V5'3\@@4P([,PS*I@M1(
MJ8*QO@!FV]R3FAP(2M[46(S>/,>VC:IB[,@<54X55QB[J6_7,Q92=\]BEU!U M1K,EWU.W3=\QM>E&B\]->63.5J/E?#HIHZL194?J;MUVD2PI-'?
<$-1W5S/W M;;T-RD<]$OP<:!+.;2@TJ.G$=&&Z;(4N)U9I%+/V4M86I ;98E8C)/B0!637 MXE*5L*+MI0+6;>+6-
^_C@M8>_].O'/[777WA96OH&UI\G&2Z.#;TFO+\W6S] M*NL31#W%MCJ,@]UB;,N<^!98X1N$890B<9B_IL.C.7M*0 MU,=>$GM)V_"2LBRA>2890I
)L'15M%5)(+)0CD0*H=@^ZCBQEW3B7A(7A?K6 MYN[/%[V1YM-R![OP0YRNKTR,J]$;.EO1AT2+D1;CD1(*V6!N29GJD>JD6>;G M:4I[-
)GWS3'\IZW9SIM[9]#6LT8E41H!*9)IUK,Z2"Y&0*5##-7%E#9R=X4. M$EW.X&56@%$11(L*#+F0,.KJ\>:;@-XW<-!B^>/ZXM3GLSP]+UT]Q/FB^T!/
M5JO%))VO8AN5M_,7\UGWIHOY=-H>\KP;$%JN>KLCV(Z=V.(=0;\[X8[<3#*= MFV*YGKEQEINL6+@H9H%/M#*]H'MPQ%Z[]D9S#J7QE[;

M?/8L$((V!!0I55+6-!I?Y[5RC=$!)9@LJ3U'A?88-U971$HJH5)02FX>?@D%4JJY/4>H6HLV&O6^ MK<$MKR2R8XEJ>%:!%U?
8/+!Y.$+G'8UU@;P&DVNW-9H+^)2:+R\;P\EH1[11 MGSU@08O-97>5!& P&I+HX[\YGY?#Q\ M=EE5*JX!N73'8Z@!-[KHH:!)*7L5A,8_E&AK
MK$4<-I^ED./@MGB?!M.9Z^5#HW#QGB6/4IS8T]L<;RE.;&GEAC>4IS8T^LL?^?O3=O;B.Y]D3_?Y^B0C.>Z8Y \N:^ M2/-N!%O=[:N9=DO3DGW??
XY<2=@@P%L%2*(__3N950!!@J1("@1!,L.V3 "U MY'*6WSEYEDK2SWRRU<5?Z:9*A[K+=;*5I.MDG^5D*TG7R3ZSR5:2KI-]9I.M
M)%TG^\PF6TFZ3O:93;:2=)WL,YML)>EG/MD[U]'W*>'D:QW]V]?1_SGZH8P^ M*67T:]9]9_8OUZTVH%EENKF@M-.
<(>.419P%@YSR"?'$M;,VKW.=,LE] G;696(Y]1GILKE*I=?H%Q^ M]N7=#(^1XJ20)SE[V1",C*$144N#$,)1'J&:IF>&*(G0G.O34!46QB;G,2D-.
MOCUCE >GM1$;C;6I=RPJJE&0#+]E08D-6%(,"Q(\B;RA!];4G^K;#Y1@-EW M5IAY7T1TQ>Q5,E?)_#0D,P^!.I#-
*,F4*P!QAW3""7D9!?/!>"J\E,V6PU<,M*^6JD^8O3!]634A5#50Q/#*_C))6CT2(@0Q"Z/&(0ND(C)1F3E++H M+=_PI$23/ T)"4PQ8'Q%D0U!P-
TR6FN3,7;?&Q!B@.Q"X9%$$68X>D$=JD!*#8LLN2.48BI141,>89XH10Y$"$(X:E
M,88+H.A';^5]HV06=,2DJ&*YBN4JEJM8WDNQ;+G)\7V(8)N=U3XAEY1"D5LI MA- VN(VF4EI@2P5<3FBYQW@ V9PC39,VT5BMK-]KL0R
V8B1854R[R*<_@&* MY^QW./VM%OCM[3N.H[3;OPY-F.@]I/XXE,U[I:0<[/W0BQME2=0)83*]76S*]=70JA<7S>[?;.7ZO>?Z9Q;ZJW-
A(<<<(I09Q!UQ2'-A$(LZ26*Q=)89=#?S^T,QC.;[.NVU:M3R)'E).'"]Y]4=1?1=T+ MVNP*<"HA5*Y_:9O]0@%.C)9(#SC%JZ 1#RXAK4)
%IMD)+-1JXUB "8%0#_6 M(4I)+IJK,-)66:2P%D[8B*W:J-I2 4W\5=2]HLU^HJ'-<>4:Q1BHE ;8< MQ\@P%1
A6#&I!&9JHTXAHTX0PG-.O0=;3E*%7,0<@=D72*+4)OKPMAQC(TE4 ME715TM7-KI+N-K6R21)&)HFT(!&D%H@[9V-"DE(A573>F(U2? #:O
P*X!\% MF/4 MGS7SUDZ[B2V<-@&J'S73.*^ZZ85S9W4S5C=CY?JZV97K*R%4KJ^;7;F^$L+^ M3+9R?
>7ZRO65ZRO7[QG7/S.?,U>.:!P="EIRQ#U)R$D27H#W64?&-2,EH MM=".#KZZ3]E5 MUP_PMMU%N)=JJX
MZ4DS52TN]2A!5!\RJP"OVO"/13<_@2]KV%15\;US\QY32-G2CF.L,$2<1H<,C):9)0*.)G(M@Q /&3:5'=*#B^YP&LI5'V;=O(WS<1NSM^ZG.
(TPD0\3.^T.5SZ\NSNL.UAS M^.L;GNOJM:ZBLVYV%9VW*ET5B& 6Y]J; FARTS=)R#J"48\O86_VK%;9)+JJHIZX4Q5@6D%II7K
MZV97KJ^$4+F^;G;E^DH(^S/9RO65ZRO75ZZO7%^YOG)]Y?K*]97K*]=7KJ]< M7X^9[]TSVWK%,;=(4\H05RXAQSE'RE+B+0TA.?8]?
=9.N^GKOXRGLW8\/WN7 MES5V\W=3WT;;Q9]C__^_MK.3"^=PGV:_SZ;YG>UL,AE/CY8W_L=L$F*[M?Y% M(\%J]Z(J*NMF5U%Y&U%)@E.>VX T-
P9Q$2/2#$<4&%4:>V&4V.B^>Y>(G"HJ MGQ;W/'2-HA<2@?/SN*L1.%4E59N]VNR5Z^MF5ZZOA%"YOFYVY?I*")7KZV97 MKJ^$4+G^I6YVY?
I*")7K7]IF5ZZOA%"Y_J5M]GX<*]^6[6\X>;YNQ7Y8+M:C M'F,S)0D1@2.JE$3<,XX,U@E)A;U3D4;A_?=$_"P+2UP^REX_PKYPYK>C(VPZ
M(N)959&X2!FW)\,?JX!^PKM>!?1S%]"*BD2\MDBY",(6_D0F^HBB]EQ3XB7& M&U5F[U/YIPKHIR2@:[V?K1AB[[IN8:<^-K/4Q/]: /DW7?0+X(-
Q['N=Y5_. MJUQ57?F$&?#%Z\J=ZRZM#!9<:03_8C 4'!@7UD5DB!/26.^E#1NZRW!I");(M&Z(15V":6.T2V">161%%DM%?UET?
YS/_S\S+,:RWYOR;G2PB+%?Y95N*B2GR MG+12=>=4";A/$K Z<9\Y(52N?T&;O1^XY]G[")1P0L+!GZ2 G$NP<:S :- MG%+2,6&EVFBG@"-
+3#GDJ8B(:ZZ0C<0CK%0D(9DH.7U@G'6[6K]L9+1X3I"K M>FJK%*Y2^/E)8<:P-XZ#,&4:K%T3-3*!,P26+F>4&()V9#",?A M4/1.0>2 M.]_C(EC(-
"B3DM/$;!RE/8X4KC*XRN J@ZO]6^W?RO5ULRORVB?D18Q**9]R M>V< 1;%HD)-$H<"UP<$H+RW=1CO!Q[)_C:G8JV*O*H4K]JK8JW)]W>R*O?8'
M>S%F?!3&("EQ0IQKCJSP"OFHF".&1A_D-N(3*_;:.^Q52YYM19G_$4\7K3^V M'8QHEH!53DYF^4U [U7W/6%>J[KOV>N^:!U6A"&IF$+<>(Q(;
[8K!]PF 4.QY\3F GDB)N%466)(VP]9)RPP)@ MK>^)?=P3#*9&FE045E%8E<<5A5445KF^;G;E^DH(E>OK9E?;Z_'\WU)0XH-' MRDJ-.#8$.
<$]8E%HXIPT(F[FG=TA[FY/;"\]@O6JME>UO6X24K"F^9?_]Q5] M]51ARLX55EV4RC?[+RV? =4'/-=.$;[P$UB!A$K..*.6F0UA;\DKV
P^QED5.5+E6Z5.E2I4N5+E6Z M/"'I\LQ*!U.%@S1!(*J(19P*C'1@%C&>DHW>$$/B-DK:W<8L_WALVU@LFK=K M!LT?N6!X!Q/]&-O/8Q_[?
+0_HI\=3SW:N<+D5*5+E2[5QORVC>FC"C1ZAI2@$G&B/#*!4!13\DHQ MSVD^POW^LG'5QJQRNLKI*JN'1Y9BC01DDI#@%YZ@GB46ED MF;:
(:4\D8U*X9+=1P*ZBP&^F?K((N1#LK,T#.ISW/>HM[,IU/>JW51"/RQ$C>E=*\A+! M/7$U6:5SE>)!X8E62C>"*/2E%// H"2Y#7QB"G0D+*8.Z5
M4#8I\=CR^F8/UTA1,Z+X!0KJBM^K?*[R^>G(9Z(3U2X"+%: HGFB%ADC-*)! M)\4UU$C!,J1,5MD!M9$'LEGXG0(\,?L-AM
ME$0]Q3@BP#\9Y$U#)%88)(E[4!<4K9Z .@ M]<000'J/#',1N>2QL,(%@Y^(=X7(D3+JY6F%ZERIZJ&JAR<(WG$ T"XXS0W) M05P; 5(W B1/FB?"2-
3:LLOB&B1\X)ICI%(<4V51,8+ A\IX';&69#XL<7U M-YPK1-&1>HE>\ K?JWRN\OGIR.>0 SYE!.$JDT><.P.HF$A$I:59;CLL-PXK M52 4A'A"U@6%."$
QID42#L9J3/)V2CW6CXK,6*25^%Q4-9KX-S%R?1- M&'>G$WOV.O_ZYM2&S !K21KC?F1#.D/_14YG&:>SY0O+K2A.PYO365?24EZW
M<6+GX\\1J.YKGC_6* +_>4I 1^JTENWZ'SB7FO1W%&SMV,W7*"X0).S#\ MF[?K>)46,@QY/ 4A N^>VW;^VB[FLS<7?X#%
[+\NN]LGA]@$,WIM)U_L6??F MU;^MZ&!X\G+K"F&7;5K;^HTMW.Y./4U&.M^?AYSB]U'B1N+,?4CS@VV[V;1K MWL[:TUE;,LL:.PW-
QX7KQF%LVW'L+@F87:Q(4?C3V3QV?Y_/_@[#+=E@=A[# MW]-X:J<>YO1W8)%Y/(G3QUR_W_,8F_D,%O!\C,VO98Q7G0_M='#P6_-Q6*1Y
MU_RPF%H ,3# 'Q]A2[^/D^^H_B\)P&\^>(4X?U^(MT\21ECX@XC$Q47HMXT:H!:?<\5RDTD>6"XC8@ P\!T4=30K>)K89:O&[G2_:
M^#Z]/XT]#W:OF@AH\12NF;>+H:CE>+J(X7!^VX']G0SJ?D #L. G:#+NYBA. M"D6418J9CVU01+G>R<.%"-_>K#\ MP=L1T#"(M3S+?
\9X"N.9K&#/H'#+:MPP^U?_3@Z6I+=&<_UK +?_Z=(#'U7> M_PQDU8Y/BYR?I>:K\$&91495T[Q&4JI=K%$16X-LL&N6\JWEPZX@\!4X8]38YF>
MF%]L&T&^K7\/ &0,"JM; R'-#S"\2;9//L?)V:B9'\?F?_PW32E^D]/B[?2L M?")O?FQ.V]GG<8A--SL]!G$']F[6R2'FD()1$Z>PL!%V<7I47C2/_GB:;>*F
MZS/INWX '6S!O/QEC\:3_+0T+T,%99]?_M=IUJ2]?NV:% $6PS..9F!B3[-T M+;>^;35-K.Y#E/DOZQH,XF0$I=0T(H$F %8L'S2=XZC"7!O@R>P7*
M[_]LQM/F,ZS";-%E7P'0^106;#&=EX69'[>SQ=%Q,YF52:RMV:CYQVP,(_D, MPX&W=F5(RP?,4LJ3;4XL7 +_@[G S+QMV[-
FMI@WW6GT8[@D+^<_8-V[E9#[MMTLT]^_? W1Z8OHF.UQ#5MFNW[;2QU9S&K5'7/AP^2G]=U)RCQ^Q<+Q'@5+M@"DRDGA6:&
M(.43,)GE!FD:+=(FZ7\?RX.8K3K#0G9_F77,4CE$OZC8([5T0)]VZJ7'CE M82$IV_SPZL^'AQ]>_5@&=KIHNX4%M3C_%E5\UH19GAS+"3P@PL-L63?
8D'\LIOU)2%FX MV:*]Y2[ET?8C*V^)1FF$Y:+NH:>B'K3-8=34.N3YH^R3 V\<;DL_Z?,)=]R M%FT+."H_Y/M5_UWM%S_4>B%]K9>#78]@'7&\
#GQKJ>2V>EX.MB,,$![5$BL M1^'?)D2@[(S<"P=-,^-,X"N_:'L,?EX"JYG"[G:=!02:2_\ M'4M7]0B>URTF/1O/5C9MX0!ON^,F369?
NA7]7I0(799161_&T&/P6S\K2[I+ MTB4;"%EH+&<""PR7A&R#@.&2'[E\^G(P:0&K4C@*OLA?ID4Q$?)77:7NA]:"
M@(C^[P*@7&QAIS:%WO]=RLLB0)?JJ4=1U[C.-RS78D."M349%[T%,_#'<%4S
MG!EW!\WRR+AHNDLVV_S8SIO>1.Z/F'OELB:Z1TO*Z9^\KHA@L/1@N/&MXU8JE#_):7!X4#'/S96$&OV3B+]K? MK@:"J8*9/QL/RQ',8W
M)W%^#+P&>[&%W[HXLHCD+WR#>'E(R%O'MT1OW,U^6[Z.2Z%ZK@GR\/P.2.O M#V&DSI31@L/A%UP$U_S@0IE_NQ)+X"[!H[;3K Q&Z0C-@
M^<%HBA+H(FAAV:3+VYIQ=GA_<_#O]= M8?
H5VV@PEKHU2)D%P8G])XB3Y3[WZK/K%B>GO;#I%6)*&5'."US+2CO;CB)OR'_,X[P\G=/3HW$.1>LW]4WSV4X6JW>$"*O8^Q=@I*!([-?UW0>S>5
] M^8>EO9!=_"PUZ\OW MEFO^.+CPI(^+DP+@X"T? MUPCCBN'51[U1>V[!+R7*A36Z8+_W7/J01TG?8>]>>\A;X,25;FS!
MK!4D(<)E1H3"YNABB83'E#C.C/0;Z7SW"A")7]9 MO9NN7[-TGE[GY+Z,/6\SE2V&E.AZK'33L1)[.L=*&1JO:YP+U'G-\='5W"2D M4TYXC;31%G&?&-
+)8L2"I-RRY*S9RJ'0#=QTF^.ARYQSFV%?;[7Q_$H\32@ MB0GE#^,M3K/L3&C^JW>L9;F?]7ZO5,X1TQK1? 20%VS6,3_-X/^:'U[]>OCQ
MIU<_@NKJ8)VOOO2OIP7(_S @H\./?UV%@.37(6Q&S:MW/2S\9+_F&))/LU.@ M-L7QCZ_@'7#'\LI7/P),/_\(T.5X\); D O6S:=84]]#U)R<47!$#V2GH(+/
ME5M!FF%U/C^@>2# :5B90^NOLB%D#9]A.VAL4*S9+"K.P Q;3F;MY0&X')ZQ M]J[UTZAE, AH]G;V>8!O_:G/%4,;/(#92;T\SALT>)M7-
NM]V*KLMUPY-U?/ MR7?;<5A_^\4EM)-N=NX]7<+P@KC75R,/KA]L[^+KP198+M]8U/57 Q,8,CPRY'0 3C/*O" R@^7%^"PKV#.6E0M?
%4C^(K%C9!404NX"O@\(+,.Q:2/@@ MX[KIS.5!7OAM#'HC,JW9/ON5[:-JML^3S?990M,KW+%WLH^^V_E[=TSY/ #D M+S:?PVY50R?
GC!04^=R;BX/UA(PB"E0N@,9HL#=ZLUSF+C5T#!>55;Z;5/U;9." MHK1:,("3P8:4.YL"$I*Y05N4Q$<1@]*/2T$5#ET!AQX4\S!C2>0X(A.)!X1<
MZDO:A+!S5JM$A3,;-<]V11(5\U3,\Q#*H_7^=\+$+S?@CEL'4>PXH_N WYS M@B4
@MG*M[T6C=HMR7ATR=?]\9>W38Z@.H+Q'W<7DE7R3T#^*:T?=_RTF$PB M_-7\/CMH",6C]4%QU'FU_>??JU.8GY"4<]A+G^#3UP
MDP<_C2Z7TNQ-37S#@YR1?FNB%18>6:O^/[&J '*@E5:>"0!LX'!*#VRPB0D03=K M'F@$C;R5Y+=%-\['*#!G-X1E?3MO]/+IYFT&6TM-
["HN@#^=N(!#WW>H7Z\N ML3T?_#TRQ*^J;/$D--QVLG\GUO\S1PF"C/N4:Q[RX]*D8#??GN[!?6_Y;CI MA]3^[Z?-X>
((V*PALK<%+Z6<^"&)T]X/9]]B[',0K(XJA+11-7ZI,-98]T-L M\Q&:/8KOT]]F\[7ZEOU5;;;7U@I= J")JTJ7B*Z7NGSW^Z_?:N=Q0Y7+71'' MGYK9%P
VW?'X=)6UE$,V;N2?4?/#J[4+^(9DY8[?P&86DK@U$>)14U8@U:?90#1+2HO=GUL AM?62I47:J6*;]5*!;!^?0?VG5GK M<,TDKW&)[2\YH_!C-
]PT/Q'M&%PL?;AU-DHGL/U0!=_&V<).;:C"[0VSG&W MTRPL^W3YLGMA?#2>9[#:7W/:SG(8<,'X,:?:MK,IH,TOMDTVIY27W-6S[/SJ M9=OF-
,8^8B%]/2T6)_H[_N:ITTV2T!I?GW2YW_IP32>;+N."?8\H>WC+2+&!@ M 8]R+F"Q$3)M](%7:\YAL-RZ>1NG1_,<]
[QZW_(\>SSXB7,N6IGY:C%@LW,R M03DDA\E^@1TZ/4\1&2+V6OA1([W/]DOPE-7DU6[0,KER=8X&4&:)6/\:2(#U:%D/ITSP"O ';
MY[9/L!ANNY3#@Y=8>,@/ M&RJMC9>USYM)/((!IA!3W[[8E(\1/T7^?']F=S)N/,P*SN-N6!9'V>V=H37 M=3,_+H,>).8%+7+!$ME"GB]W@%:T &''2
DU'VJ9Q!3R:S+R61LO@(NY+?!@\;TO^' MA*;0%P;)R5+GI8>627\KV^UR[F>_S 6'A*4W$*P5?YR!24EAS 5*9GX(=EX] M>)DMN@YU?B@\".0-;^E^?
+UWUO/#E]?M>PWTN[19)+2$+ [1@WD4.9@0!ITO M1Q-[-EL,9S=O5JZK_RGY0VYT*,][>+KKL\U7CGX2A>*_MFOEF. 0:QB*K,?
MNNSWV>OE,]8NO- :H;Q6F0-AY)_6(QZ'2?_OFO. I _7D7__?5_35S=._V)H$'^3.) 7U[*A+T)9+]-_.<5[J!-R? M9&Y8LQTU5B,Y*\17]>HCENTXR
^=N2Y:V6^VWV M6ZV*GN6B#("W+J1TWD"8W]T)[9$2"[8LTF_=@>G1B>7VL[^ZU]G]]W^/>ID] M;/RF[_G$&?-\[)IDF8D?@NC- L! M^.&7<^[?
4EJN@=O[2[>DL=B(8E,U5K6Z=J.QWJT7BZJ65]5<57/= M0W.%Q(R(,B=YXQQORP4"
[861)L18[B/&Z;LLKVUKKI[K2\&]Q:J*5856E5H=U9HBDM*+4&1!)Q[/T;094[E MB&1&LSEF[48(\EZY$@?!\$LO%^#Z]UDH;-52XXQ515?MM-
THNC_RNN40UT6W MC*,=+5O?E;!OV\6JY*J2JTKN#IF52BMNN$):J%RI"_YR6%$DG! J4*9$W"NK M[?
V2W7\KW%Y$POOTURYNV0&)&:V*K5IPN[+@UOI*_;+L*U4U6=5D59/=6I-) M@RE."B-E)\VXG16/)\?W$YP/IT;*=;5F8J1QQ>7]/OI;-6-96V
MK,O>]]TEJQJK:JRJL;NI,2LPER1PQ'B4.4">(\,Y1NV%IU+&6>7_S_GFC8:I1>N](?CV?M'(&4.^F# M_M?U:^"<@R)]
M/H'P*1^WKU5%U:G5:MVY3LV=K=J^V==Y-92J.JOJK*ISCU0G=UCP2"0*QC+$ MO<3(8L>12%HSG=L@*K-/JG,I5=:*K6SK%%2-
C+J^E=939=4]4935^+QVI7^; M38^J[?F("O2^O5:>LXK]]II4);PU)2PB%F"Y:I1RH6FN*$U6C\Y+]F@78 YJO="0?
^MCU_IV#7H+NOH>1N]X#D'!XZGV4^;!:I;%>>7&S96C?[0&IT>T,S08;;(N3Z/J-/WI?70;99G/]3[#I2O MX18;)SP2(7#$4U+(MKQ-ZD2?
R*^L;:0*2YV>WB9/HFC+O3B3U[G7]]O]]^[X.G/=I=ZPO;%RAUM5V';>74-EX.@%QAKJY;8?6Q!=_@,7LORZ[VP-&
MFV!&K^WDBSWKA@Z\ZQN]W+K"YF6;UK9^8PNWNU,[D1;9Z\U=BKZ+5\\GB[L MFH*C+%BE0<%)L"QSGJ9'5IB$I+1:\T"CD>GO0P02W
HJ9W[KV^BK[32KIT3K M2!623"O0P=P@H^!CPF#Z$2UI"AL&\/HV+NU]6-S*?KN=<&6Y5YFW8&G^5:!\ M8;8/8(O,KO7$[Y/B?*2
A[WDTB<^XUMKR?UPQ3\R"=1%>*Y\L/<6PG9C3,;3 MP8WQZ(?T+R7 [NVB@Y?&MND]Q;-I=SP^K9%TSR,4?5_.U/=#/^W@O%Q:+814
M&CGB+.+84V2H=<@(:C25+G@A+_OJDR(I:6414Y0AKBQ'!FN"B.1OA]V'O)PS<'2W<8H7V!EUT;\. MBS:#JKNCB.M(@?
5&5R.8*AI$3M!;3_!8DUF1U4H/0N85H7P;M"99YQ0PC32 M@FK$B0&YPJQ$06ACL8_$RXUHQF!4,H0ZE!(SB/M$D-&:(X(9*)"F8GL,=$9
M'O&*SBHZ>U&"X1ITQJ1FDL6$!,. M&(1@_"(TY#9-9H%M*&\74?]MYS=,9V M LZJ2^V&X@Z?XV1VFB.XHC^>PJ./:NG!BM6>M4C>/E:3)-
(H'/*48<2MBT@[MH1 &*6^B]XEI<5F8$RDXU2G7-G()<6EXCI1E2 7JC3#6*4X?$:OQD:E0K4*U
M%R47KG.D1162P!$%!F"+VY"3NAE#\!788CY)SC=BVN_#W7L.U43UHSURRO%L M"I].3N,\-O:HC3&W ZY0K4*U9RR2M]_K+GAJF1'(JJA
,&N)#',626Z3M,E3 M$?QE86Z23 0+CJ@D8'=+R9#UGJ(8+ :;.R9J'_70LT*U"M5>F%RX!JJ9Y*5A MVB%-!4&<$H*'CB6"72LT!F-2YMUW%I(NK2
MCMAC&A$/ -&T @/:@P1/BEONR6;;^\B3R=GFWG& =11,;>>C1CYH+E-(S)/' M]*:1&I96(5J%:.7@TQ(9K"=
(QY";C4>+K',,)1P8#]XJH_@VN'O/(1KY#HCV M% H3/63EBO6LOV4OM6:6FI7&W2#,F]YRBY'>L>^BB#0%C%&P0+(\L9#UET71 M2P&?
+%8&7Z;PZ# VP1GD8C9":*1(,VF1E\1I@>%7)3*,3UGW*O.QDBO3@JJ*D MU^CJ7=%X]=,X,6C/M>EK[

"5@50^D:=E5'SQ79PG<\9P:'45RF578[;&$N+ MP>EX&IL3>/9QU\1IOF;7T_D83^?QQ,6V87C4P"OXKD=PT'R"-UG4-L*@NNR";[JS
M:6QSW$211G[8+1?A&I"0_\I[TLY.X)GCKG%#$2+@CE45HH-]$5T^:6,M84BY MQ!'W"MC34XFRP@:R$321N,T2BD5)]]6_/@P5B#[D D2'D\G,EZ7Y\
[!!OPP+ M^\E^_3F&!0PZBX%26F%+8H#P@^N[Z^R:[2_0)E!-6,VY9V_[-9=L.IUUL3O8 MNR)*#[E F8EMV?:\1&W\'*? R4=QF@M9 Z.YL^:GB?7__
B#];-C#J>^LDB M"[TO8^# :2;?4B>A7+]\ JSQGO"@H7"SYQA @]2@6WW*.1@*@8HDP8%IC/D& M#]X'/OS1S_Q7D$QOX6%Y$/\)"[3,L?SE:UZU\?
0HZUKX;^:\!\444MM(I :S M/S*!> 0 91212'H?C1?26K_1KOH^F.+QYBT/U/X"C2<"&WHU_G9V B,X:T!A MP ;DEAOCHK>/[;S,8=#,O84 ^[!SC?
U2IVP=PI@ MH^C+O6AD<7HZ*;$0L!L?VEGS:^;!YMVTY\5<&69M,;90XS+1J*5+.0P[@K#% M#(P?&BSB5@%L\AH+2[VLS&YMN4O.3F0A-
ZW.B3G MNRU'20Z(N&^QSCK'.L?G-,=]*@"W1W61]K(8UM,NW;BJ"2=KY=1;.'6RR?F7 MWM+\)5N:M5QJY;G*JHI.#4G\07D
M'FT])Y%*R61T"%%/$N)&).2$%X@ZG+3%C&"]D;5TGZ#,*V)^NF70S\#"6TM) MU$2.F.0U+;'*Q"H3JTR\LTQ45E,AN$)6&X+#RT1C MM?>,8T1$
/F6@9\A,:*@DU:*2@9"\X%BPQ]()HH1YGI$F:@RL(B,J2I\V 64\\EAO]M)C0228G5@2,<(D9=>G,_;)S3G[",@P7]O. M)I/\,:WM-N>E-F)
[!VS]F_S;KNW9*Y/^0R.+/IX7S>CMVBY,-]FOU^@>'?#?R^ M)16GQZ3"Q2LXJ.7,E1I%K M&P0+(TW*M??Q7'\1(2G%"-)JO"LL+-
*SBHY;UDNGH04:&3("XP1CU8C9SE& M#J"H]P8K0?B.0D#(\HN[Z"Y4MGHUI ^V(1S:L*9'77%=3*=6MM!]?F M@MO=?)QK8'6E1F"IH'7:E[V#0?
KC4A-K69_/Q;EM)/??W< M-(E^W@T%^Y9C&,.=OA3WM"$43LOEN-8K?E\LB-PD.V[/"_K:H>S[5562X\GI M9'86\TCR0I3JRGDDUPU@&&'VIJ_7
_.SKM1<+K/--<'&71X.W#")1W8"SPR? MQ]VL/2L/SQ4$PQBV.4X]##8.ZS:4+>]N*JGXS6.#^^S]>>&RLG6YE-G:W')1 MQ,>HS
P$=H'XUK9CC0QSN<=2B0U>>FK;H=;UVA7YSJ$L;K_X,_AC.IOWW[;S MH2PSL/0XEQ?^7$CF2ZX:^66VF 1X0?
[*^T6;'YX+OY6%6EN@C4)P8=$N"\B= M@A"9A:X,JJ>.JZJ]A#Z(Y+E[TLQ]-O_=P<>#YA=@U&F,+7#5 M;[^]_1Z.V,J8KJZ>^5R5P?MI\][/9R6-B?
1I3*,+0KR@QUZBSAK;_*6D/'7' MX]-F"6&:9?'NYG#9ES1SVB"+X9[]J*Q,'2=<\ !6,G& ^K2&OS!%Q"1MO&+$
MN8W&0M1124/N;T!)0%S(B(QR!"FI(I4\.>-N$XCP(;89A=NC^#[];39?@W^K M7D,7<"#(J[@"@HBN(\%WO__Z+2AX0Z^A75'5GYK9E^E
)LNC:/BCN8+?FQ_^ MQW_3E.(W%W\K7Y(W/X(^!7$Y_@S2=G*&\E-SFF(AS5$1M7M2MSMZ:0W'%E$: M!5"*#L@ZPQ" @SD@1DN&. ?;Q:@
Q$:DQ#CX2#9[#WZP M9Z7Q[Z?90#E+T$>GHE5QZERVW7;'!\U_1!O^:V';I4AJ M/L6O%NCH(NUDQ?MY'$#DIL5DTG2Q_3P&]%7T]J0
NNX4)@H"]U]]K$0S;^VT MRQ!AZ"HS/ E^':W%6+0S&WID<0QZYHL]ZWH$":\[:NU) Z(=6#QO3U^G>ATY MY X3L;2?F)SE6M&AKU:?
IP6P&AW#3W>_#*J73'B2S,CBWS"'(M@I!&+KAHL4[)^G"=E'U[WD=C3>#^T1L);S-6WQ)'X#WK#[%.7$N;:)"D'V-Q
M,8Q65@4@SGFF&$7%\!FM,V#_11[7+#?+A(EU'D9MIW&VZ,!B L*>GUM) M8*O,@%_G0Q>'R[#\8E5XVW0EP:B6R@ %@B MX98S0JW:R,JY#\A9-
F;9EKHA!V9_N&LEIX%:EFU8[M% Z&T[+DZT7(R^MI;=FR;@RJNV/Z:<#E03@WS...28$&2234@ZSV/01,BPX?37*O>H
M"Q@Y)VWN(FF0M4P@#4@C)>H%I1M=)*LI=[TI=RWOK RZX8I\P5.SYKCT$HM MD-<:K#D?@5@1XO<5*. MY-07E OD0@RX H.
<<8$<(UY%35RD MYC(1)*54(@0C'R@0@>(D1\$I("&P[).6@6FV?K1XN)KU0 J_SMH!OG\\MFT\ M!OT&S'=+.I#?ZG5Y?1K?8Q!!0="?
>RC4@#T!=LUBONK)-@<%F1LW=05E1T S M%W&^F[7M[,O^6+Y>>JZD5 "]J0,KE@MDFW: ^!'X]Z+?.SMW M-BW4#
<_57VQ[!O9NK>C)#_]PJJ/E@VPXV->M-HMXT?FA/5\YAX<%9-Y1W M_)Q/PN;EU6"._!Q3Z8:][/>YDZ+MEC=<7ILX>=N'>T- MKP33PIZ>6[XPX%
>GGT"_BQ;^T,_)1CEFU5W-)@:6/(=?(FZ5=O44^#2MG=W MP5C':9Q=;^66U?A^.'SW8QG9B?7'N33Y)(N##"]^^,MO/[YI8CB*!2@L^O/8 M?
(2:O[*^V-\G,]B0Z7!"#*NU-+S&%PTOL/GGO6_M37E$%WW^.MBYO>"[NXT; M[E%[NF7.RS^-IPL[L%X.7?A_FJ9T."L>#=
O,"$TA:59/N;5A09H_RJFS-?7 MB+U)D_@5]4X7>%IN@[0XF;X)X^YT8L]>YU_?G&;]/#U:*U$WGI;!#CE]_1?_ M #H=I[/E"\NM*$[#&S
WR[J]+JXJ(*+U=BVKZG=?;QEB\CU&Y_>5"KS/UID+ M6U=B3%;;=;S*C1R&/)Z"+(!W@_8;FE9=_ $6L_^Z[&Z?(&D3S.BUG62/]-#O
M9GVCEUM7@G/*-JUM_<86;G>G=A18>/6V;+SN]J%#:^Q4U/TZMRV-4!:LTL(C MR15%W$B/K#!@A$JK-6CO:&3Z^] *$&Z-X7!^Z]O8[5;W"?
D8LH;9MTJ"EJ<<.L0UPFH =%&7))@/+P M0D@B#!?ZNYU7YU3P"ZS'^\5\J+/RJ2S&MCP-9)\\E^?.J/70S_6^OU>?B0^=
MRU=T<]HO78D/+B$D]JR$1KNS"R;1&058TA8AC6.+ J&OP?L9%+\(V.;]^D* M:?27K"U/)^/87G\N@]2ZP;J&UU-4ROI
MMQ]$E8P.)"4#M*$X$)4.R'$@%6&D],9$ZM/&@:'6UG&6,]!2#DAF2:,2!1>M MHI@8;5R2]R>JX83P=[T.7$ M$;@SYX&
Q=5DS_LX=OW0+^8A77CF#[T'Z"@_U:^?U"QAY;Q7_1%&]F.)))Y MX!>]L9H-^*/&-C]-K/\G^NAA7K%W>$\.P&R\T:GR(-[,P6+^?09+1V0Y+:!O M?
LVS_]MR]K_"DDV+D__=-'O?BT6\M)MW35G9_%Z>=ZRGX>2$HMF7*W+(KM^M M'%(UCRV\Z5+FSIJS]9OC7$F0(>UPJ94P3;1$@/,,DA1V(
R41%Y:2Y.ST9,- M^XV!O@+Y0I$#3(^XXPIIXC@*@B0*")\XY2Y[A(""8EA,XOMT5<'$G\[6/GV" M-_TTF?E_OFHBJ*C3[ ]H0=2\$/_
FJ@H_%EROEIX6+>1%E;DR*8$6,6>7J2C M^?D!+>"V+)FBRZ?^OWX>N^<,-N6'9<<[13Z$ M@$'GR]'$GH%XA5=\C>%-
_SJ"\0'^T_(&H)")/>WBZRZ?DL(>+6=?DM7[9[^Z MJD[E9]C8^\YVWR M@&OV@*_<42_D38L=ZYY?A[K>5'C8KG3/CJQJ%[HM%RY^ MFT,]B]EF
5%/9MF@J>7AGD61HUI,?\/K]+#5CK@S1H$4*2JQ*5[9'*_$EWK%JDY C36O#M2=31?PZZZ-
?;>7KZO+L)$HEIC93*9RI,4&1%3,@KZ6*45#.]%3UW=2[% M(!0N9%4[Z?(HYII;EMD79V1KC6^#FA/D S8X;9(KO-'U%C[HL!>)OE>3'*,S"?0$-2
ME%@N16641HYPB;0P!E.?&$T/%5Q^72+BMC0@469$Q?6E0AZ>UYZ;%JS%<..J MIFVXX@QW/3GS6GNQKZJZ$<3/=QZ0E8-
']B3,CL249%0!!1XC2"'GD(V$(T4M M)5IJ;"7;1D##8T/XN^7'\(/K ?RNP_9R,8Y](18IB0C1(IH4;'PNT&E$S#&9 MT=+
(A/"87"86$VWPVEO$28Z8R3:B)H0A0@4V6/'DB7S:Q$(.KG>-/D(*A,\E MO..R"M4U8K,7A1LEX0Z:?A&[52K%E3>7.N$^Z]^2C/-J-H1ME42J'X9$J)-
!Q+2K<;JO7' M*H'Q75; XS2.X;"4J%O6'#JW\JC0=J%-<-45Q7D>%ZB?12!7!5 M_NIR.<"AA/JJ./X5!0>':H3G*&$5=WJIAF.-
!.OQ>HT$JY%@-1*L1H+52+ : M"58CP9[58<';9=&_4OTO O8!O)41>CTQJ.%@-1SL'B4'.>"W& RR(5NB^<#<
M*6$1ED%;H@R1^0PL!>CO;BQ6@EL$4GP#_?>(!>\0)0F MP0/E4GFW=]HK%]&=SOLK_UAQ_O8"HD=:/_#Q]A/FJ&J1;=LB@[\RD0VN[JK
MJ@*K"NSV@59"2AHX14FS@#A87YP/"FE+^H>.#)=5_50;:C?JYT-NY#Q>J\AZ7LS4]W1=%5-53%4QW54Q
M.:>4(]DU%C.Y":=D*/L)47"$L&B$"7&CXN)>65:#8/BEEPMP_?LL%/K?MF5J MC9BJEE:UM':FZG*_E/E9W[L$^.
TQZ95O5;U6M5KMS>XD@^4@R(S-E+$098C MZT#-*68,D99+S3::K#^V7ELR_H>)!>W6'WP5WM^:R89O* 7[TCFJFFQ;UF-_ MY'7+L:N+;AD@.UJV
BNM*BS8<56M5;56U=JMU9K5'&N-/:+!&<2M$(LYC+ABRK;*J-M&O!CM0!WIS7;1;PQ3'^M
M+%K5J56G5IVZ1SI56,T]]19%317BDG($^I(AS!AEBB3I-^N!/V9XR97Z- N@
M(1V@6^8#K%VQM6!*CI]?.ZH]T;#5+OUV'G;5HU6/5CVZGWH41Q6,H1%%G&LX M>Z^0C?"7U45=M5>W+7VN[C\:R=(Y!%)WV^
MP+K6J\D$50]6/;C7>I ;0AWVH,0L2XCCP$"G<8T(21;,)^)9V.A_L$?I"D7Z M? +A4SYNWX;DI.K4:D'N6J?^-IL>597ZB"JU=C1^NAV-
GX5:QLJZZ(U#)F"- MN+(<&2<=PD9HJUQB(OH]5LM9@#V@5B:C!]?+>]H[>4]T]SWLX?5V1X3#4^^C MS(?
5*CV$RD/6GXIOZ)^TO[K^]SB_W)NJ:O3:<[GV7'[,%'Y"B'8!"<=(]@V# M2I7<(XH345*[),)&M]/'CEOZ/6[+C5S;,F\[VO'U?J\Y?
Q\!0@%_;P;1KYBQ^V#;^?MT M!2^_X&:=[_O6F//9W$XN-=$;:HZ: M^-5'$!H@RYJS:-O:9G,3(C^--IM2'F!]WRZ;]VW/><_;V ';\1OO/4-QRZ'N MJ*_G7?
IX7L%6SZL;X6/W]7PMLOGG]M9U_TOU_[;O[^U;7L& M#%P^[*+YYSXL;F6_W4ZXLEQIK M+\Z\"W@NS?0#K8W:M.VZ?%.] \G@YNC$<_J7LI43;+
<.RFC9.B\[OC M\6D-IWD>$:K[_/DD566IN0Y$9O=6N[#WDL>ON'H[3\+X(GA M$!;6'L6_=C$M)K^-4[S SJB+_G58M!E4W1U%7$<*A*_(X/)9;HV-
W@EJ^PD6 M:S(]JD+I6<"T*H1W@\X2ML39*!#6"D1QX@DYG?N3@.BVQ <<8[PLOGTD@7!M M0,8'C3@E%-F(([+)2\.$-\&11T1G5%9T5M'9"Q,,UZ
S9136VEED4N[6H!E! M1GN*@(.-]$$%X/UML/>>HS.V$W!676HW]-WY'">STQS!%?WQ%!Y]5(N?5*SV MK$7R]G._-("RE!3R"'L0YHF",!
<>42\)5EXPL]GP6W"MF%(8;&N,X1["D3/$ M(H^#LE:&Y,QC>M)TA6H5JKTPN7 -5/-)8RJ)1DR'A'BP"EF9,SM]E)[1J(!M MM\'=%:I5/]J-(?
JYZ&*52,\"F=7#SEU#-"NXCS8A:6Q W(B$G(H)Z2"5Y%X(M$,R7A3C!*1HOX4I+LHU.*0AQ)A"QG@=JDG!F(T-PAQ"-5(A6(5J%:)F[):9*
M1B60=!H,,,9LKHGE@&>E]\)AJMD&1+L/=^\Y1"/? =%6*:_[0_Y7I]QMO.[V M?'%E,F_^-M\UGB[L($'S][
L)0763VP'TO@4]A)-9R$NW_#J0H;LOTK"XM?7 MB+U)D_@5!:"2(H]S0MWB9/HFC+O3B3U[G7]]3L93>/GYW=EL%H#.SJ[#.37)7P$X^L M, #7I-
4:Y'$T,OU]J.$ MX)\G=_Z-OX2$KC74V&6K4*:66I6%L.&8KWI+;<8 MZ1WQ-Z;286:0I0(CCGE 5@>'8A2.:!99S&=7ERIT4
P_1XXPC:#+GUWPU<,\GKF[O![,DF M1Q^\PT8CZX)%'*PL9)+"R,4D=/# CG&C?=1]ZCWL9)/-P?4%RW:^R45]]&46 MYL<1.'NSV,
(7V\%E/NN44&HLE'H.QVV,A42FH.^:$WCR<=> VH-K=CV9C_%T M'D]<;!N&1PV\@H]@P-UI!DJ?X^2L#/.&03T(GO@NSMFB>T*H8*D6R'G)@';B
MF"48E%G$W'+*"6-X(QQ ,DJ<\!8QB<& $<[!W0%4H:628F)9>B3.N7J*)B8= M*99(6>L1]PD8G6F"(B7:)\F)E1L%$@F#ASH2D2%9 R@PZ5P0
07GA..:B:O< MZ+N8(CD05PB'VTN+!Z'EE;2X#?=O<",[V+ET^P1CS#6SVM@7EG>0.:'F2;80Q=3$W&.W.IK'-D0P%"OE! M=+H(UP
\^U>6D.WL!)XY[AHW% ("VEM5 CJX>6QP%ZSA K8Y"^"RW/9K+IL# M>#]VNU_(O:NC\Y"SS3MC2U&%O"=M_!S!'FB.XC07-(6==6= W#"T7-#4'Q?*
M&$_]9)&I_LL8MGR:I4Q)E2_7+Y\ F[HO. I3G?(1(R@"A7A@ 3GC \)"*JH) MEXYNA.[?!RS_T<_\5V"%J[J>_/(UKQJL8Q:=\-_PR7[=DOSD^(#L#[K:
(PCM M0-^#2:10(@(@=" 4&>XT"E0*;)PC*FQTN;D/A'Z\K5?\X/I3BYUO_=, RKL> MP17 ?%_XPS&GB<&(.@6@EP.>M#@ ?
VBKD_+2$KPA&N\#E!^//ZZ>M_?:,L)! M!^".<#6WG<'F&8:YQFRP((O86IL,E;)OY62T[U3.2.6 M\G&8=>/[P=6-VH4W4NX+TY/)S';++
;']I9\VMFBN;=M&>.7,AHRT58";7.8H^P-" % M$B4(/G(4%?7>*B)\VK"
[[X,HEO54#\\)":979K&9]A5<783VF^2'P11IG45W*F&1Q12]6;/TQ"QBXLR_]VEU=K75G6U-+L]ZF M-*O0!UK1^Q4@I0?XGG?>MU2J/!"<[?
25SV^.^U34;H]J/>UE@:^G78ZR5H.] MDY0//=[ML@KRVV- BNTJ&*NBKF]$W.;;L8J MYRK/59ZK//>$>*Y6O"'E>-X.,.KF7$U5?@%I
1NOYFH]]A%;A"5. >J M,HIT9 2)(%E4)B8O-NHB"VVQL50AG2MY\01_&1D38E93C!T7%+-;')AURQ.S
M@86WUWU;X!%3LF8+5YE896*5B7>O%>]U=#)2)%S.L[.2(.LU"#DC@Y$@WE1* MEV4BMLK+H!+2I?NKMCDIFS@4*(D*1\F5-(\G$_D(Y+7BE696
OX[!JA_Q[G MS;L^P*L/3<_Q&$"#^=IV-LEQ'26 JXW=O!9C?!XZZY&ARHM155Q8+XB/*)" M$8^Y<'8D$?&0G'+,XL0W*OW^6S/TAYZ3-IH?S
M>3MVBQ(T]&GV^P6&?S?P^Y;TFQ0C)FIYH"H\J_"LPO/6PM/SQ#"V'+$D4^DU M@+1*&+'(&28A$B4WTBON@O.?B/ D0H^4NBK%M[+19=-
@53CJZO)*]POK_IZB M1-^#X^^;CWI5_'9W7;QWSCFV'5R;*[5T\W$.T>Y*2DD)\#[MLS)@D/ZXA&PO MTT="MPPB4=V,H)!?
QYWL[;/0,O)+6$,6QRG'@8:AS4;:MU<,Z)\ M11[5VO37!CA(C56]G$N+X69M._L"H^Y@@T/L$X \K,=XWMBC-L8^]7P56U^V
M+T?;K\TQY^WD+"#8] L$L3Z*<]+(&4(E>!_(\M2V0R6/M2ORG4.:>;\H,_AC M.IOWW[;S(] M(()?]Z-
>2V"4VB0E\M:":1D=1DY(C90UTBAFA&4;2554".8DX"3C,-Q#A4/: M,8$<8YR;)#GWM_&'?HAMQJ#V*+Y/?YO-U\#/JL+L!10$@B&N8!"BZSCHW>^_
M?@L(W5!A=E?4\Z=F]B7SS/'X]%QBCZ?-E8S5_/__INF%+_I?RT?R)L?01& M1!I_!H$V.4/Y>3G^I9#?J$BS/:D#) RU@+<)XH("_F:1(8>Q1]1X K3"M?
8; MZ?\4!P^X/")&\GDED"70E8LH<"Z" $J,%%^FJP_V++-6]VDVT,R2T&+WYQ:P M][;*/+"[Y?H_;%F<7/C#=L=]3NX@95Q;U'M/+?\SPS& 5./N.-
/'LMMT!FNC MC!% X69-"+0&T NN[G6N-+3N -G L\X*-?IV7 R&K%1;V\W;A9\#&Q\T_Q%M^*\% MT/H@,)M/66A.FU_M9 ((*$O__PU<$(&J!_;(*7P-/*
;P.GG<08R J*U 6> M -C3S=+\2P:5IP!_\H;F<*2AP$Y)4LX/618#"*6Z=8$$_=CS+(9FQT!X($W36"^&='X3'S-[P!DCIO# M8D?8?
KO6$4JN#-27YH'AI$5)O79G96\!4J-C>.Y!\ZZ F&E?A;74?>FK_:P] MZ*(6RK73CJ:E-M">"(-$9/+"!$3@7\2#S%FX7B+JI #M(1SE^K(PL(%:T",2
MJ91[A#$N'E0K? M7=QB>QNN%4O4$8V$=:7!&T,& U8@40(Z8!*V;\/[0BBV3&&*L(X4<8]!8TC0
M'9X:";@B:HO5'FSX]:$G.]_P7;_X8M$&M+0QEW9KEN(#9OD8BS-KM*K64'P" M 1X,AG';FW/#;0.P*9HG&Z7K!:U A\T+[[MV7B/4)]J;7-
B[6IK[)97FYOGA%V[>Q8KYPUVKFR.0\G*2[4XB8=]>Z\ M2?&_]E\4S)[[28%6[#RH'3N-LT77],+Q7#>!@)WY<=$J X2.5U8*VE*M&J9U
M2$SDZEY4((X=18A+?IS]6J/]=]KN-TQCH]T*[GL-I^&ULW6"B'/8NWD_E$&K+ MM6R>$I5GFZRO"U-\PWW1E.PQ;N%A_2G$\F@CK!TJK+O*
<]'JU0%#)LC)^3*O M7.FK@Y+B?EZT_AB^R*X/?BJ.ED7J]I<7E50.S,[+OG#]#,J^;%+NOB1-OL \T<>:\A8S19]?9NAA*47]L-F@
MSXZL:O;GEF/+WV;G=SE/R']$P#Z M[(+J 9 /HL R)KQM.-(2(()92XD%)7- MA:8)1L8HCA3W)+DH)<,;6:#?<*_YHO?M$GM1A/9*ZW2+
3@AU_.N7];\9"T MIH[6-*D=J;)#[S.B*MVL(A RT'Y58L]"B=4H_AVE0$FEHL()Y:1=Q!USR AL MD!8))!'36D>S=[HK1Z1.Y_V5?ZPX?UL:C(T,4U6'57-
L1^;8K.^=,?BYJ_ZJ M^JOJK]O'05D7;= >"1]S=+6FR&+MD+2*&F:\YY1N0W_]_^R]:6]C1Y(N_%>(MNN,+&V!H<\':(0%HDL/>Y7 Y\[HL6<]5JU6M

M5K7:PX.%5#FEO0!4;QDUE"%@C=609'3*B)"R.[J#KJ7@_S9TJ-OF)UZM['?E MKM7CKNJM[4F)_5[FK>T!V5R3:USW?APFARY.5#(D X=RB M?
E(*K+4&A,C<9$>]#OPI.FV=QJH+??9N*>Y_;:6]A81W^>]-ZM0WHWU*JG=6 MO;,]*;8VN-"RVM:@8U5E595MR;PNO'>6H
*CH=3W1PXVQ0"!"^.B3Y3)3IF& M.E%G1?)_70E^MTI,LJK"JF^V'Q7V7^-Q_#08#JO.JCJKZJP'ZZR4 F&42E"9 MH?MEDP1#B0#*1"3H?-
G0CKETEJDP7(I"4(Z1%A?*; "CL>\=;HL-&4ZM"NT;7,S[_B.<^J59]%(!YYH#L*1 M"(X%=-&L,2(1BY[/L=:$K7^P@)G?YBC3D;*4XGX^VN58W*G
M,BT M"@':);U &O?Z"SQ1"M3->QN-&QU2K]>A5WU:-6C58\>IQXU5M(HI)) M,^I$@RK41%GZ61@M;8[$I"?IT2\5>R]5W56WU=ZT;_GI51
JS4%51-637C$=T(:UJ4&78++>_=Y!_JRKVG5F-4+W;?& M_.NX]."K3NC!U.BV75A.6=%^?4ZJ*NY,%3NG*%7,@).IJ&+4PD:D ,$2H9@E MG =WQ(YL ;
=^K%:[;B".J&MYHQ]]M/KCM"+[H] M?TJ3MK@5G[:$T,>]P>V:UYO-F?N]]#DD%"@4\]Y5GP>[9J5.B-F MVV[-V[9YWO)G_(SO^8Y;CU ^\%'WU!_Z,?
V@[Q"KT^I]>^C^T(=Q9SKL#GT, M.V2WW:+_:S)NFO_PDW___DWJ3-&QU?G,^N&QZ=QV%/RI6=CN(])6%I_>N>#T*^^(T
MG$K"6=?'7,>A$O=1!F%H1GRCD)A-(((HM&[>0+(\|T1DUIG]-RK/A7P38L<]WG"Y;RM0M=H&MX]6#YSM]%(,Q9_2QS0< M7Y9SR13.1WCI#
[6NYU2LMHK)^S'6!!/$&)]!J*! 4)[!"J!*:L(-TX3NI&^ M02VE044*Y7,0DBDPW#L0G@5A#:5"F0,::[HRYU9;[87APCVV&HE:">4$)&A>;+4:U/MR+
[D*22=AFM6 VIYMM$25 M\ 1=;*6E+#A,T"F!"R1/!*A10SB-HH'JAC7)@ EQ(!(I2MX=!Z]=$T82TQ)
M'@X94*L66K70JH7VRY^FY,@[AH:6R@QEFS!P003P*-KA^$-;0#]QR]/KRY3;YQO7& P"L-9 MQ*NZIA?N/"\^6]]0RYE;[*,
[2V&.HC)AEZNQGD:WY*PO_IO=YVL?_4NG1LY M2F1&8T0_4\<(HN"99U$"%=D3K6Q6SF_4$;%2.Y0-FD,6!4 P!$]#T!^+(F=- M43C,IJNZ-
@WO\FT,O->\43?,&_D5\X:5QPDY6 *$(D1U*3L!+R,"2LD9F2@\C.>1,'H_D'!$\)B<$ M3]&"XA$->Y$Y.#3E0&OE,KM1_)UX2I*(!(B&J#
<54V")C\"X8E:9J#1Q M!UKD^PNY][[(2[A[%/SPF_!SUBL&;:F,GZ1Y?6PQGSXL^CZV\+I>*5MN]^-D MT+JHO;>C/"-=#(+TQG^NDD?
+DI_H/(@DX3C;%+IO==??XI15R.=M^WU5NGN._7-RANFK@:\EPBW.=2!GXY M;M*:PW0L9=H[=TW;52]3-$D?TPC%^4,:%2*IXJU>]=
[^]O^EJWE3KY6[^6F MLC M!Q^\ULQ&LI'-L8T!<;B55V?WMWI\QE;%C^,+?/BK'FHNG(U"OCEHS8AS-VWO ML#
1YL$;1*Q1FA94PLE>F@2I5^"H?.:NE6$;*[NX;"@0B@HV,NS43O!36]V6?;Y]77O5A;W:X9#D:1L%)QNL]Q_S"XO
MAZG8:S@[OTW&O5_*!BTF7;M12U7JVFQT0*E#F"1:$0]910Z"H"@C DN0)#F2 MB:'!IRZB)'=93Y-Q.[JUP;UDPIP;2S^XGI,B+[.10XPK%L
E[HGVHS5V7)37 MV7#:>@2SB_)&D;BE2;$FH.<.C8V4YC;%[.*B-2D0!,9SJAZ?<"I&Y??X1AX4 MR&SKT0J0L)O4.]^UD?5FP>'35-J=
(^R>/MY4XU4II]'A0B*4?^WN2W_<['E*[U/E;DJ<[N4 MN5^+^UQ%KK,=6$V+"G,5YHX.YC9C@A7GJLQ5F:LR]XQDKM;(=5PC]]LJC+PX M7JL%
(K5>[@54QG1^"LZ$PBME 2Z4^A@N+1A?CL)#("Y1P47>J)?;)O_ACO.S M9GF MA#AKLKE^H*:OM3WGWT_5^&H17,5$RLF[AX3G5&)6*T@94=
1)+!"$?! M.B>^G>=?S9-#2XH&[L'R MWV9+$2@+8:!0PGU.*-)9D MUJ>8[^O=A^](?4/1GDOV7\=-\W8IW+^5BIGQZ(?I=#+PLS9IZ/WXUQL"_W8A
M[QWI-T7Z0MZ?YEREJ()G7?8*GK=K/Y+,/ RN@8=](B],W=8GBFE3Z@6;-\E)'ET^?7-99FOT8>U$<#!J'W;A:L_?^-\9+EZ^
M6MZP_2FD47QS.9ZCZ.LYA4[TMII]/ MP!A?C,;3^;N3Z8++ ;%E$%KH*_VJ51X?AK/AA%O4-X*838I%R^%8=,E@=KB
M@3<*Q>)LLJPMNVR;8C;M0\U7Z.YAX& 7Q:0IGCU0;1Z%";C[\K'_:)7/7169 MBFO!@V2EHAZ]*N<2N,*2GTC*07NJLJ.WO2K!A!1>P! E&M)<$-
H)QEVURBV[M8?'<6N<[39M62[]I5Q3*Y9O7Q8PM>GIC[:^729YI3K\Y< 'PXB'6SD#^D=(E M/L]P9?-!*Y^6>:UJBB]YRVUTWWULS
MSZY!8;W&\EC]PD=-S_P+Y0:O!Z@/!N'^%C2#QGU ;?-A515*W7KB)[UAH]T MM^%VVW'XG.-W>3'#[]LH MTN-
JTX]U=VX;M5@X^O_W_QA&]9NFG>RY_)97;H 6PQCEN*UJALM"B-0:)L6. M0WMJ<.%GDZ:-" 2\T'A4.*C.>DL0:(E7Y[?2A-;*6WYVS4ZS15Y5/+]S_
MCB>#Z=72[EH^TISF8EZ;WIHL[7U7/UV2Z,3KQ9ZS\(3UI[E5\/[ZH&&&H]AA M7QO?
W1+]TFKJN3ZC0F]9PGVVW_IVRO!9]USAON\A\C.&ZF+MG],>[@M8T5T/ M<4^%C)MH>RP51B^PJ.I00UZ55:DGEU6=7AG5OED13G.+5:FJ4G5
WH.3VV" MQ'-P?Z+S\ZXV_N*N._EJUUIP_>2":U$+KJL45BD\L!16VH,JA54*#RV%51=6 M*:Q2>&@IK+JP4@ =58'Q+]$)9=!L%X &&M M 8-
@#)%3A"*:C" ;#;65=C[11"!9FN:_L;04S0GKLM(R$:)WV0+G<;5MVI*^ M8:36ME6$K A9$?
+1"&D3(X9K"3JU]&C$@7$I@Z)6*2:MYG8CF5U;KM!>9O@E M5C@9- ? M%%!'(@C""6JE+$!K&Y-"=<#(!O7[X;02EZ)/:;7;*S!68*S ^'!@9(B,(6<0
M(I4CKD#!AN" $<]9L"1+MU&M'P.+P:-AGY*1:."O)!Y;ZX7($AA+Z"!0AN:A#1*TBE%$&[E/>B-E MQ,; E8O 2.E;BH -1GL/!K_MK%1.)GE$
$Q)G^D=)QY7 *X 7 &X O 6G365 MC>RSMR]JPGW!I#P;%2+>)H!I]- *ND(X([R?5C MVQCL--9MN.A;L>.^F16"*P17"*X0O,5QHT03EA@%.CD'(LJ$-C
-P"2GCB3F M:-H(0FC%K,C9XZ/YC'9SS&"RXB RVILI4^N\.R8(UE3U]:Y+2TX<@O>66KW> MO8 *O.HVH?C%)+4M =J+K%^5?
*$=PO%&ZM^/IVY8%>0+49#'4CY4->5*4WH: MC+:$@,R2FS M(R+R0&>%DCZE-5Y4G96*Q16+CQ>+"2$;X,6&QH*8O-:U87+&X8G'%XJ/%8IN)
M"#YK$(XG$-R@M6N5!I6Y]D[HY,5FX7WWO8AWB,6R3ZCJ,[GC6IZ*Q16+*Q97 M+'X"%C.C2HMU 99150A-,E@7
GA/$Y%.*TO\;2PF3@<5=89",@7". ?.40^1 MT:1)4@)_=3Q8S/M6H%UO!%.\=OE#/L6A/7I 7U[6T5U^]]]>!:[M4#U+SE)7: MT:/?
6RGCN@]6Y!7RG#!7(MT^LSR0Z=#R#S_,(K+&;]Z7R#V/=[H+\-Q^,>K7D+E=UD09S)+\X<8H$S%'Z8/??(_
MZ:MM@:OCEN^[%/#5UG77VSDLWQM>;^>>=T,W"OC"37O[1J'-9CKM<_Z4PN)= M.F_NT?N4)@E'@L@Z'(X_-;UO!R-
$V/&LP:\WW[T^#O0\#9V^M&U:T^8NQ>!F MT_'2RBM/47I]XT.7K\/078UG4[S%YQ3?+)J"$W)&OEG^ %=EZ"Z;]+I)EV[B
MIFDY^M;NGU_[U5W9$A\'S6 ."*^7U[BO +&]+==G5.C:<_U8ALC/&&-V[9_3 M'BX[(_M>T7T/4 I&KO_9Y6#WU!-X$W=?>]?
O%SCD#MNP'6*"3JOYX6ENL2I5 M5:K6YV_#W:E"586J"M73A.K?>N'2S),"\FU253ZK5S#JC(%@2A!+Q/"*1PI'#H2B,V>J+E$%D* M2H'2I/R&<_#)1:"
(W-GEZ%A\^/'>KVG:80-=0G:#NZ%PX;VE6R,^L+4]N&5S \"3 ||+*_& QDW!L>$?D81U=7 ME![@ACH/C@?E!_V_3B[F W==/
Q_>BFX7QV^4/\7_R\9)F_ M'R_*1I8 ^K?DFMDDO486Q3<')W9Z6 =5TLAKST!%22E)H&/A:[)17R5L@'G M(N?<9BZLVU5\>%7VT94?0$A?
VUI^7IV%"K7'LC$JU%[W\A7$1"\X&*8"B,++ M9(AQH"7GGBCJ%=W@D.TJ_MP]U-(^)3ONP%:AMD)MA=J3@]I.W1(P17)06J'0Q1R&SM9M-<3J,H*\
_1%!] :7!%]]%=K-BX3U M;4-&WU5\K_A>\7U'^ X'PG?MG/4Q.N I$C2WI0;+1(;2B9*;E'U.&WES79P. MK'!]SR<$#],-Y.QE$JT>R7%"31>_=Z9_3=-
KRI,%#A+">5RVN3 M?/W%>:M;LT3&%LGY&]-FZ^M8-J'*RB;T7?BKX/.NK5)JJ0!##') CN M MB4+&3#28HJYR0WF/X>
<_ZP=_25JB_V&ZRJZ%O1MZ)O1=]M>O&$S*,G'C2C M!-%7R$(WKB$%RXQFB,EN(]&F^Y3[-;)5=(J[PV+.^MKNM75HA>(*Q<O928Q<[
M#>@_M%7$P<&ZF[X0=Y/0WTVR/9?-!9&[6Q?.AY*YE[N%H6MP>^.P+F X:*:0 MAJD(4#NTRS19T3K%07,Y=%>O\S!]7I_?PNU>I&Z0KY9#:
[\#S=1-IF_:N81R M^>:U=TTJ;1LV9OUZ@DKW!/K-?@G@%_=<.PKZ1TJ7>/OAF^6@!Z/RW-"._0N# M??7]VLG(VEJN&+V_N77%-
Z_:-1L/TY_XYS_H3L=Y1W?OZW.>22KOXR9J>H-1 MZ:63(K[HC;YZ%M12S.^;2/[?[CW*_M+5.E>#PB?GA'! LBE!>%1N/A$!/ := M#$W1B8TPT+9!^-
]32(./!0Q_3U,W&+D/:>Z'/-)43><$/D5=6;8V?V4"/M: MY1Y^9X@WWOM]7=,;Y]XF:V^_O(WW"N]_A/31>-I+GR]3F*(F
MF(Y[/O4NW:!5"J5'TPC7MT=9[P)_==Z<]:HZ>;IPT2RB,E:"4[;$M:('SX-" MX>+"J*RVIPG[5B>9G]Q\NG+XXM>ID@Z[Z[+I/UK+9T/0.I7-/:Y^%
M6+U46>%,!:.4A4A]0J7"*'AG TB9'0W6B\ V*H">4FS97 O,CT,WN"CAW[^/ M KKJ*#P_7(QGHVG3D; H^X58PND+"^[V%[JG0]19IXP[6?J65UQ3U-
B7[!!U4=[J"FFU.!C&EZ5OX9N85;M^U'V/O9B\97- MA8,.XX]I@G8%6HOGQ4>YB (&^O- \)FTW M$NIB)C((9L %A0:;= P,<1Q0?
%TP)J?,]%W&UYK@_77O)T;B'TY[*3]MAI$J@NP=M,W$^S MR6#T86V%O[RP\QUS#.N]UFQZ?;LN^DV7!3\2Y60\]X((-/"D0'RVD8!+V8+3
MS@OM2+!D(]#\&.7T(+Z#Q8GJ-6!W9AN>W<]^L'<0+GOS2%:=:/HMF[$@Z1QQ#JFP1B.VP77&*Q*&;@SC! O)"/*%;=G-W/ M+K3O1;]MGQ_1'C
VA$B8!.E*KING!G S)$@AY"1%B6<*=/BL)*O[1'M@F-: M]NPI)ZJL.!$.A/$*C+02J*+)DJ 1_./M92=.HQ.C,QBF(_[&.7".^@(729.D MA%;V.):=JCOM\
,M>[PV7X[6OMZTEFYB%CZ]F[8.]?IQR]R(G90OCD>Q#')U M^+(\=+FZT/.60? F+,:K!JZ0@ M>IN5\BR> >369H_$3H0*?XP?
>@P_MQGULB/<[=\T=BL[+:-\[RR8S:V&0Z\ MO-D,FN)?H6%=MF9&_VK\J6S+;]O-.IXU^./FN]\Y^(1R^.\=K/I>)F'6)ZBM![ARY?AZ&[&L^F>(O/*;Y9
MY3N=D6^6/RC.M+MLTNLF7;H)NMG+T;KU\AKW%>C/ MT[GXF5;;MKLW9K_MX,V9V/99G\D0&6Z"$VAR_YBF]H?N=7G0,H-C;61YF$GI
ML#_J'6,YL7ZIF[;O;C?<,6RRMP+E[D-CZ^*7&U>?$QL5#^$?\X&DQ1O M^YFU\O,D6C0=2X']RRG=%$0(I3D8'TL29+!@579 50Q6>.Z$>5+Q_%=;=
[X= M!<2V)J'F:?__RWBRBILM9/WMZ"^S9C!*3?/C^,(/1FW,IJOR^CXC.^YK\?** MHRMZ5O1\$>AIHR&\9%
[P4E$KHE#@I10@N1'!:V6BWSA7((HI%KF%I$@ X;, M'Z.!((WBQGL:57PNZ,GZNO9*[MCXKYWM'F'\UQ9WIZ;##FRZO!C5I91$.]V4
MOAK"@\BHD*PLM5-9!\>#-X8^J4GK@U)*]JN^VM-(^%>:C%OV^ZJU*EY6O*QX M^<#LVQ0IC88#)Z6>S@8)/G,&7"!VHL$6D][
RZY,_0/AY1W!$BJKN?]HHJHO MEH$\K[>ZZ7O(XTI,U MT=8Z'H%(3Q ;;0"CA0.3H^8L2D(SZZ0>Q5T.IKC:_TJK5,H?Q\WT[<6E&TP* M35FI(-
SNFN(S< #IH4"L@5S[I)HWO9O3F/TFN&V$T0^8.S8*1W()CC-E,C M)>DFY_X@HPN,&GP< \85"I](<468TF U>@?,<);#QMIM555RD-
$)KXQWJ'*3 MR1I73$<YO$^1V/;C1^2*'JT96REMY7@XQ:?C3M#59S MT99.WCR^7:^WB[?K!X^ZU'4S%?]L[]-\PR*YBQD3K9)U>L=+]R'!:!S3\B*O
M;F10_ZM5UI]? W_3LAE&M"O;#50R;F<7HS=O MW$F3B OYYG+<#-IKM]6V@X]I/+%,R]8)UMNR7F"],T/<#;G;[?+.P\:N*%]MH-
/[FK9I$FN[[2R[5K M#:]VG=;6?F,-NUVJO3*Q;FO0WF'QK\G3O92K7 L>)(-DI0?A7$(KATI().6@ M/579T3_I1GG'@W[&7FU3[;!1$<,4R2XJ TQD-
%",L87L08&50?%$K)9DHYCT MZ14QBQ*R+U>]'$M]Q8XM^+5ZEWF)!5X5=7VK"TN1PYPL#Z=F.BA<"DV_U\S" M>6$/6ZNV67X:%UP$O?
&DE'P5LKV/Y2=K% :7:=):&/AI;^QQU&Y.R'>)<(*/ M.KSJ-?A.DP?S8K'+\A3C65-^-QC'9EY2AFLQ^#B(L_;[YRZB"FP5>Y@>47F\
MX\H*5,2@%$7PG=.2;?.-OV[E9DX"?EPLV)S=Y M-WF[6JUW']/D/1H\S?EX^-#:2K45OXM,3&:%'I<6 8%&6@)>"P:,J"0$B31* M^A2K^!E-T%WAK$-
;SQ"C M_-!=6]IQO&#Q#*D@PL*\;B>S_*RP7K18$&9#-^G]WAOH 5W?40CZD4\O[LH^==7/3%"IB3KVZY65^E:GW5_R^$M#\VSR.
M^7.)8]8"JRJ%50KW*X6_EL.$*H3[JG*LED;%N%K)7=D33F +5BFL4O@D*:R$ M"E4*JQ0>6@JK+JQ26*7PT%)8=6$E%SJJ^N)%3L(BHZ5?
^E/6*KF3J)*KS!@[M$YIO[TWZVG%!G@O2D%*&9TE)[7<:#!,!M)RNV'URV+T'9(V._!29Z#&Z<")](IM=!OIO-'0 MGI"U\D-4?
HB*GB\&/4_"\J4JNF@$VJ[%E!7"%,Y.X8%P1X16,?#TI/J&8\+G MAUF^7/8I.ST:SVKY5NRNV+U/9+62*<XO@Y$;X?25ZGPJ3CVL6Q<"U>JY6SYU>(=
(1#+%6S]4A/NZ6-:>] M9A#5NIWCRB"JU7-5"JL4'EH*:_5@M6*:Q26'7AH;=@E<(JA547'J_;7:OG'CO=[R[3Q$T+G_5@%,87J??M<-PT M-
1>MYJ*=7B[:2>01&^\HY25QV$D'0G &WE@&R6O.G=$^\HTZ#\|CTR10H)E& M$"$R,-1DX%D9(HTR@F[4>:R
X6V+"W>WPGEBZ1OO2T9.+F&M)@!7T*V@NT=(M5(DQ3HP"GX(H:@ *Y6$;$+FB3ENTD:O-X)0R GUH*@R(+P.8+))0/ 7P9:&
M*BET"HFU9JW6K%78>S&P=QJV9E11A:#!2*H06#4'+UT"$:5$^%1&47L;6#E- M@@<7P'I1ZI#QUTZ1#%XHQ_#;ZDZ@*W)=;^-
OIP8UE9;LX)N!=V3 EUAI/"" M> B:!A"NK2&*#E(*,3JOJ64;3?ZH2TH+:]!\]1E_DRB@8T_!:<$M&L \T8U" MX7V ;I_H6N#[5 =<6Y4\>YD[F;7*216?!
M>X)(:E0&3X,#R8DRTF1+[0;9RC9QZIU:DTSWE:Q$P-6:K"A;4?88498&0XE@ M$;+4:'OR),$SYX!+&ACG)F??26!ZMRC;9Y96D-U-2+KF6=\[TS\-AK-
IBC?# MTKW+A#-[[B:I*KN34';U./;DM%[0J*@X9:!M9"7?.H+)W .US%J2E;5Y@UUT MFTCUSVXR&HP^-+^ER1\%$1: <5/_X6;=#\5:KM)T_YHI1W)
MNG9D#U6.Y(Q6!Z0Z(!633Q>3]X"8+NNV.$/,:)TD->M>@=T7#%X2&)V&A6A-=*DWTC-"B8*=':Y,E<#H3+31QW(8N
MHM_'8:'67GG50JV87#'YN#&91<(Y"0&4+I4SV@FP3G)@(3FN/ E*F2YBY<>! MR8153'Y,1/TK[4>.HV?$+AMPO#]//7-*?XY[QWA_/AC*D'RX2RF
M7F@;YMQJOC%)0U6>I#(2 U3APD84J M8\Y@')/&BH HN)$-9V,T+"!8.HE?QPG5X"V:LI0RF3-10K"-J,'SF2=Z=E=N M\3TXNR_)[>%WAF75\-%
[""7G<^%M.=[=*/9&A6?Z8MSR3*?",]W;9*)KOW@D MXFF##$Y87N11E6JKX@,9"I3%R%1.,;N-8!6WVH9@"9B82BO'C*\HODJ2485[M-
065G^^V4V?BN'99V6 /V%:\OZX:/DW*\|3QIQ$J@U'/K73#4M_\B%\HED;O M[2A/7#.=S,)T-DF])GTH\W[V@"9.FO-C5,@;5'5?6H'Y%\H-7@^F>.]P[YK\
M$,)<8?^>0AI\+.JZWQNEZ?I$W=TX[?8\?+%Q6I1924444)-1()D/J!&2!5&. MU&2.680-?;E-G]0_PGF*LR'*T7)@OX[1O/CK&
(7JAU"\9=X:;/3A>K1==TQ3 MS\=>6ZW]Y.;:EW5H!DV1.;2XBEC-6Z(5/CG76F'[1HY[M,U/^-SS=^D<+.[K
MV;8WA'MZD[B.]_7QG>W%+^T'G&*GPFU;;6HRM$M.=J&D/PERU%-C._XA.XO@^'P8=WHZDGVR9Z:G>9)]A["U\0+PJ(*
M0*5/(,J9D5%>@%4F*FN%\6:C)BN'R%)0"I0F%@3A"QR$2@"=G:%=B"NHF67 MS>CU7$*OXV#-
C[/)!!]J.RJ!S7@SU7VM3J\FJR985@BL$+A["%0Q&B\=A8C; M!X2("JRD$33A,<08'#7\-@2ZG)A/5$"2AH*@P8.-GH-@E"7'DO"*[!,"A>IS
M+2L$5H+$_1C=?Q_Y:G;O2.=L&TAX%I*XY<9X5"^XTU977B9KLW @70HESRF! MXX1 4%E)09UU,3W%8E^>;R]%?
&=*"W5EGY(=V^W;QYA.69PJSE:4 1EF% M:D&*2))1SNU^OJO(JW=JC#:)]STC3J],K'J"%04K"BX.R.>!@ MC(D@E,O@B1' !.4N.Z-"WN

LV,HK.@C&6{GC,-%+P?AZZ"(0X];S A5^>Y" M>-D9*I);7-MA,J3Z/9:LWX=,SW%HXCWH2:N-S50+L%FCSM.6@^UX M9&(C,[B;,Y1?
T[3[$Q31MWJO[L^M[7,*B0 5>BOT5NC=0QB*,;]$UJ"\8^AN MR !>NI*'E;6E.CB;-^K2NCFXZ1QZ+95]Q4T%WLX.=W9"?[HG\.V$"^D8AKA+
M:#SM^91&A<=A MF,(TQ;/>,N/RH=?_=)XF:<[Y-[[&;C"2^.GO<475\R ,W3E6KPLCU)NT?.S M:0]G;##Z.!Z$U/YL]4"#IIG-
G[I<,2PH'7QXX.7O2]S0XPAI%'O13=/9&FE> MT\N3\<4:5^VGP8)%\^]G?YSU;P(Z@3OFD*(.9]S8Q8X;P6I,&2B71L;/O.%OBGSC==,P;4DFF&2
MXF#;^R=^-)A>M93F M].HR7?^VWVMFX;S7]KQUI?*AO0",)XPO4+("3D*OP44N[RQ^6*Z.7VOU4<+! MC"\&H0P*GQ$'U"SN7NS9V=!-
\!$CBNGD:OTKK2]_N=K>X^/_!X91 M_0:O.6=?+(H4!W*9;QFXP<-9@*!\-!C-W ()BD6*9FO+;:!N&KD%$N<2I@&X M@-_\,J]N$-
_^JQ6#SZ^!O\G#]!GF)/5XM4(P.;L8O8F#YG+HKEZ73]]TT8C!J'W81I9^_4=B@!_EJ>',Y;MJ)?MU2'Z-\KM,8KIR*SP_T M')XBET_CK]IFZ>A-
#KC6=UBMU_GJN&/QS(,12@W>?(K[=O,#G,WYV^WR MSL\\7,8AO7;#3^ZJ61!!KJ_T7JH,3.W2=8%J@4/DD&RTH-P+H$+5$(B*0?MJN/?-\>FD^1?*
M];Y&SKW&!=]KR>![Y? V+-G0BW?Q>[IP@](L!AVH!F>QR0/\$ VJUCPJRNV=
MQ]&T\]OL"H8?/]+C(TC>M96Q\$Y7FG&R6K#9VH)=KBW8^'K!>M^6WS'RYO>_ M__;N?4G??
+>P*^^PU\N,BKDB^2>PGR_8/">MF>;L>T/U/OHAK/VDT_G3]: MOS@MGV!EXBS<6/?)30HQ?^NMCN!R,OZ MVC.>N]O>-YW.S2[G-
MCZ31AM$\F M1=")2)!"99? T,7 T19M(R%YM-)+>YC1JT2]B)>YK$GXMX/?&1NV-V*CY:J\(M?7#OJ0W5X(WW?E^TXHNPW2MDA[5E3]\S:R?
_4XG3H6^$]E]3Y]&T%HC:-1GA M8Z\!5 G&I<4W77.C(KC M&:.<^6;:+2//XSPL0H0MQ)5X"Y]1B>K0/+JLF>H M;\?_F!H;3%:MJV+[**L=,IW[8%.
(L[*@]*:[G>3^B0HE]Y[>]K[_V_ MF4-S#?VZI5YZ^]/;_[?22]>+LKK?VKV*DXU;!2!Z"K6*V M!S'#C1I05";SG9-?][YUW^&B#/ AT5B8KEF?
E\7Z[/>^]=\MVK9K@WE^N$&T_9[;_&B]CJ+MUUOF#[@E'K7X)S/<#]--D&G MC1Q-)F7P%_.CC@(>;;O&01X$E+P6LR8-?@_'L<2OP?SX
L''SW/4ACBXU: [2G%@>5K YZ"1$BH[->@TU6@%#"@=`&`G',&VHMD7XC:+U-+Z$'F5P_MMQLD1111U_,J[_$=KTL^EYOTN^@L)Y!Y?]?
$SMV>J_;T:\W6.H) >0FDWFIX M-#_S:XZSL]"11))]$Z%R6V'/M-ZVJ0[?98N;.W]&S[CA>VX<5,?X_,:XI^Y(MQ], J=,>C8_ P]];/3/7A_]=W-^_I-X?
R_C@|OU?[AC9:,?N>&_ F&T[VKXP M89VIVXX;Q*Q6\^'3^], SD,"7PZEW7_(>]U[*P2)"FC2 83S'(UMGIF Q*FMM#)(X;PJ0%IDOVK& 17(H" M
HW*42V9]?*(ADB(#2HQ!@QG'P23!$RP#C*CG@661=ALWD$=&'R&\T&,.?3ZES^MI9229$%S1'N14T0,E1F2)#$$(5*R
M]JL7<;]D6VH+T4]\"",$,:*06LI$B21F"4N&K%PF&26H5!:FU Y%*^"QD#\QJ M[]VPDE+/?2Q)\ 297&_@+_SO4'IB+V'3\'W[R[]^__S1N(?
U!7$H5G"LXOS!P M?BHJ4IY8#B2"=:I4**IZ*ABX E:PH:CC>CR5R_","->2XFWE@)$R*:4 2,J M4AH]CRJ%0+]Z$2*5LV^<97$SPBX=0X-
=,TC:RM(WF8--(8&,T>5< M8C%L@VMBGZ@H!2\]$RHF5DRLF%@Q)?'%)LH9RSP#P37:ATHE,#P1A$B2B(S< M;;+9.$$ECI@C(2B60:"-"89I
CQ$([D2+LF#6HJ,Z+ZV]Q>]U#3]H*RT!NH$!V&E N.S M >]\ICIXHOE&^&-GJ32=A3^LX7W+=MP6Z$@YKZL[4$'W&#=&!=WK?
O5$2935CENN\F:+IJ M!1N!6203=BHRT112**3)TI24%14 030&1{C->2.CFBBO MC9.ID(.@I:N%*@R-'(R+5'NMI&?JD*!KE=U]2/O$(;J^&H3
M@=I$X("NAY8AH2*$H$QAOS(97"&+%CY:PXT.$3&+.2EAYGM/83],Y' MQ>"'*P4>.P8(GQ IM2ONL "}) HX*?'5%=)HRA.B-?
L((U\DY1X"RTL@E,,1@ M0B58'7504@6J#IQRJ)CI\]K3I6)PQ>"'*P4>/P6CMRIQ(.;2D"FU:PL%2SR%' MRJ.E6BNYD)O,M?
@8B+X0\J$M,DRVS%S[&,QF&K5-UQ4#-Y7 M7ZTO=#(TN]L,=%V2WC3KB.4RS>O2V^3TB]A8\6O%T>>:4Z_
MV1E3TL,X\18/L1;S_$=*E_@\PU7_C47CAW8ROC#ZPG*]W%MKG)0K KEO;EUP MSP.]*0KS7;82A>N>&,^10O^K_)7W3,)V+;/N(;?AB3BE4.!%B/@?
$2QXEQUH M0@TW!ITAM9%TM#U%.7'>&FC!<;@2<3-:([M18A7B/$&^H(,(UR+)A5 MA#S)(KRU$7XN=-Z%LO]=?
M<.Z/WXY_X1KS1,K4\M;@QS_M@QS)5FCYE=>T MR^RRZY7WEENIA ;B<;V%R:90A1D_V@A'8&P3Y?/6ZJ;HTNUY])+[-"I4U-9" BJGQ#4Z%2\
(SF[).D&R?*>HZ.>#UD(:J7PX%C2],P=6FA>!C3RHDZ$:),VK;KM_#5A]")!/)_[90$G9ZZXV[9RYY,T=PO1=4N]"_SY>=-#-9CV
MWQ'NGL;'&V_SMB62:Q9-'NYM[5 [+7RUTX(]3*_%>48%VY:AG^Z9H9^<2;GG M6]8QUC$>Y1CWU$UB$V2/I;O$4;*PGN:05ZRKZLFI]X>8H-
WV"G?VFU_FYMK M/Q=S;;YQ:I45:E:G[]?BP]4A6I7A5 '-0_NKXMZQA/^XE'LZ8SLIX=B MFW&4"F-5JJ14=2Q5O$I5E:HJ5557'7Z+5:FJ4E5UU7-L,;-
^_$P%7G4;BH_U M\#V(NM7)5\XSSY>!I!5@<;;J74M>*RLXY5U_/&%BD)$DVP4D$16($S*X#1+ MD!.7F1K*/-E(FH^9R"!8Z4JC" CI&!CB.$C/73
FI\ST[=R;FT55)0FGJZI$< MU2>L=]YR'A/2)]4L*Q@>0"P=-*YI 40[A LHX]@L^'0J&=6:&\)K.&-(Y8 MQ508PRD(A$;P"E&6.\,(\4(RLD&LNDNP-
$96L*S&8L6_BG^/QC^F>]XR9;WT6B]L[P3]B^-#OFKS@1_*O&8@7+"I9/ $MJ2&2:.M"G!69A#!!;#$<[*6<(7H%X7=H
B3@<5=2Y=O!!EC7/@'/40&4V:)"6TLGL# M2TGZBML*EH?NW75"2-QI&/B/_%D"J4BLL:\3TU;'=BC>S%*ROO $WCX!E%OSBVW))1,+O!6[1-
A'=G&&G[QE2(K'F^1QK@ M_>$"]_W@7RWS?>&H:N4WD2 M45(O1()&,\&!-<)G*8$ M/.B4BBSQM95ML$BO>+F[1O2:VEJ.G! M1QHI?
EL0)373'HKA/#]X.' M$_T@U;AQ56!5@3U<@0DF4>M(#]Y*"B)\ YX% M 2S:;!,W(6]F@SPU;KR4WY_7Z91DSI+"ZFF?C7U*U)6I-P-4CH:);&1 '/%
M;"]MK(QA:.HGX[6,F2FQT9CRJ;'BW2'EKH=]U4]LV%>Q[^$YPTZ'E)P &ADM
M37D36&L$!!4HM2H]ICOIN[Y[|..T@E^U$BM25J3<#5)FS;6(C"/6%2O1*0P4*Z%2'';A"?&E41OVO$KV9[!?$*XL\(Q"4;ZB8F#\'+ MDDKN*5BM/##G
T\"(3Z13OA%=@'BO,]$!?%]ME?$KXA?$?^!B,]=S((2 XFB M[2ZH-&"=)N!D%M[Z[+6CG;"E[,QI=@Q%?9+0?R])<9OHSV>XRG'^_'4#2L%
M]AZU)SMC13KCN$#-(?7GL31U>,CT'(^$[*5KD%6T3^Q>DVHJR%8SMB)L1=A'(VRV]=1%H9=? MZJ5H:;X5"4.T-)HHY1!\-
ZK]MXF(=]X8TO:)T!5A.RL.P-<.!_;].UI!D^U!L&(E/] M:6@(V)!%)A>)/;DJRV8Q>_Q'.4YP-T[\HVO.?OF./[T=S>4"=_OO:>B#*;X? MM\+5O"_K]Q[O]9?
A./SC52^A8%V6(^W)+*UOTO7#:'FFE/[FV HKKI_D,746 MEY?#=(%_N&$OX&3U,LY6;W]7;W)?+YZT_'\I*(I$-.,G]?>:#!*O0N\UGG3 M2S@SL7??
>5.'S]=3M.%3Y,>)_T>(TSTW"CV-M[FO4'3<^7)ASB\IO?M8(0C M&\;_';SW>M]/W9O7:..8(2M&#:66-E"Y5W9'FXV'2_U1GF*P>A#>>CR=1BZ
MJ_%LBK?XG.*;^>TL.2/?++^/ZS1TETUZW:1+-\&=NAQ\:QO,+_W]KE/+CX-F MT))*7;U>7N.^X\CVKHJ=46'*?3^7:2G/N!@SSO/G-Z_^_0N_I6>2;?
G++7\F MS[C5^[WE <8HZ"[^)7S;O/XX^X[!6U3..]Z[L?$QDO'6'%MQ!_$=7M)0\;= M4S[]SU?JU9>'OVTVV&XGZ*:\M-<=/QX&!\Q?[\60^-O<8[K
)9!;*] QF[#\@N!G$.TXL$LDU_98OM_7Y.UTDJU5S8.O2Q6O]L%Q MTIT<\8%4IXF[]R[3Q$W1M;R.J&8 M\")X2!8IF!YUF!ICI(KQR-+7:0XK
2Y/2SXS5V54'G3U6D<[9-*5UC3Q2H& M5@S< @.USBH1[2 ;;T$XHL!*$B%%84D(V1*QD4N[31+";C&0]XD@%0-KR=V!
M+?,\)]RL=ODIZ;0#FR(O1A59I?%?P)%0 ?)'+_F(D$]A*&$, MI$#;6N@HP"@N(=+$DLJ$T[S1;."IEOFN)#VC;J]<&O(?$\F^>]EWF"<8=;D MGFN:-
&UZ8S]U@U&*O<&HESZ'7K56U5I;=F_7C#FG MP*&6 B$$FN#:<%1=T1?*)"'"-!O/J-F9[*^+O\M^;]$.1[W<+Z7X[^GDAV[^,
M)S>/@3L/,LF^XC7>7O&QXF/%QP?C(\F!>)T)PAS7('@R8*SUH(-UA%C.!,_$ MJC\\/@K3%[SFR=0X_+$;_3?"\]7D/SF55M,[]ZW;O+6"Q
PZ,X$*SE3P)'%0 M0LF,&DQDO$L;5>V_WI4]W/-UB>D&OX5)2M*5I3<(O,P>1:ET1 D5<4#(&"T
MID"X3D3@*QKVY@'L%B6%KN;_"5+RW68.V[C=PR?DKO'BI+2L?6&(1OQ_OKIT M'Q*,QC$MK_3]!JG?
OUK^L<^O@;_)P_09XF"2VIU6*+)F%Z,W<=+!<#MW5Z_+I MFTL7(_JI:\72@_GS+KRN^1O ,VNF@WRUO&'[4TBC^.9RW S::
[<,O;,,!1>6/EVIVY6J_SE?NZ>.;!:(A@ \W431:,9C<_ MP-FCF5OOA9PUC98FH-P2$")+<"(X",YJ1Y*CT?,_Z;M..#>53CEE MZX"Y@*Z$S:CZI
[H&R0NA;+*B2>U(+S)N?D7-RQ\(_SE*;=_;0\M>/F&] MIQ82V YGIZGR5=8.%W3&^=C8=S\'87%NW1!N.DFZ0&,ES<(,(\$,2K;Y9SM
MDO%M^1S/Y+8\F=NS71*^;[;+$QMC)8FK=%;[&G(EB:LD<56]JE3M4:HV+-0J M5(<^8;_S>1]D#YS"""?LU$\7<(7[=-9P]\].>!U-
>'L=9QX$U6IV$*@=U"[R(M2:@%+KO/=;OI=HZ9C;,%)*+/PP1)(4L;2W8V"XS1#EEX913PA?(_)8?(-M4E *E":V=_+GX).+0-
&/RBY'Q^)7>%EO)6=T59+"99^K'7=+?,9)%Q4+G]6R M5RS<,Q92XKR3!LVM(!#7)%'@::"@I%4J15&!$+%$P$\ :)M!E%-;P'*C>)"A[>N1L5:;T$-
KN.AO9RAI<(V<5 BL$ M/H;M*B5E=(#$M2YP9L"1P"&%P#5SUCBUT=#HZ0&S74&@Z4NI*@0>FK"E6NGW M!-C&I?HO32ZJDNI>26V;8/LL1'?
+C?'U.7DQBLXX-I]U(!*R]"BDQ05G4N0 MHC2!!N5$W.A>YJ&M_^MX%,#K5=5;W#3>[U77;)UV?LE!5M*UH6]'V.^?P0@8N M#.C@'+H(+ -
Z#09LXL1);;B588=N1>=H2ZGN2!)C O@3A]N:0]NQ._%^7)@, M*O/[14?.V-%2N-X5H@'#JCZCB73[""3\V*T('H/.D1GP0H?T'\(H9">,= 1
M;Q>UU21M!-G+^Z;4!^%7,KYE,.W4.Y:07[*N6_'XE<>!S+MP6?DTC.58P"EF +A M-0%;.K5SHP7-1'IKGI0'7+B;UQL5-*W\MK6B3?>) 7UF6-[
MNS"?O2,,&!<2!-4!G-$*K*&1:*R9_(IX;.]0]'N:!WC'6_5-))AWQ%KRB&422&CQQ'J(@ 0T'1FQ@7[V(EMDX3@E0 MQQF(8/$B64;
(VG(J@F)>TBTAT.1AZ!I0R\$&KT"[S"BWR>1HNCB7WP,0 MLKXR%0AKL+]3MX*;**23H+U-I3PI@\WH5FB2BU6!F'N'")
[L']Z+SH)SJD^I&5+>B8F"PFWX2H(GTC$+6M%46N12L)(0 M(S%D0I355'9"\+L?+)1RNH!Q6,]B5-/V:TYB34GL>8D'GP2JAR\^"WP B9A
M!^&Z9Z=P.\W-_>]VXE+L_8"#PZ2(P$;>UBPN:I@4R,^AV%%J0;E"\+X*)5,GCIPU@@01DEP M')%;&T=SX7H'F.6R!AQN35$EII(08'1J&ABKP
M(1,T$XD3V:=@#.LZX^4X@.,,5E/RN*&F1B=W?7CXTZ).'?3WN]NFNJIX;.& M_'I:&M7SCQ62]UZJ-KQ#L)9N=%.BTNEB"992"
M5=&!#5QS?!&%WT&C[5M>[-*4+I;T;VD2;I=Q7,XF:57' 6R]D(,_^EZNF;"G\5_BK\/1S^N)/," D^"@XB)@>&Q>!5-C9O]A[M_#SXJ?!W M>C6[G<-?
9=0[^,EJU3I'+W95Z^Q'ZRAAM7>H=0*G"H0@&4S0"4)(D@89@HF= M&-
U?.#AZJLXYO=KH:G)7*O@MWOP$R%H):@$9@4"&:4)K,\,8G:>,Q<48R[L^ M-7\J^^*D*?H\QN/&U\|-T1[) ''P\)K2;WYOAO9\"'JOQM,\Q&$7\XFMYIH3^
MYLV1F?K73_+P ?_0],.Y]T>ZG*8+GR8]3OH]1IAX2NK'-L_1[TW/4^_'\07> M[ZIW]IK>74_PU,\L91WP3GLSY ET.'#*5S ;%7.0;(06!WQ4VHD&8
MN"K<.1$Q47E()MD<@\MQ7]:'POQ.UK?6^W3V]PO=T4%_ICZHW&T!Y5FN(L+L9\ M]O2G^__9>]/FQH]D;/3[_16(MN57BD!R:E^Z;45HI)%?
13HY:L M)D9H@,;2W9Q??[,.0!+DX=X ")(U8;=($&>I]LPG|\RK;-]CP9O>\|!X?U?K M[,=H?DEB%G!5'5=ON8$T2F#"_RP:Q3+''+VIK:S);ZY
M\:RME"\#Y?2YG7D MV32-0OWTVAQO(G3_ 8O3&#]!W'7B0=GT)FUV*Z5[U8?N&WOZTFTPZMZE M3,?=$K\>36A9T^6\2 3/%_M_9*ZM;
MQ[G.E?MQ-!^MFL&]/;O'33[:IJE&''&IZW,_UVVI[A>,^WSYW=O_G3+M?Q(M<__(2Q]YF3Z27NWWD4=:[GV1BBMV\;_'WN<^E]T1$G#
[K+6ZU?!S+\'S\WH6 M?.^4O\M#WME1G?$^GXY'>7 FU*Y9RPZWZ\+M]!@Q^VG%G$ZSH_*WOKK%Y,H MW;*;*Z9E\B#VLW%(^_<,
<[:^OKV5EAVSXVS")EC_1Y M7_9?P^D'>LGY]DZ5!,8OY<=1#:S58O$MM6KG>NC-RPO)/7$\NN%DP\E7@9/6 M!1^L%8
ZS=3K4N?.&D12*##Q:!\ZA4C&R5'1O".O.M/4?EO@S/>;W3SC^_MB'^C9Q[/MS5620Z5TTT8-7!LX-C \;[@R#%IQ2P'X44 Q6N!7M8:,#+-
M3)GGN+'E1HDM0>,A,2 M%!>Z5ED*,(STV*10EICVKHX?S_*:LLO'"2$YY+Q%;1LJ-E1LJ'C_VG.1I*WE MM)FG ,IP!4$X ZPXIG.*)?FMH.*!%/(MHB$?
NN:=:!R_;KDK@F?)GR:\+E_ M"HOB)KNH2'P(#DJJ ($S"=KRQ KWB:>MS%U!B$K^XW2YM31*-^2NA6D;*#90 M,*!X;U!DUJ,RL0 RKTDCKRE]07)
(!='EJ*393G_]^VCD6P1#RUU#PN8AWYLZ M_OLQTFX4 HHF?[8O?^ZNBW_&!/A(PGA0KY"7+<,2P9A2(5QRT8'*+I$,,PDX MB\H7SZ/M=S1\B
RK3=KNJ]1_5S%@VY]]&EJU8WEVGW8)KX_)&OHV]&WH>T>D M,Q89@F80O0]U1$T&Q]YHO7!1QB]%W[NLAUV@KFR(VYS^!V9E3!=AO&Y"
M>K*F_B;QFK^K^;ONGQ*J#),,&7@I%"@C!02O%&CEI60\EFCY/H, VS(1C!@* MQIK/JZ%A0\.&AO=&0S1)*2X@:4/(ECQ"T*5 SL5)KZ4L\8L\)_?
U_F\+!=F0 M^Q8";8[_:GD5,A_K8M"2]&TO-7 MZ?AZ;&/#U@"X@7T#^Y<&\IXE6X(,(3+8#*X!E:PG&5 S(0F=E=2Y\=@[QE
MKS.TL76$;S&.7<4XZ,(Y_3[X&,9+K!/6>I/7FM3=M=051Z(R;IXNZQBU)Y2[MA])R^C[;!^E?%E(%W,$DH\.E&(,G(L!$N<\US"*B5OI-W2#';2UU"H_
M=,SO4QO>H9N7$.MOF-LPMV'N'L(UAI'Q802@X]4#5)4EMB4,>E_)*AX&=L M^)_3;?XT&H]_&,W3>#I?SFX9]ET7F,9A3BQ(^_L!QJ/Y G",-<+:
[3&I4>?3 M!_-H?C(.IV_+&#]O'CNOH^[^L9PO1N7T;).[+\%\$6:+=]T90[W__&TD;!B/ M)MBCAHNCJK/&^5?;(H_>.,'[TIDQSFCGG#\Z-
%C]NU5FD"6QDI(&PZ(@9G 6 M'"\;T&AB \N#TCU'Y6.8X;=TC'DYQE_*V=)N9H\'@9V2Y8P,,"/9^KT/NNU'O M=33M>[/Y\@.]
(=ULW@VT3\=A\IY^[@;!TZ]A-CNM7S[WJ+Q?;^,@G@YF>#*=_M=6-NY_B^0L:@S*8?]C[6_@=,ZZGVO)MJ+P>+Z>":6?
I^K6O5]ZFSS.GUZ]>!4"'Z)/0-SE-N\[W^R*I7M%QWY,R>"6K_)RK5+I]X1\3%/3R# M[5H\O1Y0[DP6?9E#I-
O0]EL7WX;V7Z.XM;GMC>4;R^V2Y;Y+_[LD5;CZN>X5_M"V_W'Z8RNFPS^\GGE5VD$_HIE2R$))!H*@CPWG&"F*7@2]G MXX(T#+0H$E3)
AQC$EA"91(/5B=[$_!U/J,9YA^6L]'D_:\X&TWSML!0^]'T M.T[L:U#8H+!!X8N$PJ DMZ$4D%%'4-X3*.:H"=9DRE)KD4*OB^270.':H??]
M+'N062D769@7H#D7H$SQ)(DT!\]*XCD)[75/9GC>[5?69Z>8E&0?&6 M@8JR@'-9@DV2JU*T8 5W+!.,8'EJSUXK$@VF(TM3YAJJ'2!@-52_:;&"0V@8+
M6IL"BI-^'PMSP#C/P;$L,NN5UTE.2J:0P$=%UD.J;F7#"D1E@J_ 1,_-[EW$ M>_2$-'AM\-K@]<7!ZXMH)"@4SY846<#,
(ZG%*M4^2;5M4K'!^<1+2ML$\&TZ MMN=T(_KIKHX>;,>?AQI=I'><>4^P2[]TPFP@L*C 6X<. M,8CH0B^\J+GVB@601?!Z#:>OQPQ,
(T9A342U>^>$&CKS.N&UY3WOW^7^N%3] MKF5K$V]M-V#K#?B$N836!FYC 6:* U5L 8\Z0 Y&E,!$*;G7&S 4%!&Y M2. M)!Q/L2;=R-K23)!,1!7-

[I.HK1=#8W8<,G[Q+0$;S#:8;3"[>YBU&+RMF89: M!P_**@8NAPQ6<2.UUI9GM\W>C\|]9;L!;P/>!KPO'7A?A*>^).YUD1JX21I4 MCJ0-
)U*.2^'*57U8FUXUSI= ^XOWU!\0VC=??8/]!OO/4-\NMFC/4H1B;2* M50("R@S9!HX,G0W]K,+'C#S8NEO#2S[DVKY2O-
V%_Z^DPZ>'%>WW(CY=;0S M_W[Z@9YV.CC!6>4LS(,P6!#JO,=J^ [")(Q/YZ,Y_9")$0GQZ&;TI<4QSG#P
M*T5,TS4V#X.3:7T4WZLNW/67[F8I29)\P@?,U4Q$M@R)?[D*
M43L70DA;]8S\='Z(UZO*%VC]T\|_7H)KF&.JD%UC>7.]IC#Y.;2R5V,WJCG=7P>@5Z_\WK\2#=D9-7X M_O(?:#=7'W?'NPI#AT)+>AO&G\+I?-T?
>_.DS\ZN$WK=.6V\,MWM4>Q6R M5_E\4)V1Z."C"$X- J<-*FV*>+@%6=0M+/>)V^5[T7E'@.*/TT68?)^1.K1 M=_,Y+N9M9-"UZ0S['QGDGL_(H
L:&JR(:.>S@[A!$X-W@,'ZFN>*!&S((,44 M)*:4+&YY=M!9..7'$6D+^%?"NGR5=?Y\^K?PC^GL^\H9KWS$T/L9:5:#T,T> M[[3/D-+RPY*$1%7//]210?
L'):=PGQ!/J';R,>>)X4+J='BSG6);CP9AV MO,XD6NNPH\G@W[%"<'>_73UZN%@@HONC_S=8+H>8C2==(EIW?-C&-);7UM?
6U]KV=]G#V+%WWD9?:(](NGFU=EMS2OJB__O[33OG^^CJY+[FQU0%-?GN9)/::N>JN63@O MCV7^N[L*\[_'V9^^_8Y6';YDGM2+(X^F,C\?%'KN2]
[B1*Z7AU/_6;W_'4A] MO\Z.62%6%PYH8KZ)^<9@7SK"]3R:=L99YQ&UQE^-OQI_?1E__8R+)KX:>S7V M:OKALZ"VQF"-P9I^V/BK\5?
3#Y\AK37V:NQU27QMBJO*6JON-=V/7Y)^>_O; MK/:NWO'M:$&+3S?WF1A-UMG C=NW&:%QA]%0TQU /\U[;?:?::_&T_=[Z32Q
MRTTYO$833TT8]U_\"YZ4>+[G_=W8?K/]6D^49 'F:A-,[1%BEA889RX&KCTS M_&I!41)12B4\Y!PY*)8+>.,%>(E<,(;9%7^UH.B6\J'.*
[+%#FW>N*>8IKA+ M)MDU)C1D/,!#;\CX& 7B%O!\>/NT?2(Q!EM*5 3"3FM"U1+!26] LUAJ:V%O MHM@Q$F^XSS9-D2UALU)#M^OV/L^'2_?
3)ZUA]&&>_LO$Z+UC)M?%")T4*%LD M*&,2.)L%6"Z-C8YGD>2.,?-G7&P)'[T>?6!*,KBE:N]X$O;T9 M]6Q(.].0L2%C0\87A8POWJ@7F;1-
3!Z83H2J$1V$2#\E8T(L]"=2.'>,Q#LV MZO70FQU/Q'@^7-J,^H;1+PVC]XZ9T;DBI$,HBA=021<(G QT#(S11X@AVQUC MYO:,>J>&3)J7AH]-
=7V%L/C$A_X\T/#-]7T[;:\,E%"(G^\38: M+Q17UO8FY7B6Z#N2KE&!<#!:2]>@ANBC,$KID+*^BFGWZ-9Y5DR_KJ/_>]=F
M\J^C@OV.WWDYJ^E>#U?:;R(,=23.J>)J=^[&&X-')HK=6LK_JA/%OE_.Z:$X M&ZSZ=$\G\^/1R;Q)HR:-7H/RPK3QDD9 LBB"JC)-
GNA(Y)9QZ+LT'D7E:8CT5:'4C=M,6"*E&# MXRS46>\IHE+#KEH66$-$!L@O@A ?/&V>PQ>H#$9C*NV.S,!HL@* M0C;%VR"5Z">#;1F
=VR["S7DOF6#-=N]8?/+PN:]8Z650B7T!DI&0KM:O1"2 MM9"C#QQ]EB&6'6/E%FUW*X;^Y?DTFZK:X+#!X0.RP(S*S&F%X RI?2IR!SYR
M"3X78V,)UO,>J#E1L@LFDI:H#"C/'+AL/? B.'<6L^'\F66!<7YD6QI8ZQ>V MMS2POV*88TO[:N+GE8B?K6OCK!C/F'20BQ*@$A,DA+R";%Q
:]$:K7I]%DS0 MA:0:*$DB3EE=(.J 8)1Q/FO.4R[[<1UW\]'AGSB;OOD6FA+>4+"A8$/!Q^03 MH!791@3MK
;E!*GO+F4@)=S2#U[*U.^5N%T4W*K_MN%BP\6&BPT7O]A7:ZV(MWBK07!'&":' &R'!!".%"TYXU\M)W3(N/MI7VS"P86##P(:!7VPA9QX=A@RR
MD(*H(DL03:9_!$,I,QG+V'/M%J$3ETX#+YDPL.0 47("0INEL,9DJ]U3M=QJ MB54-#!L8O@PP?/&)5:0T:@)@#Q4T0>6,X*,L$"Q#855)T?
>J4K<,OCM.K&(O M+GF@)54U7'[EN+QWG-0N\U"\ T2O@#32"%$I!H5YEPUF$7EOQ,"6<7*+254O M+L^T::@-"1L2WI!/M?
GUFI8$H\]P/")5;_+VQ_]!G1.+28 O,H!2F8#-:@5& M.):%R,$:]@BM^*:3@/-#N/R?UTV!K7?55I.6?L"/.)Z>8!XL,!U/Z-;O3QOB M-
\1_'8B__Z,!1%>>\NZK[HO76*\L@J1JI,E:" M#UR!SC8[K7465CY5]:L8^C82H>%AP\.7@8/&:R0$)1!6F#($+A4X MXUSM[,TURSO&W]WZ:,U0*/G2
+EY:1LROW)DWCM2ENQ+U)F#2(G7/BT6HN(2 M#"FIFH=(-I+,]TR4F[12VN&YN4-?6UZ:D/#AH;[2:Q"9U.THO:JJHFB9+)'
MHS+8@MSSS)40/;TQYX*1]$G(7).NJ9@F,S\%R(DG+,Y'J?=4>M3O.,V'IMGM M#0\;'KX,/'SQ=GORWB==KH;-#2[!A_=YQ;I8=.-,.] M&>X-
FE\6-.\=*D6MC@^103 ^@NB'(CE348!% M0C)5' *AH@3CA,W91/J;?68MJ]21:1VK6L>JO25__3X+&3L6:1*H2:#7(8&V MG_*5+<^8'7 7Z]!=:2
6#"#1D=325@7?DUV8/6GD3-7"" [*H0'71=-2R2(A MCT'VAN[NJR9WR)KGN,%A@\.7 8E6Y6X;?78\[T"\-CIO;N.'R*\?EO>-D5M$PQ1UIJ*&
HPST4.UF%,(12; M7#\S=KLXN3VWL;,O#A.;BMJ@L$'A?I*]E XRVP(ZNHJ'CD%0G -AG9+*LFQB
M+]D@1.^80PM""EN'*E@(A4#1!!=8H1=+.36+_<5P1H/#5WCHAP&'+]YBYPE5 ME^95-*L38J4'KXT!ZS$9U R5USN&W]U:
[(J_N(R&9K$W7'[EN+QWG)0V2ZE8 MG:2=(JAL-+@8+6C%BD^,)Z9Z?;2VC)/;L]BU>W')KTU%;5#8H/ A@PD9P0FD@?$CUK*\6HNOO65Y_3R=T&\?
3G"!@_!^AOB!/F]S"ILT>B72:/O^8VVLLSF" M]J;4J3(6')<9 HM"\A)J*]M^ZX0:,RL>2- QJ$/"P:>D0;$DHI5.&@Q/Y#]6 M0]7\QPT.&QR^##A\|?
YC0ZJ_#0(A)Z- *>W :$23N&">WYS^6 M0Z?<2T/%IJ0V,&Q@N!@,*A@#$4L!JWC042J6:[7P93#T7,OD M=*JP:4&A(3N?U3)C%POZB,:'GN]Y;SE?
NMGL#0X;'+X,.'SQ-GOR/++$&"#S MK,)O N^,!\"@A!<0/>$?9H%U1*+P=M=(N3VK7;&6]=6@L$'AJX#"&[*^6'1&1.[Z-BE
M^SMPTA0H/LHP7ZCI=L4S; C2) \SI *,*#UIEI%YRSMN>&//"L+]FR MOEIOKSUF??TT&9S,I@GG\|$,YT3*Z7@0)IFD=S?PL>: -='41-/K$$W;;\); M9
I"%V"A=D8H6, +TKUYSBYK';WV>%6H::]<1N&@)&Y(J%D+(0D%(N:8?:%\&'KKF3&QPV.&QP^+BQBZ8H+6*-J5D%2A,P>A\,:*.=(0U-H8@[AL.M
MNG?+Z#-F^"?.IMT8]H:+#1?;H3=0O1:I5VKB(E@2%Q4__H?;XBT=X<4V]JC+\IAO]>63?X4G@A- M=[I'.R6DUC9IJR3XR^(89X/1N6AH'9.VK]-
%HC*)0'9X?X MZJ3;W5OR2O5"S9(JSB= 9P2HD@)$H1GI>$4'KI4,LO3:H3+!T"D/,69;RXXR MZ84J@43FH@JD7";S1.
[#74]UNH6.5IC/Y.MCKH:Y#7,;YCY@N)[020BA((BL M:OPZ5&^E FZ#9SDH+7BOU=*6,?>Y^B@;_C;\;?C;\/>+\)!OB-
L0]#+)HB'M3TSSD$57AH$.JE:_<4.N07'L[O MTT48;^20#4(G;!KXO0IU\['FR+\VO7-/Y?DVNIB=(D736E#."G"2"^ BA:BX M\-
;T>JV65!NQ&@/&,@^JUK-&#!DXZ5TEE!Q$%D\UR,_+(=/-X=O4SX; #8&; MY_>Z,3!"1Y=,S:4@"%=9>X@)$V0CO1(ANZ+-CA%_QW,(G![R77?
=/DP9T+R_ M31@T8?",U7%>0C!:,BC)15 J&?#19T >LN?)JH(]-_"6P7F+ PN9'?I=#W(] M3"!NRGC#WX:_SP]_O0E6!J' .*?KI 8!P:,
[41)G+#4I]ZDAE!01.0*4#L. MBJ<(/D?2KP47& 2J6%TH3^,.,7*H>7.'- 1N"-P0N+E#KAO+Z)*5+&O2LTLA M]"ZN]NT6P',)PM.'*O=&A&\9\7?
M#B$M7/G7* .:.Z0)@R8,GK$ZGE70.AH. MGOD RAH"6ALY6.NS"9SG@+T&D5L&YVUFQ>FA-N8U G%3QEMJW)[3OEH^W#WR
MX>CG0$CW;7\>8QY]W%CW9A::/C+&?O5N!S+G2W+15F\BKHBEWL-OV+'!=:;(MESWZ]B,:;)[.L]MF]J"U_GZ,@_#^_0S?DX4S"!L6S@ _G^!DCH-
IZ6<(5F$Z M6-"UB^,9XN #W>]X/D#:G3SX#4\6^"'B;"#9<""84-U@Q][KNA M><-
RMI_BCX4SSBQ$HS0HCQ*"Y@92B&@DQZRSO*K,Y,)T4L)!2(:!TF28.A8D MZ"A#_?2"6=89\V>("WZ(XY/.S+:]RL<"-DJ@C6G.0-MK >5
MB8!CG7@B35!))L&24%?)5@D5E<\:$DI#QEO(X"-9?>C0EYQ"D:87R]X6V2KV MBLGV-1,JX2$O7%L0KK9XXX%#"$)"TM5?4'(P_: ?"S:9;
LX83,H%P)=PR-D MP=$R-,H:ORM"U>KH9G?NBR?4,[5P,IH\5BN\C-%'VU?^'VQW5#. 3*YK>."N M6Y\3]=IV.PMD>UVTC J83XZ43:[:TV*H\
(LLY.VI)[G[#'@^ULZQKP#S]-!]\31;PGFS?73%WSPUSYG3I?"[75?R%Y6)ZYL&M[S.:O*^O7[\.XW Z7:[;=[Y;
M/,;A9(YOYW@29D129]O0>9A6MWYS71WDQ]%\%$?CT>+T[=D] M;JAP7#W5VB.MZF,_U_VIK[A>,FWXYW=O_G3+I?S(B4=>^Y[+M
MSQNXEAC[!'S=>S^%[_O"1_HDCMW7M.1K'/Y7EO]AE/,8GSS2>OT&W5=\?%JQ M3IR.\P/VKZ_Z/8)\[MZ_/870GH#$[D"R3@!OI4S^RT:G'(03_%[;?
5\:_.(P MYA/I1D^51_+D=/%T:2('E 2R6X>,YBRB-AR4*1Z4%A)B40&R9FAU8DZ+L.L2
MQ;ZQ^E]G1M@O9.M6L^O_(YMJ6TEZ>LC=CG/TGH!SGE8Z[7VPU[.23KI)IQ"[]QTA;40@VFC0ZG)X8SX(77T,OC%T74*GH9#&0K8YD6@D&OE@#
M2/_DK()A07R)1#N93QXHS;ZK2+!ED4:&XI!S=:AM,9X%KS7[:Q=3:YK(V[7(M$T>B+FM%Q!,*O4-
)\;O/]KP:^<>C%3&J!.A%)ED6##C%'23M,R+WWN4O MFDUS3_E7/_A N+F]MMAFR/<[(O$*(;TTD7='&YMK/Z5+#PB.MU]IMMUR4B9M MX,59" H-
"|\>%Z5TL@CK[U+N-Q.>FOL^D)T?/IK^,P67PWR7_YW^7HY .M M\H?1/(VG\^7LEG+1NN(T#G-B0MKG#S >S1> 8ZS7=WM-MSZOG>"&-N@?
R_EB5$[/=KC[#LP78;9XUQTNU-O/W\8PQ_%H@CTRN#@G?60E M_VI;JDNO-N9^M9;KE]C0_Y /*'W&;\[VX71I"X$NLVX9?5OOO7GU=(;]+6N
MF&/LJRLWW/-"+W/%&2UU5:_GA#0D8E^S#:F;/2= P'Q6'+VJ?1Y-W@_" M8N^M+V[H5? #IO6G?-W
JE5F[T=>KA2M+55F$Q0^16FV%D<$+8^MS1;FL9<^ M\C)Q9)C>[R/;(F^_5-';F@.J?'](I?LU8/*R:G2?NO+]8!K=;B%R\&04\@SJ
MX!_@,S^$'6T\UWCN*7FNI[,WEFLLM]T%-S9[\^W?YUB6X\%X5/#?X^Q/WW[=
MM32[<51+"XEN.23ZY^5HG,DB6'61&V.8XS&=X&#TX60V_=@Y6>[B;0Z=Y$P.N=AQ0L\SCEPV,'Q6Q][<-]I'SYIPT2!P*,C M8.,6G(ZV9H'X'+
(L)O9B9UX9I8K-!(%*$H 6#S[0+9+QQ4O+A?;JBV5#_I5,R$ML"W-,;_-R5BW*AYM0-YTX/S_LJ_E'CP_A
MWHO4X,:Q"O\XPL1JAC,0G$N%NU1D.928$U#'GN M^0VTS)Y7S$/E%,&F=^#0)1#&)*:M]TX\C1/5J:%0S8?:(/ U0<(-%BDRHQ4Q
M*$0N/3$I*F+2I(%9R1F/A;B4]^;S)1T"TC>YD00&#"V$+"S(DCPK&JN3\3 M M4OD\W0:%!R,1!?@B"4F3BA *:I
9&6<"M;.E=T@&"WHCP2HAZ)"R@A!Y 2N8 MQ(A,^MB;;GP8A\397MP&+1WAQA/X?OKA9$G0-9B?SFLU5O,>--7YM1N\+1.,D*),$25@IZ1I9G),.
M([^_8WZK(3 M>W$O%4O!Y"R87'NP&Y' D3$":+E&J0HW)CT-!AHW]'6D0L/ AH&O!A-N,$TK M5\NH(_C@634S-41O$716I/,XLEIUSS%H48CHLP?
C.6E$Q.<0R3X#;Z)B,=HD M@SE,T_29^@]05*^,?;D/VAI![?X#R;SQ6RYT@":WZ#IS*] /FY=9Q;&2JN0 M0!N+K+EB&5Q4FG1F9(;S[-
#W.K2%'(P6)@)7KNK,&,"G1,JVM5Z)F)(O]W?Z M;E-G-D.A6J)N0\"&@ T![^\Y)DUUK_%0.@\1E5%L*DWDAFIEFD%R=]4WE2/VU@X!43
MM:FPH:^;:.N8F$,\)-M2#@[(93":#$YFT_N!VTT2AN-LE^U.^>I 8#/U-.9>?QO$@ M]%#LMQ_\BQN TJ"V06V#VIU K;-.ZZ@8:
(4$M4H&4IA+@6132<4+Q76O]3]J MX8OU E!RLIZRR M#C31!83:X)M<.6)^M+8A$:HR%CKN<7"P5%1*X M>.$ MFRF"SS7H);C (%!%\S0U\-
*)H54- QL&OEQ,.$!+K$4 ;]SN[U):?EB.0YTB MEY%ND$;=>/3&HG8VBKK_>J'IMRT7NW)"Q'2="'ZB/_+&] MOF^<0M($0!, 30
\4P&0BG'2,@/>)S*FI24!H$2&()2."H7,_:X8CS&F#TX MR*%UK@F)@":C7Z@-OHCHJ7=*M?CWKFBNS[&:%]O73<3N[O)YEW7N_[,;/KK MQ\4/!Q-
LU< [U^K$D:C(GZ?+.GC]"?6Z0YGREGO6@+>Y57 M)"0+4 N(Q1"(JJS!12E)ZLLL\X7OQ7+=P_Z]W0Z[T65S3;1QT.BB-6S!3W[UL?
=>T/.5[9I%.LC8^Q7AV897[S)_2E@TS(@P_TY>/Y &GI>? ;GBSP0\390++A0#"A.A.[][$< M? KSP9>4FC]F-?]ZHU/YMKMM7=*6I()*(8#GW)&D3?
030PG%R^2D+=D'=U72 MYL)T4L)!2-WG-V7& ^" O. M25(.B4#!&RP@@Q.,1:4%ZW5=V ')P8)/) MMH 3-A.=DYI!MXB0!4?+T"AK>F-
Y=T&S_HB_7IH]TY GH\EC%>2GE11'EXR^ MZVPZ,OS^G?X[2.,P)X(X">\1)M.,9[>X3C4];R+T\]U4^B>;_]-I_O:9'?;2S>;*Y=F/[[.D9N M+YU<9WV?
G]?Q>:1Y_&6[WJ/;J0[AZ+H_W(6SRTPV#U@)+ M&BUI*V@(U",J"+:6.4I94NVA7L*6E)>X^&$T3^/I?#G#W^EF?QY/TQ]O!DA" MX*1Z.69+7#UH-
%EB_FYQW[?['[X&A#5>T-Y^@/%HO@ <8_7^=OM[@K,W9_M_ M"1$V#MG0OE_+^AT5O^L.%.KMYV]CF&.EX][17YR-/K*2?[4M%\NG%6W'Z3@_
MA(77+[&1V?$'X@F]S_@<%]<,V6W&+:OOS)TSVMK@RM5S.&-?7;GCGE=ZU;L4
M%YWX^WZ&>;08_!C2:$QX@!>NH0T$VUS/+;Z\V\="V"2L\AJ$K$.OBJT3!TRU M29,5I"QISGJNE\NKEWKT#T0,7,]>=];N)SY
MYSOW_'4979UX7TO:^A95\-)+UZ\#P<1T2?@R^HSYW>IQGAT1AJR_3X-H/HJ5U4_?GMWCIBJS%4#Z(ZG<5YO*P7K- M*^W@3[=J)[?9'-
MAZS8/>L%$ZG4O_['&_'F]L4_J.SB;"T[W*XOLR5[^MJ]]K/OK7@\,=TG^_\0
M=K3Q7..YI^2Y'S"M68Y?]@0VEMMCL<6M#1$>KTJ\A(8(OQU/9POX'6[MMK./*<'N_WQ/%\?9Z/\,R1J=PQQGH[(7[&OJ95OQLUQQH_!7L^(G*5RT
M6ZA;M"^B;/'[Z:1;<^?*P\EH.AM,I@MZO;S$JBKJ^U!JR^5^6*+_DZMKCTA; M>5%)['M(M&$I,YZMA52$!F51@$N"@14JF2"P".G[T*S,JI.GM)8^]T;
K=H M$DA;M,ZVI.Q[@ZC_.IV\KXISU9N_7\YFVVO@P+D>*K'C!@ZMFJ4A8$/ %XF M 85($1&L#Q$4UP%<"!H2T]
[J:*3)O01OE8LB<.3@LJ9K,L%@S(:!TYQ%X5&B MZU7_;0T!NZ D_!-GTVZB8(.]!RGL+]WA=9AV7W-LO>KC;RM^7BMN%/YJ5KP#
MQ]:SDYE;=555/:_%B!K0-*!I*VX4_H6O+#P->QI6\:*$\BOR$C7GZ)VMT8J-18&WK(#BR,!A,1!+\MKG9"7OCT/F46C4 M!9)+I7;,2.",#2"UYUP%
[:VZMOSNI\E\,5O6BKCOPVQV.IJ_^X# >6VXD12 MLR'M2G.8MCA10\"&@/=N6:6$*-Y:P)P8**EJ^ZGD(<0D4\I**QVO(B!/$E4(
M$C#:&E*J_7^*3$:@MXU4KJTB7D]-5ZRIZ-2B+WXHA9CT4YQA%* M-!:4R!%(4R-B,)K/EV&2D-AHOI@W ;7K*>#7=55]QBR\E='?=W2:?4(AMU5^
M^_K&L6:[%:/;M%"9+*#F(?$W^?,$9V?D_CB854;ZO@/+S=))6?4:V-U^@/!45$K@"UJPE,*8+/49+]Q04&@2J:7C+2OJ!?#9FT#?FW@?Q["XT\QMAZ
MCN;4[]-%& \N=]YH]E03JDVH[C>52;JLK=$@?8V06+)[(E<(7KA@N233A>,V MK)W-
5HK;,FR&)*J'WKU.V^;@6:BA[Z%NT\&3SJM!WQ0,IA(\/:8FA:J:2*JT M!94E"F>BSJ4W*ODQ!L<.T-B<3CHBAQ4:5; M;1[VW21WX]
[JS]]/\31!/-6NW'PH5!NJ-B.)U?<2D@O0>XU$&X@W$!X]R", MWO"B7(125 %E3 0GO04K4K(QLBQSWDX\8X\@_2&QPNXW3@WZNE37?GFWI
MS\L/.!LE^CV//MZ0TZ6.M)1?W9+(Q07]_@1V0F^.\<7;/237:]67](?:E[0+ M3_SU2E_2\TW93&P[V$UYS![\-!G<&(:][7Y77A'FF&#T&8Y'F?;H[8__XZ+(
MWN4(C& MZ:"3342%H\EB.@B#?WW4<6R__@^52/8B%&[G.P*AN3;T\S_I'>^ XQ8C;%R$__WAW:[T;9$#_'4W2#,,.G]:
[\@*O__CB=_4HB;)IORZ5X(+WP0Z*7KRM._-N_."'8NPI;-Y!- M]PW^[INCP:^S:4+,\THP]=I;+AI\]WZ&6+=U\"&<#B(.EG/ZTM?AFTIG)_31

MM!0BQ$%9CL?#P71&GY$.%<;CT_I7^N,E&*OOP.V[^0_C^:+6MWXVZH%25?5 M.QQ\'5?WG6&!]>R\!K)V J?

772[FBS#)]9,E2=E9=^N+2LGO5Y62%Z_|=9C3 ML9:J=M*KCZ>?ONE>|>OT33W>P:?I[(^NPC*0 M,U>L).\C[U&+$R&Z) 3HD!RI

#E#S"3=6:CM!K/D6*YIEGM-SMM]T1GT'73" MCOSA4 E!;.X7BU2ZH"]/<+7[G4"OI)2OG8'0$]&'6V.:SY5=Y/N#>CC^HA""SP#_AC&W3O-

CQ$71X.?,AUSOECA M'SUP1J]3'T*07+]^ XU7**U_7AP3[@X^T!X<$\ 3/N=KC8;IZ.^2#2O#J0Z^ M>Q_+O=/#)]K90V'$4)OCE2"|+*]"

\#>.LL6.:T2LZA#KW.HEY%R4@Q@^P3 M"1+N-43+.ZXWSODD"=7V?R,GOZR(J=;_\X/8W%]2"Q>*>Q 3C8KR7+D&GRT M7=*R_+*PP*/*H?

C"9;!WL HF!48VF(F, M[&!"KB@"J1H5974RF$OHK;[<.;VZ.9L]-?,PHXLXVRTA&()QTLNDNM:K3_LCF7G3V=.!B&2 *ZL-!

(N9)&X.*4AT&7NUI(\SKK[4%+_^3PV\02M8(';T! M6S,\R&#DX#1IC('9(J)RT:=>F@=+-I8D,VA7KT$7(9(D \<%$D765A7;Z3GQ ML 7>Y&HX%%"

[WA-VO7UVM/>W?%VQL=_O< $===R;Z8\-GEZ*P9_E4)D3NO !2 M BG"9 MT>J*+K%-C>:|S=O U:4Z= MFE%_I5N$0CK#8+Y,QX,%L6-U/6VNL-)Y]\?

5U[\9KA=,/\\W0.I^P89/!'2# M2 =\H= $4E9&G1^>OAGR/Y;S^L[=Q;_]\N-_T;SM)T2Z7'(@:Y M$)I+Y%DA(SL!_#O/1_#=ZY9!_F?R_@986Q_A?M%?

\DM0\6<[P M7&R">)B/GATYJY]<3G[5L>%AG+6/:+R3#GSL[#D5@:QN3\H<,M0"^35Y5TER MGJ)DP&55^R1&\(9L0!]E*5$QG<,=6M$^SIH?

Z5LZAN_OK FFPB#6./@UC$\V MRF'Q?C Q^NP5D.XOU_3@/0% "CJ*(\U/O2$GT2G$$(D>"HEL)0V1@4OX<0F8L M,>=-

Q#N$]UYX_P!HX7#X'@//#ETA:TAC'<4E($87:@>^DGGB/NN>*U8$Q5GF M2!017$V'XA"U+F","70[Y4RUH)[\G

^$[^M9=WK"B!:V2CGH:0Q5X_@PRGF\ MCGE5;TB8O.?+<=CN+C7CO!FD[J<@((XZ')QNGR'\U <'=@'TNU6VA;=/ZPP

MA^Y]&%27T"5D1'7*B:KF9T545TAI2*0]6"P18\\&?XAI<#*?O/U[MR=5\;I* MV_<7&U+I[+YD=G<0EQ^$(E'/FQ3+2A(74=IZY(OC4!UPG5^1]/ZO/?

N&_G Z M7ZO)G68\GL[KA3_0]X\&*P?%35DL#\K!Z?)C1OF,P"_2OQ:7B'IQ3,^]7_XP M6G[H[87^Z3/',^5[SXK3J7\Z\XJ]471'SWQ8^[*@/,$3

]"""">S+O MV]-2EG2%-!EO2/R@KR9NA"@CR1@?DY8JL&A[WNXO=P:OA[*>/KKUU940T;4> MUP>5:+AG4*&Q^D)]P-

N:ICE*]QIRMYEA>NTLZFM=U/K(WKYAYOEXJ"\B%6+Y MGN1\73JJ7%=00X@UC6PR".])S7A?Q?B!!,RD$D:'F$#92!"2D@#O"!.TS2FG MP#191#W/"

<^<11))TJNNA5$$+RQ94,&G6 SIMO$,"^]AQ05WQI(4.ZBTU8,Q M54R4244Z&ZU$33/.NN:CT1E[R7VI%0+]WKI??KS;D!#W.9'%(1@O=\+@L(;S

MQ\O.%JFH@)]L,T;SS]_]F"(C;2(7BGO0,3-07)"2FHP'KE')Q$R)NN]!+3*0 MY6I Z(*D2@@+7@<'O) <3#DPI_.F37N92/ZRWH9?RB^=:??GTY]6+H9?

E[-T M'.8XFW]WAI;_SF@+1R=AO%70.*Q4]F6#I=8!K>_#B"M3<_+WI0965BDEF2R M%==U)N>I\N<)*]42FXX=59=0P<#M<5VL#Q,

("9"=#$)H1&/6"[%O0/G"[R@=G1S=7QS^%[K&8AGS8^VFD$A+8]T/!H*,QJ4<1YBT JP MH/:D^&?6+XO2#)T4*D(-PX)2V8%70@

W.X8T#D84QNIIWY4XLO9[<>:+X.3 M=/I+614 C]*:_?(?'\,(*ZM34^=2C92L1:/V*<+:O7G^L.@M<. OJ_^!Y#

M,A[4]*!Q/>CR62=0+1Q3>RGN%%*+#+P]*;P@V/I5^GD*$D@K62C_E MF(% P@N2X9((V 45O\@"N9Y^_j:.*?

NA"ZMMPD@-0$&7RUZOAQQ.NV0XV&L2 MWCG%#"]{U)Z:%I:3,<[G1,.S\8A@;89G5DNN3M-<(VFY!L/22B1BOMY{^B!G

MX'/+5[U9'9CAM7F"\)67+EI33"_]?)=],+_@/M+M_CC[ZF@RZ%I=53PYBQC6 MUB63TRN!RO-GU.V.=!Z3>GQGX572_T@*S\>G-

68YG>71I$M5O.'N];;=0MX- M"/O#^!%O<;'$;]^GYF'.IY=>AIY%VNI9E=@_EH]<_G6/'9XMBLAE'7*MOWT, MX^6YZ1SF5@;M[DWL+=?

D3&PO=:';A8QG:L+\FQN7LXSS41Z%&5U^J?'4=7VE_I_!X_.IOX,TIM7\ MQYL3TK%@,LUX1K;$'O7/:^[X9\>7G]^"?%?&^!E6Y<]$BF^);Y8?)N_R:'XR

M#]=OZU_?G81&NSS/?M_?0E07/2GVQ=4<'?IY+H.8.?G=3R[$F@:3<;C M"3U\01;F?FT.Q TL::W\=-)GT M<500K+&DWLB2BD9> O^?=;-

QNA3S=XM[7R;>O 8A^I>J(1^(I\IX$U4-M8MN MUF_)OAX+ ZUR2B:IS$1O;(?%K(R* 5!CS4*E\XS1))"V:)UK(H?7F_]Q#86A MRM?

OSW2GN@\W:.PN[&!NW?]==@ 9A9VH/O?GXFUE5K42S,\TOX[#:KKR788 MM)"]STX$"873X1*?*G#6*Q B*5NRX,[V$GH>8FE?

0POS2\3P$^W%;|>D1LY_ M*34U<#KY;3%-?URBCGGW]X.*T/IC4.!_2H MJGO-J_(Y(B7M7.D[CZ"LR&;>%>V0^H,'Y/

VS%D6>21@K^B.3H$WP@,+B4N! M,2+K^40? B,WE&|>$-/WYWOS:]V:RQG+?Z..**L[SKE,?RP*I']Z.W< M!<,.R/N]T_O7=R8B8 M5ELA'6-

>CFOB,RG[5>G/X70P^D"6\X@.H/9VJT&^\[#Q>?5;7CN.;POI#0?' MTS&I8O,NFW6-HYT=TA5RG-2ZMO-LUM'LEOO4 .PL=];^^IGU[4)[0$RX2K MA

M15>,.$BC65I^J#G8">=O-P]LPP2E7?H X]%\ 3CNIT_8D9_ M==GNO'JDUUJ8G;'TKCL\J(^W7[<@M.U M&2>$.3=E-HS U6,Y8U]=N>L^

M*3VOG"O5?U/%S"2'V>_E_3J.-NL$;A(_N]ZZ0)VH*.OT[6M$PT5XM\ZT8 MB.L$B7.UX?KRW0OUH^MT0!PQQGJ3P] IN+ \!*8!134;@~^#@ PO

2&G(4EM7 MQ%9R)F[4*7X_)F6M(L/O*T'V0SB]G#[QPP/5T_P4S9D\KSJG-AYZ^CPJV^R M%G1C6E;OQW!P1K15OQA-\^&$=$N,.G%OP9"Y BHI

\&Q KE$A\(DSOH=#'9# M%]]?[_<&B? OH1%Y #2R00:7Z.4"A8;K=D&;Z7\=_&RJ?&O8N5YF7T6X8;5\ MWI,86$%@Z#31E1O^8.QC4US)41#-N0I(S

0(V1$1Q9"D=(';?0'213;!+Z4S MD3NCY_?9Z/W[JF3<+\'@+O.&'P M?K6AG%^Q?2>K2#/I56.RYJIFMT%\%U[- M"[]ST]":AG:'AE8I;2>S*I+CF=O"

(/OL0O)-3T-RI*+@"0:IC+01$##BI#Z)ZP8GLO0]H;H#.(4: M9/W9@8PF*[_DL#.0.L#MB7@R&U;?7EG>9W]?P71U3AV(C])+QJ+%"(G7M#[']

M7>UO6]5(%9E0+,2^C_(AJ8#]4H_T7UGIO^S"WA<1#M"MZ1*##>FAE3J635_ MVJ">VE]QO,Z/.)0.*S89PP5#<*[6C=7V&S&%!

({'HBS3F%6OP\J7U8ML[-G? MR/HF?:U+]^TXZN%9HWNI7JN) M5XFO*8A-07P(T8XN]\<@UANO.];=BGDU9_\#YVE^1P9MH[E&?

I!IL];P0S<6]B;QGD<,Z=/+ M,Q+Z^H^"+'^K=Z:QU9KLQIG2\)8#?HRQS9 MA]5H+/;?17)GA'V#Y"Z'UU<56N="::U@'9B?

E4*3IYGK]Q+S)VSBGN*1&TE(' /DCWHD$_7P]Y0CRX"E[7E M=!U1-J@IX2NI737XLZ#\#3+_B@;_RB:I#K%:+&L8#KX6_@#X;_I_'#PXW*2

M0ST>8]'OCVN;R%7?NW6KI56>"\'O#<\:GKO;JI*!UJRFZ&.Z=5OG+GB;EK+ M62K,V=573D5,],U0_[N9U5)9=M35JYQ7.:VUF_6GM'/TT>7-

>65U4'^_7C4/ M@[)!!FE%!B>;>4Z/S':[2SE=J;:K#N]7.L=?U+#=E"=WM\Z[TAL.4EGP-EK! M,@T8Z],3;B1@LXT MAXTZRI7R4,<0W*Q

T'4K'8($_BK'8!5-HA87)XEF)Y]?*S?C_7?:ES>GJ>:F% M@M6JWA1IYV6B@SF)V*I,3E9PU(WEFDV7[X_/ZR,K$64T M7,U,

[;YV,INN<;J*BEB;],H8XTI3]>G[M"=WDFA%GAU-#H86)2B0&ELP*L@R* N<*F0>6Y^R%*-KT)9DU@CL6@?$ZHCL8 M#MX4#:X()Q,7CNL]SM]D!]

W]Q#',AH>BN<|_2D>K'97#T!67@23G,JYJBFY M-[)%Y])YU!X*TO$]*TBO\40<,MD8H_%98Z\)S2Y/]G":?3W+F='KGKO[?K\#

M'#^;>7+9605""R+L%!2$BGJ&D"QIS,0BO2S*QWB?=|<,\NCI@^B""->ZYQ(MX ")) .*.P>Q9F=KZPP71\EU7>'6;6E=$@&&".AEPGP7/

$C4+X[.ID<&GV M=[+BD!K>/I5P=%;WHQV-*;3$CLPY]4V=) EU#E< M&;Q3"*(X]%SE8/LMJU4N*@CDX+*.=;J.!"

(/1MHC9U%XE.AZZOUNSE5Z<_3T MS08OSG5^4SW2(4R%N<^_A1=K>/^&*V]3'LW3O30\)P4J,;QYC?KQI#?R+D#]TXTTLUW,]N5L..AEMT

ML:#_>[Y;_[W:K0'>TK)K" M,2506XS>K\;"$9-,ZQM4-LFC\7+5ZOBL_K5<-_-[W T^/MY\?HVFUDFZ5TW M1U)[YT%Y54AQ]O(2]?

L2U+T%:\JQ'(,2G(;R"RHJ_4 M9K3ES[1+'84>T-#H6JEQ4#.CNZ&"^W]JFN@NR'BX';RBS?ND**ZS:/*X:_M_*\LFV4G-FM.X_4.]?-8XPKP/X11UT[VLM-

JY?3OPN?G>]WZ?VC?B;!REXX_M2S.Y,S-F9?)<3+_JK:B+R5_*)XNQS4G\"RZL8*_;).J_I/VG3D3U=;OK4. MBP?

=8=&W#HNOML.B>%R'1;E[1MBWJK:!WD\D$&^6+_.:M#6;?B8CNDO,/0Q7 MA, 02G01I)(%%(NIYBT6X,R+$(LI3/=<\(PS$;6SX$J-3J8

M$G.O=%HU>\>)9591*GZETA=+79R&+W4B79]OF)>U)? M^#Y>K4NZGXR(()6HL*0=)/[]?T3

M$5:ZS#9V,2C8Q*GY*V^M'%H+9J,C"SR[P&.ZS4%,Y3>RE"->%=E6%/0T=],/ MS"JO!G%Q2DJY+@OA7?W2K/:.K)Z+-UE:.MKK7XS>\5OE0^"-'>"-

O?,]^?L.>S_OY1_9[66E< MT5I<99M%G$KF4_SK\7V[?U =]Z\>#T5[_$RD>&/U_$JE8EXK\)UFB79*E;:$=]^ M>S44WZ7BLEK!QH0[,1)W1+E6)*M1;5-

5Z'6'^4QQQ>M)ZX.0,F^5%?"-+E>R>T(:1",UYC@#&B*]!B#^/%YG6O/(;E4,,P,A29$M\6P(M%5/Z M&F1 @& W9(5NJI0HIEO$;

[R,0\@LV0DX@DI7V"S=GY=GAAK(@25:XC8<-X(M8[N.$QP41?1("NP-92X7<8)EX S/$W56&.PMHI!1G$&;ZJ<*-.U$E%'(&()0 M/)>F%J3I-*PE?

>V%TK7*0H49&/@9JH>M#(/&4H@WNK*W'3$0 W)J2@R%$OXQ7NQ9[)5&=)'/'.NL0? M4H>FL^,4EJW8JNE\L@2C' 4B8B\!3D7(*8![6$@BKL'/

:,Z5QRTR+"Q65*Q MN!.U H%+11Y&IR/^T&5S@;;/<%H!(>@07,E4996&L4-NY9YUJ746QDRTE7G' M#H?B_9HH3Q"T:?-2+]!O$[DA>F-

]\/]XPULL95R(&YE4BAGGS;16I6YA" A+ MXKV-X'ZUP74RZ8A\FQ;E51&NR<8!$; 9B>-#XZRRV9@D?4>SXI25 3YQBCY[M.KC7(1NI)JM2N$M<_A ?

E:Z% MY0CD6F1LK&1)6_C.R/>P,]VP[OMGL)&SR_GT\%?LBQBS'#]N>//QZ"PE.DJ M)J+L:5,B?33XCBFQU]QQL.<]ESMFXE3, U>+W.

MBO()7'YCZ&_UL/%68:"\)=U3X4Z=^72&![[-TM6G;.LY$V;DK2H/ M[)#CBS.=3,1WQI[*C() U_(,XNS-WYKV%@$'#P# 0QP!, GM@><8E^ ?WP@

M^HY=(JS(LHAWA)NC'"%AS0!&! *2&H%8]WW X&;P&$%'5O$BN@$@&KGR^ M[5LK^5JX9O\.9,5!D-42T+HUT#BJAE9(1O@D0-9(&9(=IFL(,!

[&"@*@TN@ M&++HT6B%B5K43T!%MC=)KU3$B'Z=)95)B[1:L?_0J?!9RN)(!'H'Z&=9$9^A M96>!T*5DPO&&>60Q#8>^NWPTU"&-6"I

IR32)A[>4M6AUBK MM&%+,FK1L@(Z3,&;S58()G>=A(9(-Q'! GB<=B-1O4-,UC(93O?YU(,$;PBL M0S JC3'-5 M-

%O6\1EFE&LJSQ.V<"P!B@JNY)!SF&J6]NP\$K=N M$#2G$B&7Q(E,3_"M%MR 681>&\DX2(+\<3:K+3KIIX/WK,EV(2;>DDK;5P8]OG1PR>_SN,.G

M*!Q987QOK8SP8H8BPI^,^?/8FSJ3B8O/@3,:SQS/#PBT .>!,_'&K1T(HFU0 MW65[[+,8 @A1H MH*.=%KTM/1'_9(NC,^7 Y[WI#KXD^%*:0B_?

4\._5K+21W6/J"AO" MK1!$J=M"=4&KZJ$2*:;P;(!"(&=/->G+9BQV)Z[M]@!39#(RIK)&&KZ5.UV MX3C$FHW8R%2NG'@V,KF!;%+ZMJ1]TDHGUZ#1/_

MQ;J5XY!)#+Y!Q;/IFN?GJ$N;!I6I#U745SQ:()4YE(HK!#EA0J!IH.E.IGY0 MGIHH8#-)RCEOJ3MD4E_7'I5$5/VDU!R4D@H#[EBA=6_ M6K+Z-

KLO.]V78]TD]9KVADJ[73Z$[W8OD8SB$+D^LI=X]{0&A^P3],"G@-!T M,AS=12&6:94S/J;MP(SB)F@_S/J_,5H0\ 9X954V*78IBQ4ENHM!-5&U+72

M1584V98=VYWN]R7DSJ%8[N C8!RZ'Q'Z#F&UGLX$J1(UIRL?U#73?T2$[N M].+QVHC&G9=5P0ZM4F!>:'M"EFE[I#[H"T:\.**

<&2Z2C:=!I47C2I/E@#2-#8 MYXENBK8\VS+3@%K02OW+F-.Y%GVGEZ_/F+*-#->4 2>D*S*GTS??GET(%:T4 M&T9ELA]*6.B2#-FU-QD4DM!\#-

***J'3+N.B3@I#2X?F'.J=0-YKI&=N+&+PL! M_M$0\)MJ8W[F $&9(S/'M9&2T&LDD^LLB2C3>#0TJKS^ZVJJ[.0CTLX]2\LW9BNW,+78=.[(!I9=+?**

'<(TPHP$A"CY[&9R#E M1CVAXF%-W;/1,!# U-VI)T>EPSYW&N,YKM_CY1*.2/X&3D\OSZP&2MKO0":P M/.CP]*5YZHC(+NHT#S"VAIO?J,(Q307(/,VLR

WI99] C'@[ZF+_V^NK:5$< MD #M)(IQ$#J%B3>"N8=@IY^,1K@_*Q0_EVD[YNKW2H:YP99Y$C8T5$34_U-2\ @LI1X#7*4$S@U4-

:814=7#J='12,J^>\OHX-^T^ MUT?-1 [*W$,I-GEJ]RRN7&PC_+YY!IL+K#E,,A8D)S?.R)L-7GT<4R9/I!) MHXYHL.&[@_<]77#>>NYXP=R8?]-

({"7'''%0I@QY1+S:CR;[%W,[QS:H(:63S)H0Q!]3&X(C:DJ M3WH#Y{QRWT(_?V/TF:.Z_N]HS1WZLQF\X-9FN?,QY-/F)>YCC^==Z=@JIF"

M>;#]X"/'::XS\R?[>1-5-_5X+VC-TN8C)YC[?:.T@,8B?9,S-W#FL^E#AF>> M,Q[1D*L14O?V9#)

[R&1M{#YD<.8Z9EW_X*P&@P<.SC[3J&P\NCLJ\R9\Y>BH M;&9O?_PLS&^UN,QK"/,6=GUX./88L['N"P.6#+?U?L3#$OC_[8G;O;0]PLRM M'=

<^;>8V'NW#F57&=-SJ03QP -JOY=EP_"AJ_C+@^^" KV,1CS/@\WZ5 5_/ M-._8Z&XX,5&\!5^#Y4(/]+J[9M2DL13\0KE%'SJK=J*OT%@"@*PDN0W

MC;&!MG!GW@^&F;'*(#XXDLZ6Y99@*H=#D5V(?9O;M+VT_;4"F(N :S<\P+2T M-[-E4;#R>^D__WE-=Y?L_?@>I/>SH-/+PH=-!YFG_::;A <:SK, M)A_=

<7!'@:TD*6>ZT]@(O'W7P:._P+2GZ^#YQ[H.P?A![^NZSG1R3\O!A>PF M#VDZ^./.Z[Q4;75W]IVIZS^@+7+S&=>$>[$F-Z1_JWU90X=<_(= -^Y]:=',M#

M3$W?P=TW(K@-0:L;C.:1:%T:<_"YEO*:XC*.Y4YD?7/\+C9#1P0]%1JUW.!X#VW\+[WQTN7[D7HG- M@#ZM3>(?Z&72R@4>3R]?.AL?[&S4^ON]-#7<4

CA-G#FQHC!\D MA6O'"V;_KTV-S]O ^-*L^.S-BKX?.)^W?GO.13[]PEZ;WWZ:GZ$W5YL?\5^: MWZ[O'S?_ \ ;2;_=I? MP/UEEI7U%SJ@^:\-7OP'4$L#!!0 ("HT7EG!*\'?@ L $T? 9 M>&PO=V]R:W-H965TSVB_;SA'UIM;.]9 MD":SJOJ=?KS+7YZ')) J5%83!8E_=^J_*@HB!#&^>)KG'4LZV']NJ?_(ND.7

MF;3J357\JO-Z^?)\BC?,41G[XKH&==ISG7E*KQVE^ 2EJ?@)M)96 M_+7,5;Y[_AI2=:+%K6BOXT<)?E3K@1B&@8C#>/0(O6&GZI#1#4_0^Z#N5-DH

M,3?52K1Z[ZHM_O5J9GG]W\<,X.B/CM3O\'EFUS)3+\1'U:9.W5^\Y.EK1'5>C5KC)6S0F%EM:Y* M52+);-U3/CR5%=(HCKU<@'^}

[.W%+TET6!,B9K[=4>.URK?Z@N/LH3O/TH@+33)4C84:]O+9V:>E46H'_.)GF'QG MY0Q@KM5J!HBUB!8'2\/#I6.[SG[LF?*)2*=A,(E#/(W&

<9"$"9[B((JG09R. M\!P%\7 8I%%\]@G9] I"7_T$Q8R6A17#\2B(HA'^CX-D,L7F$$3"42BFTTD0 M#M.S_.#3U;IHK$B2<1!-8I%$(4@GV#L9CH+I:(RG-

$J"-!V=?:IJ63#3"79% M4<+/HV@2C-,(S^,@Q,YX/,7S$&>QSFHK0?B)P^<_5[42T81_1M%SO%JLV#GO M2E>!@$#>BG=88/?N(]#[T9+K9HV%+ZP5%

5]8+VR5H$L0;%;^[N6,UWH6N-L MMRBW&SL<%+V-,UG(,B.0UL?\1^?>JLRO1M[1&P5$2^NQ: \P=830(9$G(EO* MY)-

!NN>FR6#:KNS[R/LQG6ZWM&M1TG-'OM7AF^U^J,(N=U>/R?M] M[#M;&MI8E3DQ/4BE#SN)]!"SQY <[\$34:$,MQPN'Y(0!S%W,I%CT6I+WO=M

MP[91^"/I^>Q5]J711N4'$E#IB\,IU^DT&A_9V!?K"KNC\;@75\"^U8#)7&<2 M'9 &=K2A*LD W6/6@U2^C]GOBKA#SW^]G=+6IT&A;*TI8&V

^0]9%VKT?-2^ MS7U\"<0O\$-I](Z.],)RK0PW G@KJEFA75-JD:!-C60 !%JLV+EVR%N3%' < MG=-5;AT^-4!XI_.&]R]E#@79C%GMXFV;_R#

(JH+=>03EB!R@%1&9QYDN;&(ZI5>6%49".)ET$ MSW4)PU)ZAX5!7GFDTV#!$]P)>W^ML_K33?$>R ,B$1] - 8J%'W4JTMGCB'Z MW[!OCC0@RN[M,

A3F(:[K=VS%\CNP3B9 SB:80S;W71U!P"_M_7,01=BEY#;C@GJ}YOBO"@?<,/:)IN^3PEJNJH6CV6=S%N)RAW'=MQ)% MOV0 MS9'75IMP/ M8&^&-]B
[%O06&*DK4V3U0W,:MVX,A"OLLS9[0/J@KXC]{DHZ%Z8O1>/E)}3 M7>R)]FX?\KR5L?@:AE%L)> G36@L2$9),$S'9Y_+F7LYBJGGCP J5"E4)]?= MRF-
B+PPU=)@9AY-@DL1B&DV#\30\>T6"WT<;7.G3H\^#C0,Q5CL14B 5U M[B7G5X*3)H46"JFW3:9($D_Y%<;RI]^)Q?
W^C#/*5]!!+4Z.&*.2"*"I,LEQE*>C55T6WWSGX/?.JBV,I5HS+%YW+;.MWVVJSWO3;KV(V?Z2@T/0JG&K4+?]/S
MX?/M>W^35DI:2K,^/-6>,'/$*:]W)P@U+]!&@G=F=!!UZ?!C(MC314 QCMY=7:5 NP<)-K+W)=,4DY0,E\@!F)?%+4@7N]H7@&O R$52[DF"&?
M*M6F+P@%K?({I=W)'%YVZ_2AG5TCO[VHA%3]'CCM#U30X]94OREF8-1V#"-1 M.AUJ!V,4:Y>PUNX(DLV.>20LXUJOG@4%A:;E),4)"O)G2\J79+]<
YF(2SA] MINH-O7<<2XKD[/>B6OA":\E+3:GN*5HXQ-<,4VIG/=*/R=\2(8(D>>?X=RCL M:!I1N)&&"N0;\W#=6_NEP:Q$H='B[]W;=[]T^-
LZI3^VMKPH3[G+HMQ31J3G M=#6^6SMHQEAV0GO=ZK+=17[I+XC:$LENW:^0*XDF4BXD#5,]5;;"Z9KW]8J" MF^)J7V
+M8!)W>C3P.7F,"RX/!A#RKO[9(;WSAQ-464L]D&/-L*T*\0(CYGK M10IEM_'7FZW]_+6;1'J&='GQ@B^(D3;.$W/3K6_43"=H*'#2(-
N;3(.AF$HILF43G>?!M#ZC:GIBYA+$D^" M(=-&UYDF]$E!'/M:=MW[Q ET+/A#+D488.6^=G:KW;?B5^X3Z7:[^]#\DS2(
M00M7SG$T*3C<]>.M3_J:LT?3#&((K\N%3 J*$->#^QJKK]00RZ+-&^W_P50 M2P,$% @ *C1>6?_V_68&ULI5=;;]LV%'[7KSAPVZ$!6%OWBYL$<-
(5*]"N19*M&(8]T#)M M<95$E:3B>+]^AY2LVH[C==N+1%'G?.?"<^/Y6L@OJF!,PT-5UNIB5&C=3"<3
ME1>LHFHL&E;CGZ60%=7X*5<3U4A&%Y:I*B>^Z\:3BO)Z='EN]S{)RW/1ZI+7 M{),$U585E9LK5HKUQ<@;;3=N^*K09F-R>=[0%;ME^I?
FD\2OR8"RX!6K%1+BY%K%&(ER[5!H/BZ9]>L+ T0 MJO&UQQP-(@WC[GJ+_M;:CK:,J6+7HOS,%[JX&*4C6+ E;4M](J8_L=Z>R.#E
MHE3V">N.UD/BO%5:5#TS:E#QNGO3A]X/.PRI^P2#WS/X5N].D-7R#=7T\ER* M-4A#C6AF84VUW*@L]'E#\^\V'U]0L%P4# \A7["\R?Y
MCFL5CZ$W^*Y@<"VJAM8;**@"3%])-;]70.L%+'E-ZYQ!V1%C4D,N9".0A%F" M1HH_,6% +)<">%3POS:I@]'Z#$9@7J)?<6*:>F'UM>8,)J\?PL95;
M&06]9YB^ID 8+>PN:"8KU&T)HF:P852"%F SR'XI(*!$Q0S%&B47*' #O,[+ M=H&;C4EH95D>-$,%=+%G4MN8?TM,]P'-
J/E=B$8S=!*Z8P>4+G';;NB"RT6G M\=CZ.D=?HQ&UMN9TUN5"Z4Z3CD6RSKGH 95ES?,Y U@U&M6S1%\&_J6\-%V M %0BA@$ML8XJ>,EK!!:M0G)U-
G7NK)#=G(2?C;3=`>>(M",2OHO*^3C$U3>; MX3EX,7%]OUND:82+,"-1&N(B'H86F"Y)58OFJ5<8ABZ.D,F1(O1?8HB "YW=!Y5Z,(ALC(
MULDI.9WSDFN.!^IY$20!!!Y*2SSGMIUW-!@0)DA>(HCKIG!F5UX:VU5+_'"[MBL(,SIP]H6FY[P#?126L
S)BX)]#C%A9:AR0$3=,X+9MFI*9/$'>G*H"EGBD M*+IKL5VW*S$"%R8>=\+:!-/_"2&N3D70?PR7G4 8;.G4%?L1HHP'T!76)U& MKG"?
¥CVH4]MS>FNW#^FEJ X9?!)Z&1Y=&D?.S9&($7._]0B]ATY@#WE!ZQ6S M@FN<(PX4WP^<"(,X@# E8>#^>^@]-?> ,5$PY +[#A-
W/TKFM+1LW9QF2RX& M@_R'F*&V)#T1'V]8WN]ZWU=ACN \PM@YT*X=38^Z"),CB$@0)V:%6>%[GO/^
MT"-3Y[J5$NTW49,E'D0IB:+8>2_J55<^LH2D08JYG)#(C?ID/'5X* VK4>IF M9I5@I8JW(<4&?3]:Q]:BSGOI@\ZH9V82.R%)DCFS/),$?K/]+QAG72<3_!
(V!NNDA.,07N#3AQ>' MZ"&*-;]B?,Z>"D9BZ]KNR%*+U?5%U1WHT0MS(R@3>/%[,C98@PS;..ZE5R; M<826&\6M,(.[:/$'@]9>]&:@93NU P]7Y-
SFS9KK8E>5'YZEOI>\/CE![1W; MD^EVNNX>I@SL1Z1C(5X.]29S1F2Q;%98,F(#45D*FJ(_38@<>B:G1B"T 18 M4'R2I9'92< /B.?
%IBRZ@=G!W$FQN_FF>>($@?VR&W2\D"1A"D&ZU^ :NJGL MG./%/L%+'W@N\3(?,U>I*?"]:,6M>GW?Q<[IDR#S;.,3#/MT>S4BO%T3\N6 M?
1N:GDK4#.T*X=C /=FY]E1,KNSE3H$]YNX&-.P.]\=9=VWZ1MY=/C]0N>(X M)9LB:SN.(E&W:2Q_="BL9>HN=!X);-+G(073!H"_+\40F_C(#A5GWY-U!+
M P04 " J-%Y9RMX/H44# #!P &0 'AL+W=OPZ$&Q M:5NH++F2/)GLKR\E.VZ*IME+H@^^QT=2I%=[I;^:"M'"5MC-2K56<(D/&DQ;
MUTP?;E"H_3J8!,>#3[RLK#L(-ZN&E?B(H]_F0=,N"%AR7J,T7$G06*R#[>3Z M9NKLO<'?'/?9 TNDIU27]WF/E\'D1.$ C/K&!C]/>$M"N&(2,:WGC,87#K@
MZ?K(_M['3K'LF,%;)?[AN:W6P2*'_O6"OM)[?_$/IZ9X\N4,/X7]IWM+ D@ M:XU5=0\F!367W3]{[O-P
EAOP'/2#VNCM'7N4=LVRSTFH/VED3FUOX4#V: MQ"IBO)H-=URPMG-!Z7R/1=B%5IB;5BTD:O;T0
MPW2(87J)_6)Y+B/G8Q@2\+E"*)2@!N2R!,M<%KHNY/^A 4O7647IH367W99I M?7#&3TRT"*J \DBV.U S-DI;=VVPI ZU4&A5PQUF6.]00S+Q14S
*J"JVOZT M+RV\]DY4:Z@PYLWUU:^X;?:MY8:[OC5 W4>])>'=\Q1,P&/2K0= MZB5,1NDB'2VCB5LGRU&RG-+J#W^SB--1O)Q=W6IRDA'P7A::T2-
H,^M>Q"2: MC>;IE*Q?PS**X0V=3$>+--+[ZK"R9.X[Y,AZEZ>PG]J.UNU]2.)/9W&?_5M4- MDP=H4+M!BCDPL}]7)6J71B:9.!AN_%/-T:*F5B">P0:.+*
M$U_CK2CU]#M*VTW8P:3H<)O^T&VP_S[O/PD>F24UT%%@2-QO-9 M -+H;N=W&JL:/N9VR-#3]LJ*O%&IG0/>%H@SU&^=@^.YMO@-02P,$% @
M*C1>6;!A,6_@! H@H !D !X;"]W;W)K&UL MG59M;]LV$/[N7W%0BR(!%%OO+VEB("]=%V#MBK9;/PS[0$MG2RA%:B05)_OU M.U*RZZY.,
P!8O+XW',OO#OQ8BO55]T@&GCHN-"77F-,?[Y8Z*K!CNFY[%'0 MR5JJCAG:JLU"]PI9[90ZOHB"(%MTK!7>\L+)/JCEA1P,;P5^4*'"KF/J\1JY MW%YZH;
<3?&PWC;&"Q?*B9QO\A.:W_H.BW6+/4K<=MU* 0K7E]Y5>'Z=6+P# M_-[B5A^LP4:RDO*KW=S5EUY@'4*.E:$,C'[N\08YMT3DQE\3I[ICP<*!3!$PK1I!
YOT=#SLM;9MCR0LDM*(LF-KMPH3IMF9Y9TP3&S:%4>XTAJ-OE@8HK6'BVJBN!XIHB88OWL<8.[IX";ZW4M;;EG-@HH8? M
H;;5E=2X%=L]Y[IG%5YZU!X:U3UZRUN# J?TT02L^4)W0 EZ]**(H>'WW;VT? M!!IW&+X&LF#(GTH*+7E;._LKQIFH$%S=DY?
*:L);T.'"AZ1*7UZ/J,",]BM4.VK#&ZQFB2AD\3PQ34TUK.W+A-7!^&_IV%Y7'IU MF!CKQVAR=LVJKUQNX"6$<>F764&K$T@2OTAS.*5-F?IA&+KSP
^"8#Q/"9JX M\R+Q@SB#9![-;MQ4(%<5D%L:Q'T<9Z85%Z6>D%I6Y'T:! M/8L2/RPM9Y@3GE!A.,]GOR!--@UG[F]"!HXA@;/9+=[3].XI1H-5(R1%\@C6
M7&"!F1\EL85F?D;14 (S)P]3OXC<0>KG>4Z^9!//BM4(@G4(H0O3>I02ILC3 MO20),4[2(H9P'LS>2W%6R:Y'JB2V48CT2:
[3_S$@=,T(G#L%TE!!.E(Z0>E MI4B"&&*BN!/0*UDA79@M?*:JQI5T/<9E"4FG(-VSZ??[G5BPV:]4A.J@T#60 MWV?
V7TRNGT!,]D\ARAWXLS2,'^F*EY"4L1^DJ;O>L*!++#V)WOW&0^R6%0H@L M]M-PAR!I4CI$E*=^FF6N.=F&$K%A-B.'!8+PC;0/81C(-Y1"Z<62C
M'=EPI!]L>GX0Q[!EVM7H/*:/$>?NNTI($A7S8B_R;9I[=!]<_C@ADN ,8K2 M9%[N13O_!
(VM_^G>]W;G\$:;MOMQ8.W2M+.HT+Y>:B*BQ+E9,RAE:V)-7P:Z M1]O#SB+U,S*JG0DF\,'.E6$:+ ZRPD=ID?K)@71T_LQ<5"]MJU#/VET*:4EU M$-
EU!FQD\A;0"4=N75!1^$E>S*@FZ$6V-L08!@5-DF0J05M8&;5^#L>^ M08N#=P,-E(U[6D:M33SQR?$?KI_@%V-
[XYO\/'U]HZI32LT<%R3:C#/4P_4 M^"(;-T;V[A6RDH:FEULV](A$90%TOI;2[#;6P/Y9NOP'4$L#!!0 ("HT M7ED[W'VB8@, -0' 9 >&PO=V]R:W-
H965T]C"V&#;0]$#+8TM82E12U)QO\<= M4K0B9QT7[44BA_,>WW XP_E>JJ^Z1#3P5(M&+[S2F/8V"'1>8LWU6+;8T,I6
MJIH;FJI=H%N%O'"@6@0L#"=!S:O&6\Z=;:V6<]D9436X5J"[NN;J>85"[A=> MY!T-GZM=::PA6,Y;OL,'-%_:M:)9,+ 458V-KF0#"K<+
[RZZ7276WSG\4>%> MGXS!1K*1\]N=_%8LO-*0H&YL0RRG^K I3+KS,@P*WO!/FL]S_BH=X4LN72Z'=%_:]:T({YITVLCZ :5Y7 M3?_G3X=S. %DX1L =@
PI[O?R*E\SPU?SI7<@[+>Q&8'+E2')G%58Y/R8!2M M5H0OSR[6B_"KS#+PIX,.WKFKIQ(T/OZ.9!X8VL&Y!?B!;]63L#;(9?)*-*35\ M:
HLSO$!"1O4L:.Z%;M*^(#M&.+0!Q:RY I?/$0;.[[X7Z+U82UX8\Z#AK_N M-
MHHNB=_7PJ]9TXN,]O:N=4MSW'A47%H5(_H+7_Z(9J$OUS1G0RZDVOL_S5+ MU\EF8[C"=[Z&P^'DD@I1&RQ ;L&4"%LIJ**K9@?<
"7*8+U!-63+P=]C?K!& MSAK#NZHAM.PT+>N;V]$%X/>@+QJWG0!1;7&TZBI1T*[:,2"0*K*4HH"J;I5\ M1*M5PX\0A;$?
$9D=,3^>,HC@9XC2T<=,.97I%+Z*+V-^&L>0)3Y+$HBM]3U;>?%>T+,C+[1-(:4/*?G MCG0P%,&.+H\&EQJ,38%%?ZH'HSB;^=$LA9@T3I-T=)?
G7=T);I-1(%VWO.*. MXAVP+//#D,&-&\?^-,O@9G0YI3XTE&Y[0!'1QS2:41CIE!)PPHE/U/^U3;=R M:3>E0H2ZKW.T=?Y6\K\SQ[#G-C>S<4JM3 C7E13L]
M+!N'KT!L-HX&TU%>0Y?]_ZH[WWA\J6Z#DTY;H]JY]T13<72-Z9ON8!V>K+N^_M4[^X]^_=)ZYV5:/!"F\)&HZGJ0>J?
T/ZB9&MZ]L;:>@5<,.2GEU4UH'6MU*: MX\1N,#SDRW\ 4$L#!!0 ("HT7EG95]-B\!8 (Y= 9 >&PO=V]R M:W-H965T=)3214MBY)ER[E5Y=*I MR53?
NG>KJFI?8!(2$*'(C4$:;YR;JJMD_.SDRR5AMI1L56Y?#+LB@WLH/Y>K,;$LE M4YJTRO5%;$79R^>;>5*?5#5+]N?2OATYE=)]4;E1A>Y*-7R^7
M)R*I355L[&2@8*-S_E]^LGP()LS' Q,F=L*$Z.8'$5O9"5?/"N+&U'B:%@- M_Z"MTFP@3N]>*,6E9!Y*EZ7*M65>"L3G>E**_/LK(+U<=19 M8M=ZQ6M-
!M:Z$M\7>;4VXML\56E[_AG0Y8F;..)>3?8N^$%M1V(ZCL1D/#G? ML][4;W9*ZTWW;?:--DE6F+I4XI\0%Z8J03'^NV^SO-9Y_UIH+$_,5B;J^0E8
M@U'EM3IY\=>_Q!?CIWLH/?>4GN];_8YBV;]6/!Z)X?7XIZ0 ,S.52D6Q%-5: MB661@;WJ?"4>Z1R^*6H#T\WC)P] *)7:+%3I)0-+)/:;F+Z9/OBP+LKJ]&=5
M;FC])P]>%_FU*BN]R)0P*M=%*?*B@L>GM<(I,_%0Q/$L.I_X:_3:!\5^2J< M_T9E\A;(2TMY(RK\/BMD+J;S<30>C]W_1SSF5)R/CQM[)>8\$LAYKZZ+
[!K9 MD3 #E\S 6UCO] &Q4!M3RSQ1P$M3&?%(Q)?1>#(6C^'AV@\O12/'_Q<5#(3 M[;V).(JGD^AJ/A:7Y[/HZF)JA]&/P)5H_S">3\5.BI7]9&A$_?3P2/Y5%
MHE1JG KNF21>KDJEP#=4@(6W8]%;6#0(_D8Z=C"5\5R"82*99UED0#);B5(M6F;9+?X*/]88@S3$ET^-4)_ "%#*'U@??D!]B,2C:!:]*ERZ]+J
@CDUI6I MP#CPFQJ0KZ2E&XVQ)M>0_$@:=!Q@IBF0#F;VF$A\E#P&LRO)C9&FR:T&/8C< M'T =N&)8"H1DR)@+>% I,GD#VP2U
[=%*2LEMC7\9909B9\#X:9#7S\H;ANM*]J+JA#7:+:/!3CT95?&828]I@%K 58DUN?3"J"%CT[| MS9L>9-Q4"8A-4)LC3@$/I4AU"2O!
[+3F!6D_&=H7+4(4%#DC&F"U4ZV%S(@F M\ILCL!NT"U,QA^&!)9"##P&AX_ !OJ"P\.=J#9(5&_9]"GV?Z %)%-C.UU-Q M
T\&ULT"UN'(UC<1$&2VB@(8T&#^/;X<77:FQ!>CBT:TEKH<],R>Q+6?RV*7 M&T!V_6]9[1$RKJ:[/-4&5@,E30F '#)T66_AP D-_5*1Z92D 596D0411(#>
M%1LU$B_IT\">=CP3(R*P_ 84J&L-_9;<+WWFQCZS69.*DG*/RO&JQ"X'HM
M60%T,>\6M^%#,38@6($]6Z9W4;$EA$R!TX1P792XK'@$6D8J@!]A";D$>4*(MGX!=0_".9AKN$'E"/_)P #[>,/QM I8?!_TW(#8 4."L5S8)BJ0)%6&D3'^K
M*:;AR1]^?/L>1N?)&K*/CX*1.JM11O#%"CB^4-6-4CG V/QR)KXA,<6C&00 MWR ^2PK_^R:"_OFY=M[8SL._B4Z=:,^N
=BC&'6]TFF86G]!29+Y2;9RE5=#_ M@$[IA#S$$F"'/#=YOR8J L, W6)IP_J2:8:UQZ.8=H8#@!.X1@/!.*9:2[1F M @U0U$=7X\?PPZVQ-($UU4+2Y@
M+%KAX(VN-^3:52ZSZC8"Q5K\ANX S(@S)\@RQ0)BE8^HK\"L0??#GIV((5FV ME(2\/,O"2PU_,,C[HW&'J3*A-M2(\P=FPA
MI]5N##T2L'%5&HL>5HQM508_H&#+ ((NY/-QB/DIQHD4/:H2-VZ]D@^E!FB025+6 MJF74H=$1P[<$2GF]B="*)6<=&WV*WQ$N
$EOU:*L46OC&5%F90V?8!TE 3?) MD2P4HYN3N80ZH6@XOSJ$,NAT#"+Q6Q)D5@IIDR$!/(,M- &YB %5Z*>IFB
M<;9H7PGO6J6'F%"]7O=A;"!U7%9VLA3 2Y49O>@HMEB M+SWHGDW1(@:;>!:KF KO?ZGMNO^^QD=N4^E198,-/US*KO5%)8U1EIZ,ZD6L.
M%WG*=EB5$%_7):FI)1()(K<6;#3(2;1!VZH71J98E M3O\6U1[38,S$D2- ::*W(" [F[5OQ\DZO25%I8P7,I?)53R%]%^6#!Q%79(O M!/L ?Y%\C,3-6B,+#.J
!EYYWGN(XV6I* FD<$X!,'L^FE^0C=/J+6?$<0B) ML=[:&*M(*&O*>3XZ ;W4($&(KL"=CL2/.846"O]491\?@BFG^ MH@:7C!*PJX- "Y1;LH;,*,/8 !B/ @!?
+C3X?F!NA1JW12CV$.\#U-1"US[@ MC<2ZR,#1&_+?EMFD$Q0K;3'T]/Y;EWO605]5I@1&]IE(O6: H 09BP-6Z?;N
MVW\>WF>;F5%7@SIZTQN+N'U3(H%;E,,3FJ"G*9TENDSJ#<9%B3)/..6Y> H> MEHP-[3E!#4L!T@%Q2I1U$)DU(=?.J"9>[P8:*]F*C.)
<8I".2CK2KV^]D?Y MC1U0\@A[SY2D4"/4'X-&HLC*N6)&^0$@"()8Y#>'MJ +JB=.Q^&0UEK-3B*; M-88A!VTA5%U+>K]DNUR*T(PA$)+,1DD6Q=
.>A1/*:SW^M:QZ9S=K=QN,YV0 MLP[H>-H5)8D=]]920,L!EB-*FX8,L,*-!O G#(I(!D3$#@= ,CR:U=?]SJ0C M!CFX;+!24IR.TP?]-SZ/$[?
@>9@F9!)Y>)]WO ,8C>LNKB/GZ5N*/]."#AZ MLF+HDM4(0+?3]"!S&:8>_>)\! CD%7.^3=4.$0@RH/D?!M&R3WDYQ(T]!D02F6T1[A SR;L(E!B[C0*8N
M%$SEL&P6 [./< G!E+8_X*#6,\Z*MS&H\3A4CEW%:Y 6ZQS*QYB1S:8IADZ) M[#JG3-#%TQ'85<4P>PCOEYC68#35ILYLDL$ MT0P*_*
@@JD>JTL!+FB.\(!SM!>G-=TIP)D" F,E/A_Z !1=IH"89}16,VU MWP+GX*LVT M467J6-1K(O9#)ATQU^&K!698FG4'P[3(!7/=Z:Y"\:[M2@S,-
DO,0!!P0XOP MZ2MDLMJ&I,$7+',,UN^PQXH+\5;X M/4NT4 XK.G5;(-YL%V2R>((DM/9;3B&4T4PRZ3FXQ :!G[?ZC2:%5)ND-B:
.'O4&H+"OK#3US9=$%CGD#SY1@1W%(=\P)B MEQ67[#*.*9),,S@_)%_T.__SK_RS.#VNIMI7$SZF^-C&-8^O>%2 ^3>3"R&B
M7N5\FKB!*&'%A79@5(&%&615JK.Z.;_L\\##- #8-JDG"(?/FN@PP)UV>EHB MQ@'9LSP.ZNR'ZW)]@S3U\=W=D2Q3BNC*.H,XV@'^RQ'JK7?
G7R#L599?-(;CK7G MP:DO$\ $XC%J.QSEU0(C""K9QAYFSF9-1?[H=7!JTQQ1+)?@F3M'A$U=SIJ$ M-SXL;B7VO/' QHYQ;$RT7YV0K"GIV0,
(:>LRLLDO?:7BH;BX&)T'=3@" _R_ M]VRH*#(*-77&O*^U P<= ->AQ[$!0R]YQ_(8L0F)N_-:Z0Q1:))I3WJ]8%+7^D(L,5T%)'V.9WAT591
M^K)HY&-8^S5+R45DNO3'/O9T?D')$M MJ>I6H;;+/=-V(9+4+ 7]2BGFI>-YA\V9BU4Q(KE+).H]N+=*8$<\FNP$#:&7 MK'KH#!U18QLR:*>@1H/2-
\%0R9GS43R2@*C=E!2.NXAT3V=%JQ\&E.UEU99(M*$5]C1V(*DZ*^GTI^\O7^6WOL=A'LL]-,ZQAV$: X02AMB\)=4>3>3"R&B
M36:F&*21#CL\?;,A^H[!6T<<+LL1L /9_=3Z]&!8/KRA >9R-K&S)PN4F*5A MI 3?- TV;W:&FWT]-EU-H$1.IDT!_.6'7^CL^71\T54-M#:+-7N58QHXAQU_
MNY9I(,& @<>I48\6-:OE(=_WD3@.0N>N>AS2QU8U;,!VVJURP?F0?4B/C)WF ME
K]$9X4R3*GMID.@3C%HB.>D!3%1TKR5<6;;3JP4(J6059R=2CLP^T(5[A7 M?_R,J<,Q#0GS;D/"9'1Q5$?"5;>E]*HUA<:Z;M)#S0OQ^"[="ZZ3]/.[&/JI

M9J6[G,=-#@8GH6-:&.SY6B?+C?:%_9W^:;H;&H'M;!KN+E(,=^[8DU_77Z= MC19["#[89L%QZ)SL__*K;+(8V-W_E:Z+H[3QRS1=]#[]B[5<'/":?Y".BT.Q MS7ZE_;QNBP-V?O]>BP,F]K5T6I"]!*T6=]Q.HS7NP,)GO,&B?,Z7\C&:*RAJ M^&Q['&Y<92E0<;O>[]+9$;'M\LG-3M,$17"-,49W::+X S5/[,+7_F+41=#= M8%\NG87O#;<:.+7# .;T/W1Z"P5:[OT[+P&MUV :T?!8>319,%]:-@0A]L_2%3D MSH+)T_.+C-
A)AN[M!LQJD76,Y4=5W2=8H@=LP,U31:Q)>;%FU<#F@"RC5F,$ M*%@G3QB<5O$KTM3ZD.,VX M*31:J$;B51VLLY*<+Q ,G)8SI:PZ$&DF1#1'B M(=>Z138*?6A2BVOWVHGM@CAV.*I-4^W"DZIX=#F[G(5%)P[LP WS302&0-V^ MB[H4]'9M<6V%]%F)&I\)S$:@^8'&<&#V@[H1_RC*C^(##? WVDXT.BA"M8@>Z ME.J;5@N$!8A6 \3==*O=8/0S.?!F9ES#X,_LJ.KX.CX4G8U]<]M?/#W6X_V>Z\!T'#/K1WS$G_/!?N"EOH%?.GW<= M"^91NY93@A:Y2AM734!M;^RM+MBW& ?-,_89.4&#/7G#VUG\=CIUX\ED'C:- M^J/((OC'VO5A'@(+.#&]LMN>" $9=16M9H]O\"V*29U.QO M#3X[W2GRCX,K3%S6X<]5@WX,.M]7);6NV92.?+K55\2PH,N:,_8N]W"=HHR(# M)ST\U)SBF-!*[NP9+;(O//!?T*7V+Q*&[!X8I=O#3U^C%4- (^[\HSL/&&\\V M]XAV9VT?/QPNVS2B@\PZ_UQD1IKYXA8BW9TB=^'OG1^BC!]T[/J[_<6*JCX[M.9K389DD$&V5+54XZMJ=GGZ^8V] [Z%.G;JWZ=A@U90H&_\X^HEXMPI:<4KEZ MKC,1!_HK34>U);9HN)-!>\N8%;L_628B/;92!Q8D*4OM+. JZ)9H9<266-(L M?Y70:/>BKK? NH/B=/>RQERH,9FXHXHO>F]2&#Z%;25WG@K#F2K0PNP_NV8K; M#2%[;M:"L*^[NF^#B'=O)@.3R63"H$]:SUX";)7\ M9H&_,XQ? MHXOPT[U'")8Z:,U7\8VS#P+%[;Z23'"W<_CT$VV1&*#UDE(1B]3VIJ *-/LD6Z0 MPY5+$]W]2JC(!_%-B1S/%/0*]
("KMEK9A2G7XJX"^],M>VF[0W+"UQ;L$@R1 M"54\B)"R.+-PS;1]/1A==1BZG D'-Y[?/JUV&]1@G55]6 (K@[A7KDA.STXABJ^Q= M6^T>C^\@XK+U=*OHX350??L(S8-=@)BR]9Q/@W(?5P#/6R]!5?=\=;A) MH;&:E#:;)#)-ZB^OI<["HQ%_4]FA>_IVN,GUP-UWQN(@,OZ"[XRU7QD+ (UGW MRMAN!?5S7ADC?<7B"_Z3%]S#)/?>R+6K<'URM)ZG.]8'-=>@2\XVX0]MAS+T1!IA'M3'2 *=T\;SJ^VK'*Z21\E_,. M+.^^.]EW ?-9<$? V1D$(CC>!&\[1^+IL_ZV_;/PEW[-=#.>;RK\G/X+-&DN8 M"C3/3KC%T7VHBBW=N+TH]JK8T)]K)8%%. !^7Q80>]L/^ !_!?N+_P%02P,$ M% @ *C1>605/]3Q+" 1Q0 !D !X;"]W;W)K&ULK5A=;QLW%OTKA)HM;$"6+-E.T]0V8#M.UPND->*D?5CL S5#:=AP MR G)D:S^^IY[R1G)\D>ZBWVQ1R3OY;GG?LZ'K<2VU'9R?\MJM/S]U;33: MJELO0EO7T]\OE7&KL\%DT"U\U(LJTL+X_+21"W6GXN?FUN/7N-=2ZEK9H)T5 M7LW/!A>3MY?'=)X/_*;5*FP]"[)DYMP7^G%3G@T."9 RJHBD0>+?4ETI8T@1 M8'S-.@?]E22X_=QI?\^VPY:9#.K*F=]U&:NSP9N!*-5DK MG G\5ZS2V:.C@2C:$%V=A8&@UC;]E_>9ARV!-X?/"$RSP)1QIXL8Y3L9Y?FI M=ROAZ32TT0.;RM(IRTYY2YZ[&K(Q?.;6[A:B4_R7H73<81&6A\76?HR24^? MD?Y1?' V5D%-QT]KI"1Y&QI9J+,!LB HOU2#\^^_MF[P^_.D%O,<]WN.7M'_3'2]*/XUM,AF);;7X0>Q.1*R4^-4OI-5_2LX0I+BX M+IQUM2[$E3M YONT(VTIWJDE4KA!0D:Q]^OUU;M]+%O7VD*5>!+:%J8-2#'Q MWLM:43(*B%XB9<2U=Z'3<^O=7$=Q5^EYU'8A]BZO;^_VDWA)"[?:&.G%IY5# M=)7*B(^M 6RDFK:T3[@7QLVDH830=5N+*,^'0IK@Q!?K5K@G*F?TZD+&_7! M QQ[V+F\WA^*5;6+2DA=0\ )U!H*CUC)*&JDM;9L/E3 :.4;KP. ['WXY3KL MBT:NA123$_&/'H8ABH2;$QY4K(7T)9 '6EE5BC4K 6F1F%5A)#Z1$T"FJ(#9 MHU@!9BET#/!&ZV,E/!@N28,LZ1J*6ZIC8M'J4H)[$"? ^U5K%&3,2'Z1="^OL MP><[1O%""]"EYA(8< DDE08,C\L*6&76L V9@$N-6NA@DL-!ABQ=$P7BIG$6 M!]D*PO^,>V:0MNP?S?%U3,X> (Z+XSDVD0(7VHC'29LIQ^8.K(3YO(_EAK:3/ M%%T!!EE&+*FE-*V,29?0=6,4!662!L@M@*0.R!F.3CE I#2(CX]8[;Q4+3> MA\\&A2W=7"I$;R0K@9"'< URC&6-:($6" \$K_#8.PBE1!"+<>LZV$SZL9% M7+>1(0S9:H2&=N53=/=Y-<0AR[G":#DE<7P;\FP-@TN]U&6+2PJ0'[U6#]G\ M_KLWT\D//X'1^5QQ=TR!2R!7DF@:O4%TD_5X/,(C50@"%2NOE*A3[5=4^P4J M=U3U#('5E6\6?+1\-$3DA2;=9]8)$'SC*? +)^:3_&4!E"WJ\QO2@X2EPVMJY M7#HO9T;U1")3<$,-=:U7'344!9]'=R.J(@JN+EFQ#$%A@W :+6?:("I4NH82 M0!25M L&%2)[+H-!K1$6 U,/&S=0/LHR8"M" M#UI[#8V^BNE=%R^91>J'J M))^=O8'S=:[[_+0,GD!W:M1!IQ\#JCDU1U5Q!\@N'#'I2(G"55#R2#76@F M)07]WOMW-S?],+YLBSZB=T%];75<'Z24V,;U7\7,Y'CTNHN9R>C'K9A!;?A_ MALS&-W\W6#AP<6*FK*(.!)UH)R;@R1A&DAT 6-])2JT-+: ME4Z)=^7L$OYFDN^4U3#R%^0T7>N]C77/D3QM84XC$GUF:"7&HA1;E"\9RJN ME'HVZ(D.VJ+P:Z/SZQ3$[Q5<3;5C4]+X.,(0? 7TW34G)WR)_PQ8:$;6GW2S8 M;B;4%*6G@A^V"-KA5/Y/' X9/(7L)F*'.3[%X_A,*88"A^FF[#B1$?5NUD8N M#3 #+9'*L7=P+?'HD+KN2/V4Y& [F;54^5I19UFJS9(D3H)Y['!6Q6/ ;CDE3B>HDQWX;OK M3K:@0TKE*\]WP,I>*J3W:^RO,+; KNXD(4&5*)$Q.R?RB)D*:"$;'1$4I(HB MAV:HN-.YM_HG]4? K,&;AE@.COR"O#R!C#V@1.&<*ZJ71?ZHR)53"YQBE^5V M##/EH(.NV6/4<\'C)QT5-UC+LL^3P&G,#5X0.1NY7K7'I92FW2(^@3F(!Z: M>*Y#_^ZH0\Y^(_OU,4>7725?KDT,X"JF3;Z49J M7:$YFBG9GFN[W %0S8\QP73Y0!=BZ61TTBWM]I6;2!,==434MQD2![_H"EZ=' MX5S+=>\+"O>EI9(<=>&Q#F6\CQ#K[HY(KLY^L+$RK6+ZH$=,V2.HAS67.ER0C/M
M,>R@EQSWF1PUS#V..H%K(_LHO_ID"T,=P.RV>1#'(J9@_^Z^6V=BWC_^YO> MZ!C.EY%#,BW]8+1+(G?3[,C6(@/=\R:TE5=+\@I32I"69&ULO5E= <]LV%OTKIL6=4?=F.T\3V MC.)LVG2:UA.WVX>=?8!(4$)" BP 2O:_WW,O (IR;&3GVQ48WT$!LJ@R^5=8T,>'3KJ6^=DB5O:NKI M8C9[6.VD-J.K"WYWXZXN;!=J;=2-$[YK&NGNWZK:[BY\U%^\4FO-X%>3*\N M6KE6MRK\V=XX/$U[*;5NE/':&N%4=3E:SE^_/:7UO."?6NW\X+<@3U;6?J&' M#^7E:$8&J5H5@21(_+=5UZJN21#,^#O)'/4J:>/P=Y;^GGV'+ROIU;6M_])E MV%R.7HU$J2K9U>&3W?VLDC]G)*^PM>=_Q2ZN/5N,1- 'Y8)NT&18TVL3_Y5V* MPV##]]D3&Q9IPX+MCHK8RG-?>'J MVI]@S5J90BM_,0T021^F1=K^-FY?/+']1_$1 C9>_,.4JCSSL5C,%J?/R#OI_3MA>2=/^M DG_%H6HY/1Q)50XKWTK"W4Y0F5XY;9J=/7]=_.7LS?/N'#:NW#Z MG/1OI^CY[?/%Y('7?VP4WC2M-/=">]3CZC-J1
0K"N4""EG4GO5OI!KXVN=$%V%=9#D%.UI+!2Y. 3G$[1VNFZA@0LT,V*HE&*U;V0;5MC^ZJFF %STA2* CN&:V%CN_6&I_"*4$& [C:60IW5L1E0"*@H(P4"+M_46.BJY MM0[R$>+F*4\H]@B3AI"TLV-V1-C(2?SWM2?&&!N1I'V-)MW(:L9?E5E&:5551 M $E"YRCRD*A+K((YP . A\6M]9S^<4J2)SWH*T[26Z#,8JOT&U&A1Q!<1*WE M2MAOA"W$40 Y'JIR(OT@W 7I-6#O8EU<=(CM:[?G=WITH M@=^:!0#S%/(DLC,U"D9XV_3F$HI3C1VJ!9Z4=(SGF%HT2X+BBA*U4@22WC1: M86*&"6-9]E#NY(7LO42.440?6M-29;CO=);#GI%6>-"*"S @$!W:).4+'N M =X"#\0Z:!]7UN2O7_(.S^W>G:3=,+Q6,1I=3D5*Z4' @4O[Z; PRF9+.I1AE M^*[8Y!IYIJ1CJ4G'=9;0#H>&) ?]/LCH]VZC(79GN[KLBP D1'^9-T!]A_% M.V] M0B9TS3#G&<>:G-8_C29;;@-,XEX7G(:QUZC4P-FC1;]91Z$P^^^P>5G+E6RD MD&MT Q^ VLBQR)0LHGAA@!+!;.1=951? *CRB%Z1FXO9FT]Q"S_.WQSOZ7RK M;2TS!]&&]|(&L5S'E"R+$('9XAE-K*KBSI3&\4/NC^P5X^#'C]C42EU2@-1= M096&+2_$')-579,)R)5H:**A MH1B[Q7*]=17R,4#E,R>QF!!#[R&\8%:M2+PAP0N&U1DV+N9*9[(<[&9[,9NTE?&NM4_C*? MCV?X1%%6$D7]E9:G@,A1^$88J#W? Z:9K<@@@W>X@O<4!DZ&8BPNQ87,EQ26?,OM&@ M?T>RESNI>YBSRCZJKL/HO/:B0Z]+7<0FT"7VIV%HWZ(PC<1>*@*/1'D>,XJ8 MA;3W&4HQB2Z<4A_ _V<3\;L1OW1H(_-XWF&.US3:]@UR)WVB=YYFV>I:N2\9 M-;<=V$!#8&3U_);R10_7LM:PPFA)'862_KYO0D G ^065?$1ZVT:F T%R97# MXDW0"#;0Z+=OOBTFL#ONR7 "E35;3,YZ:L,FGDAI96Y9?V H0&IQRN!4_>1L MUXYA6C&)1XS4;Y8U'7S%+49N24D1O^^;Z*^_7HNCN&!T3- #1/,<#+]0#V?(X M#6 ,E,479MB>#[,=&KB.'3SUSJ28O+Q1AL:76B)&SND2'OQB@7-Q QQCWGIK M20?E=N680-*1@ZB:O=@Y:]95!T9@I,CQ 80TIP# M,&("'S_A]AB@7]>:#IBQM1 MF'CB QZ\4WPN-C'MC/M!*SW)Z$^X!(XYC\2: M3OVP'Q.):S $9CCN@?A"G)Q.9CWR.";18E[82Y!%P>?4-5P"+B*3J%CLO? 0H M=I*C%D-)O19\APZ;@*_@6:JVK*I78Q]SCZVB=@>D\@R+,XS!P6(9(D=0\SP\ M0>!E9^+YYN%H'$\^\4B1K,C367%P!2!!K:&G M//J8Q@U5]H-) P\PZ"!/..;2BW KYQA-+Y)-]5T%1-0P]\NF,#"AYB>>Z])W#)N(56W=#Z0=%#*3EXO M;_<^2JCVSO4)!269T5JH$E_BNY_8<'R=KP7VLA[:I;<8_/)G7;'EIJ_L 2$ M;2"=-J:IF13A-UV.I.$'D5:FBY4L^ZN;P2FV.CS)3,3/R)'%Z>'Q"Q[R4]U1 MHR*"*/D3/0#T$9L0AM6X^6A(CJ(]%;73YQ=1(C1OV((?:5 MW/UEQSXP7UE)$N/HU<]-?;I(1]4%H(O(H\YBF2ZJ!Y6%^9DO@,"^ MKR(V^_J#+B>)=2D1]WS8YV.KK&B:<(HNW0GWAO3]/Z^0M'OT$NF;MT4:J8JW M18^=@_\WMT>/W;A.!Q?D.$&O^<\ 1!"5%^_*^[?]7OJ6\8)]OSS^F>*C=#BV M>IPU*FR=3<[/1L+%J__X$&S+U^TKB\&[X9]$4\K1 GROK WY@13T? W^Y^@]0 M2P,$% @ *C1>662DE@^#!0 V@P !D !X;"]W;W)K&ULK5?;;MPV$/T58E,$*2#L?6UO? 'L.$7[D,;(IBV*H@]<:K1B M39$*27FS?]_#R\KK^((4Z(-MB9HY#B+)[=V(LSTWDE-=U8 MYKJFX79W13P?[@D]S4/AR,+LY:OJ$5^=_:&XNW48]2RH:TDT8S2]7Y MX'+R]FH>Y*/ [Y*V[N"9A4C6QMR&EU_*\\$X.$2*A \("_NZ!TI%8#@QI>, M.>A-!L7#YSWZ3S%VQ++FCMX9]8*?_);^F',BX FC7/S- MMDEV!HNB<]XT61GOC=3I+_^:\W"@<#)^1F&:%:;1[V0H>GG-/\XLV;+:) & M6GB(H49M."=U*,K*6WR5T/,7G\A+2\BR9U>DJ9*>W2BNST8>X$%D)#+050*: M/@.T9!^,]K5C[W5)Y4/]$9SJ/9ON/;N:O@BXHG; (9N."3DCOUUN7;>HC/^?BK@A#=_&B^PY:UKN:#S >C@R-[1X.+UJ\G1^/0%;^>] MM_.7T/]+75X&FLR&[!DP]KDF]LXT+=>[UZ].II/C4\=:* [60+5>@7^:UEIM MT*.>2C><.N,1KV;5ID=$5MY(V[9QZTFZVK9)A-O O!T?/I^]?$F/DY.2RP8 M9RX*KXWN7$0M&#G/UTJBE4LF- 9LLCQ?,&R;,'5E&2F[D6A&C;,TQ4T4WLO^, MZY()LAYSB/&JDDIR#R01/TMR0TAJ;^6Z"],@J6.*N<[NLC,P%@"#IXQ; LM* M JSNN%*[X!)O3*?1-25YLN BX->[0R?Z)*X-MV4P42*#PAOKHG\!M285X_,6 MY&:8JA' &<2VSW*.K.76RU *V!RR50UMP"AE1(P,[O)#F=XX%R+X&:U57?#] M#KF%|J_@-Z MBK4CE"]8$I9*&;Z&#I:""@:7@G_P@.Y0_#?NQR"'7(E:Z@W# MJ&9'BP)9X+X.PJ5T?(U\^QW;UE*%G.5AVU?KFV(-V66T#8I[:M9P:L_SF*9K MOETD]G!8+UZ$B7%">S9;$\/F$%HG,M19_5K@@&$(FHV6(.F4FQG$VCSF)9G!SC9W\2"7: MB+7-+1':"'$^62&I40C4).=9VMQTN7 @& (!"V+ZAX[L60>TI.U;$%5 4JHO! MW:,TEP3)BMW)X]8K.PJ=TN*(ZT#E^V!%&@(PM G$P7JD&!DN(WLK@TL;!@N' M<,A,JFDRN'=+&%TI*7RL31_==T%D M!7LD(Z2J2!4TY64B0-&S8K*' MW0&! M*VN:>\)"[9 O.=6]+^Z>T;FW7^R>L.?!7\V^=*9P T-1I,;CJ0F_KP>3I5__ M7+W_IA.PY)4"WUFL,J#:PK:NT/+W??X ZSL-2Y.MX2LN6[]#YHO#@$,/TM? MNMP%/3TJM) -I"'16>DQ IGB6Z3Q<^12S)HX&(DH 6YZJ,"6._8#P]Z8XL*A M5+P[H?EQ-!\N^Z//]YKCIF[G\+N?X[6CXYG#TF4K2188T! M_+_8'<8]N(\^DD\86Z8UE-?7=9SCR)?SN38ZWAM+H+T& T+\\# <9D;:^=]PM4+)>7O*PK"FX:2JY5T K QP,=EK%$^ M;3PF?-C;I&/7)\6TP$*(:_D+Z+C7PB1)P6(V0Z/V)UQ1(2U^=1=9G1PWVS(M;N*M.C0_T- /5LS_M+^Z7Z;YZ+YYN_1^XW4BP65$%U?'P>#%(?-^_>-/&V^O: M>-R%XV.-?S[(!@%\KPP8FE^"@?[?F8M_ 5!+ P04 " J-%Y99"#NZX<) M #!&0 &0 'AL+W=O-K(3[S4S?=MR??=2-&IS M-8DFVXT/SG=<:MF*SDC5,2T65Y,7T?.7*=$[M@L]2;,S>FI$EJ
M.PWE9$=!^6@UWD]S%_4M[RIAF%7LSTIVEGW&ZUX+ M>??P$^Y*]59U=&?:ZJT4]/G\.57?ZQEM]7\9'&7X4ZRE+ MPH#%89P>X9?L[$\$'I84%47,_- FE?B:H+J,4+?BLGUCS]$>7AQQ(QT9T9ZC/M_'L;C[*-TROXE M$>S32K ;U:YY=\?67%M9R36WPAW]XDAOMZ0X/)=UP#JQ5%:"R/&N<+@1>#!K M4@[MYH2 8^770A.N4K+A'V_NC'3^]&&X1K4+MEDA,R%"0O(MA\AY(W8Z M&K8$I(UTY*2(U:IIR)B%[! @R9M[LRAT|.6TYOM]NO.DA-.?_QA%L? AQ>1:()Q>@N6@KSK+7.!YQ86P"Q(ML@G^+4ARYF1 MRXY2E'?NY"!U'&IGY^](QPBU8CC@]1T:=_.7O 23N&6X@:&&\666O5K\YR= M1F>/"H@4:]$K'KH8SQ7OC*Z2)@X(%((9A!M,N;8W#E ZI:8SSXPHU<"MT@*D* MQ43$SC+"V055% 0X(P;%D:$#$F]=B\&&D*R9LK\ (BZ6KFPIHBD+#$&VDW_OS/O)*-*\8!3'Q\M6@VFQOV<9)@$KVCD"OQT''.4K^,;O1FXWH<[EXF$=XCD4 MAA>7\/_2^6$?)/V4ZP=.*$F&#P5]-)J&_#N$<92@$FG)B2(L)BO3D,M-ERC MTE>:<1@DXWR FWG0C82#74_9. ?N?R*.JUYK">A %:(YW[>@!=_#B'@HU]8\: M(%GW#K\.@->HW. [=@URP/F6G4&J/Y$#O7Z #]0WY3PLW!U"B' ;T2_M]=@]= MVU5-7_O$^Z>T8Z>.4O4&[C9GST\.I,JC-#FY&=Q*_08\GK$L3(*P++%*XSS(MD^0$4:G&5%$8S,H4R1G$97;R25'I#J^R* G*,F%I&@9E/-OQ;]!YAZJ .D60 M1S&++\S"
(9_F^@'VR."BCG&5!E,2#C!$3*)'%,S#)@C2:#11CM!%^S'T&4Y,@ MS3,JJ"(+LB@\^;0"$(W&=/:.)H_]G4,>?+25'"K)QU0G'P!87>_JO"1E(EK- MLB /8_+Z+ [BD+R>P:M)4I[<*)IT(E@W*Q+\#8,4LK(P#))P!O=B/RY/W@F: M;3 U$N.X"++9C!9P6D',9E%0AB0IGSFK]\BYM0"VWL.#I=[3[<]0]\,6U$R0 M!\0WBH,D3RDU2!O:2? J*ESN#PDPE.^QU*9B)-Y:5BZ940D$'*JCN>+.MQDW M//= A8<-!%!"YQVLWW+@!NF_&,:8AZ"Q1)?22(O[3C)EOW;5=ZIX- [Q4F'M< M!2L_BO;=,-ZXX!SM$0AY3GA\OWP#.ST!,&HUV(4X"FWPD"?)=< M*TVJ4_,P*[)]<'&'8
JN.W#=NOWQX(^^.;2MX9L/("J9[^ST>FCMFT;V2$L MVD,@&O!<=HV&P%TT\ $OV[YEXMM:&0HFTHY4(24Y943?V.V0*,??7<<]3R/7 MW5I6#MD;=).AT:O1>-OR=IG)M;ZC2-WRIM_MWLMS*:;H7;9M)PO8!*9#$W@2 MZ(G/8;!_HJ<=MXI3]!WK71=_8^T[WM?RO]P$HB '3D8>,0%115!FAQI!2O 4 MYBR= 0?*9-P*XB"B)E!$6(4EV*3YP790EGD0 U^B(,R*((J2IQI"'"L*P+ "1 M,S K#C2%*$A+8%22897!@B(/CS>&/ 6K)'>X"U/0C Y\\/.]#_[C(2-P3]&6 M4@>6,T!Z^O_L-!GP/TZHO^1)&I1)X<*9E3,X)O5K=)LLCX9NDU&7*6-W+DPC M1Y$<9208PMP**/|%N)PY,RUUZ! (0Q*88#!PW@RRC/I.4B(.XH MUH=%N$],6T?" T,@K7I-!T-\'XWGT:[W8!P;BW>?\5V% 9S->]D\B,>VQ]S@!"$ZOF,6FF-8Z"OW MVHBET^,AT/W/R^P7/U.X66E<#JN$/PP?8\#P!)JDT2MG9 M@7(Z952J=#H)"IS%R2R(LQFC5V40IUB=O))-[YV[?Q0:#2,"R0BG8>K89, M.TDR*( ]\#ET!WN^=ZW>"KUT/QX8Y@88?\.^V]W]/O'"7\O?D_L?-]YRO90H MPT8L<#2<%MG$WS1M'ZQ:NTOZN;)6M6ZY$ASS$1'@_4+A6WMX(&[7VVN_P%0

M2P,$% @ *C1>62$&ULM59-C]LV$+WOKQBH0=$"AC[}N;4->#<-VD. Q6[:'(H<*&EL ML:%(E:3L[+_OD)*UWM3K($5RL$4.9]Z\1PTY6AZ4_F@J1 N?:B'-*JBL;;ZC MR!05ULR$JD%)*UNE:V9IJG>1;32RT@?5(DKC>!K5C,M@O?2V.[U>]M8*+O%. M@VGKFNG'&Q3JL J2X&BXY[O*.D.T7C9LAP]H_VCN- ,VB :7D-4K#E02-VU6P M2:YOQL[?._S)\6!.QN"4Y$I]=)/?RU40.T(HL+ .@=%CC[CH_H;[QVTI(S@[=*O.>EK5;!/(2MZP5]EX=?L->S\3A%4H8_P^'SCR> [%._#R+_MJL?#7 M)C=6T^S#.=T=[/@\K#LWUZ9A!:X".A@&\1Z#]8_)-/XEPNDQP/\27TKWQ# M%[.,TTF(5S8F7<5PJV]&R8?06TM2FBTVO,2#3@ 7M# *FAE0=Y*\-(#_:VX MM+!':5M*!$R6=(1IVM*$RT*T)0*K52NMH84N..%H+-0>-9<[*)2A-;IVP%9$ M=4CFR/9)X%/5$[H]D3++_/KT]!/(T+=E3&Z,@8J0HMUCGJH1*_F/^8,#J@1 M7L%X%D[IJ KA;QUR?06369@-IA'Q-@WZZT@\CGJ79#P.%Y^%)=-Q.!]L1XZ2 M7NK_I/@\=0AOOH'LT;,MIW?;.HV.?38-9Y\)RN8G>E[8AWA^LE>]+9F'D^^W M#R.J:S+P.F^U8;G KO9"V/0%VA=L20.? ^5DEY4PP65!]NCOX6]8DHVIBKC0% M=4X#/_GDJC4DR?Q\?75&[&LL>DO2Z;S:%,7QC!7(]UX&PO=V]R:W-H965T@ ME*WLN$JV+I8U'M^J/)Y,96J3E&L\R3YL[0-$MB3L@ 0' "TK7[^G 9"B+,E) M]F$?;)$@T#A],]W]YL87T M>+6+@:LLR3PL*O1@/!Q.!X549>_V.HP]V- MK4WNM2GJPPM5%(>WZ/6FSNNF- M>LW 9[58>AX8W%Y7!]V47!54.F5*86E^T[L;7;Z?\/PPX3=% M*]=Y%JS)S)BO_/(IO^D- &1!IRCQ+D/AYHGO2F@4!QKA MXP-"WXF?3>F7I3OQ0YI1OKQ\ 8(MRW*!\/WY5X"-5I^)LV!?CX7CRBKRS5NNS M(._LC[7^H%RFC:LM.? &ONQFT1J#\>Y_.4>1DOTA.GDM7R8QN>L@.1_:)>K?? M?S>:#J]> 3QI 4]>D_Z_NNE5H?LACZ:GXD_L)KXL2A@871V? MBCLO$*Z>BAE -3&+-;GX 'WBZ"B,GO7#?O>FP/YKEC!Z>P7CM/96'7NK,M-U M3B*3;MD/_P5]JQ6,R)_[H+?,U#PQ6DW.-'4&*[E.(\!AL*MMK:7(G09O;ISB MV.V8Y.@ &%E5UCRK@JV#>5B726O7JEPT G*XEKT3/CI$B3_Q9 O8W=FMZ)7Z.3@_H9;8,XZ/QU0,]T'5,8U$TGA 2T#F6/1:XH)(L%$9HKIOP MZ406>^C)Z"? &HG+HI#(8#7 S=]JEZ\?@=3S8,?Y5"^_>N%UP=P5[<"JN%-3"YBE"%Z" <+:.$YHA ^VB-\V3DR6H^<*=5E&R[V)PFXLDGG&T\L3 YZ>@+T:;UGK>/0,0>6D'FN>'Y,L9:;$&_PA$*] MQ-)NH"T5G&NSY3I:&KLPL:G?*=*3*JLZ*K@OPD3MHB]2%'<$Q]3;2%^ T*+(M)?H%P&FV6O/ZNI3Y? U#T(>U;;?BGX:D8HJH8](XR_+!M FW%&#!*)L($V]^ MHB?28M2E-G<8#4!IY)P*Z72 K_^,3:X2B+%X2 '5N)@W:LAV&Q7+=:I06MI# MEMX%SC.ZHEF'CFU9)BO1UK6VB/4%JHU &]DUNV/!V3/3&BXGUC-V$=(*8V&4']@SL" ,L2C6'99F4S$M'=T.C M[-8-I!@J!:%IR%$AR&56S9CR9R88; U#F[Q&FFZE)IR8U3KE'&/AF:7Q3(1L MCRRV'U"W) 8OM?H]V#8N-\SG\W *B+,2:77*'3J>VK*MN;3TQ6JI-'5+,W;2 MBCAQ%=3:,$"C2HA+)DP$"@<@*PZ*= JA#3.MX,=46?:T'9&AP"",+5=SM!]\ M*,HVVBQ4!]+(BI"ZJY"8#\]&3T4V!= &D9.!FG,<.%.\L5!'P+ XN(6 [NQ[H MVU*FH72@D'.R<)Z==CK# ^EPH*KS:0RY!2.$_@RU024CNE314;0_;O6(T&I/ M5X7" 6"F=MC8'5\>-<32Y'83ZU^,E_KH'H<2@(^%#]]}N9[#GD<_2%OBP-II M(/\F3M+?I#^:C)O?HR!H2\5MS0ZLVU5FIQ?\?^@R[I\-A\WO7]!E:YTXM+50 MH?GDKCLXG'-E(ZZ/$.?(D> (IVH^O)X_9TF@.$2I:_9 C,,!.:\J1GP9-N8@] M9.=S/_3CF]1[V$1;0UM-.U> O:T^7RR(T?#D'VT=6!.*"_&Q>4^(\"09^U_N*C4H M +GKLMJ%.Y)$^$\2A;QFKJ+"-8;E#UD7[X8;W ;OH2X\-0H-WS7MSH:#7C8\ M+X\#+*$Q9_[RI&%J>X"JVM++#=-]M>N/IL VU#E8.HMINZSJ3.G1_X9J$6\EH MC\@[_"D6BIXC2^2M_[NFGXW=!VE:2*BR7\RON",GX[!DRGG_F0X[\#"YQ/+_CI#R6]$Q=IS0C_I^'I1)P%.%BS? T3=X4X7%) M$O3#$_!];F"N],(;M#>QM_\%4$L#!!0 ("HT7EFAM'2M[@@ #$9 9 M >&PO=V]R:W-H965T@-*G9I(J6 M2.KM5Y5?J9G#9%QQ9N>PM0> (A$1L^ H 6O;^^OT:(E*IAUGYK 'FR"!;O3S MZP9TMBW45YT(8=ACEN;Z?) 84YZ,1CI*1,;UL"A%CIEUH3)N*HV(UT]P6-+ ME*6CT/=GHXS+?'!Q9K_=J8NSHC*IS,6=8KK*,JZ>KD1:;,\'P:#Y\%EN$D,? M1A=G)=^(>V'^*,\4WD8MEUAF(M>RR)D2Z_/!97!R- :'U=L$_I=CJSIB1)JNB M^$HOO\;G Y\$$JF(#"@>#R(:Y&FQ_AB?*MY#MHMB; [;KA_M+I#EQ77XKI(M_Y2Q22_5;D)M'L-H]%O$\_@CRM M4&$CU%7X*L-[40[9V/=8Z(>35_B-6R7'EM_XS4JR?UVNM%&(B7_WZ>O83?K9 M49ZXO]$CK_+HES"8#UF/):ZX MEA$3S42)"6TGWO_\TR(,_=/;NWL["DX_,*E95&I943,*@T"9A+!MC;V\8D_ M" (549GF5K<"G6#M6F@$.M.%Y3!1QI1";"8+D.4QDSD8"W#@,N6K5#!3..*D M2&.A!)#=R-3N"WEH=5K%8,SC6%)Z\Y0$RY#G]8XFX0:(4*4Q2R 66PF1[XDA MUZPLC,B-?$:[E29AG,6T(3"#B?4:((^L6,CM:[V#"#7QU&10WF2+Q,F@5(M3';M/DK2YT:LC-64" P 5%?JB2'!HZ]=$IZFK, 2!1T1H14 $*C+_D!JJ9=) MO;_@!TG6^P\@!@0P-M"0H-(R.M!<6PZTW3$A(/AON8JUU:9F7)%\Z5,;$5PI M#L'!->7U!O0IZAA$BUQ"X1Q.T @*0=D^[6K;8]43%@SWK'KOF'S:8W+"^)#] M^IV .M0?D01\AT5E;@14,DP\H01IX3&^-B02?V3OJSP5FC0WLC'2AR%;#=F2 M?\?V=3A;K?L-VC5<3)'T@B31T*7U,P:K LY*1 S)7B -OV_996W9VD)URXA MQ*.5'Q&LBLQN!^UA!D,!C7WSHE%KEXNUSI3Y+N9$7J# 61H8+=YE.QR@'5P M.")9(E]Y5E2YH77/#+.5R* 5A9B%!:]?R0_8%D^LB17]DJ2E8*7$@ M8"13\2OM0JB&96I1 .>$D77*O9VT8W(+119M$B6$HT. 89DK]((M/2*D-, (&>5.K[<)GG\?LO?5Q46G,ZP\G1U\LUV[7P#X1^^Z7HQ[V/:S?M.KH M4ZLT*>9*'LG:J2DG1Y_0 S=ER!@E5Y5I@...*UWD&@FBR@*,*&J.:UN_8_/ M6TX#*"9S;S*88 >>_/9 H,@F'GA)#BZ?@GX^DI'BT .(Z@$L.F$3:=+:!IX ML]GTQV5MG MI0\_WIR3M H/9OK1S;^G/CFXZ,?.*P=SG'ZLZ@0^#+ ,\)]YR M'KCWP+TOEI.CFX.BVU]YR B@\8+Y@L8A_?=#OX^Z+4534% C$X2G;#Q=-.,^ MFN^6*19ZT_F8+;QE,&^9VK>CQD(_:)8 "BQF>$X]? X:GO_""Y1SO,,LX.+I] MUI\UYG_'_*%UGC^<3.UC')(KAT'0RF+7N,E)Z-8$=HT_9I? HN.VX/?8^CFX M]6B*G61!75Z>L=]^/B+]+%%$K#E9&GG0Q@W8!YP49?"'N72)SO1;/5W\,GN M-/$F,#BM&'OA8G*P%\I>-U/[4A2F>(\L%%$/X=]N(5> <:H(QJ]0_]AF"TXO>XR>)ZZZ8& 5YQU]ML:,N95*Z"VP+J M^NR5*VS'N\KF3AB?15FI",T"9/X]9Y?5!A9C2\LN\+K:VDR:GVIV52#T2.@; MB4((&$+=K("-2OY7Q%T*V[E%WRI)5;4GQ=:TD"KWO>V6T7Y0MG'X9K-18H/> M%*=]15HZIH $,"X#'/<]GP)EB)1?+]UJC.OS"S6TM.SS8% L0;GHM4O")V" MS!5XI]&Z4K:WYYDSKTGD3C/G*=ER '7H.O.L>!!-!P17H3&5-;#'I '%V89 M#C,B4R> MQ)? N(&/!]_2>%^H/9GW@M">\W:,XOU382=RXOW0>>\Z6HJ"M1#Z@\.#Z60X M;P1WAGPY\EX(VJYLL! MA$/K:= N=ZZ$&[DDQ.F@FSN[=B*A5 4B.!MVP")^H?UF+CP-M&ZO#MJ31'UG MT86<_+Z+J-M\]?HN[6SWAHMCTMC>UDHC:0&+:,5RW61RMCZ,1ZH*NS)W#J+ MV'PD-L[!R">ZX&00H2QT&W^'&'>89XT-R!LV9>(J$GW'\4ZH-#<1AV6CW>3V M_O<[:R1WI^,N!*Y6$O#RI3GMP%L+!V;[1;1G=Q8!7FZ- JXH.7TM"QLC74FMNJTWX MJV^PD8'Z$-#JN'EZ0ZC_'TY!7PK3]"%Z#^&.Z5PQ1@!B,6=]%Z:ASC8WCVL9>UI/C$;)'N M1KO]VOX><.FNP7? +W8\)OW&UD8C"5*Q!Z@_GTP%3[H+>O9BBM)?B $Q39':8 MV(I)"S"_+M!BU2^T0?LKR<7_%!+ P04 " J-%Y9W"'*Z:4+ #&(M&0 'AL+W=OO:'@6 QN@ M;=Y'#@..X\$$V$R".+/SL-B'%MF2.J'8&K+I([]^OZHF)=F6',.9/3! W"*[MZZZOJIKSZMJT7[NY4E;<+.JF>[T_MW;YXN2D*^=J(;MCLU0-WDQ-NY 6/]O9 M2;=LE:SXT*(^"7T_/5E(W>R?ON)G']O35Z:WM6[4QU9T_6(AV]LWJC;7K_># M_?'!)SV;6WIPL-@7 M9=]9LQ@.0X*%;MQ?>3/88>- [N\X$ X'0I;,,6(IWTHK3U^UYEJTM!O4:,&J M\FD(IQMRRJ5M\5;CG#V]5#.8V(IWC7,P+/7JQ((PO3XI!R)O')%P!Y%"O#>- MG7?BHJE4=?? \"01:216.4KT)'R5XJ9;'(O(]$?IA_ Bl:*5EQ/2B[VCY22U- M:W4S$_\\FW2V14S\;YNZCE]G1KER8MN*4OU>A^)T*GV2NV?_OQ3D/HO'Y$U M7LD:/T;]J1YYG$B0'XLMA,3GN1+G9K&4S:U 8K?2JD[H1MAK@Q0CX\A)K43G MCG8OQ"^JPJY:7)JZ)PJ=D$TESEMM=8G'H-U*&+(O;=^J8Z;_\,A 3BQ;J>E4<6Z+N6RK:]DJ#]2FEE8L+7E(EV +.R"'.@*4HW)4 4)]P?G."?\= M44UM9EIU8- OQU!JV+2D@BI[4+T=>;!ER]N):L(*X=Q.U&OAYT_09M3=\!#2RL OZM6JA*.T<36=7, M$!;.8J,-G)8[_/=0>]U8-:,HN4N-A98-4)NWWS%PB?"JU8U8SF\ [YD&;*SV# MAC7HW>$G6]/C+:,E[5IN>IIT&EY9N^,61!MS)2UX3PT@$[+" (VZL6*F&HIQ M,L@H07?;6;5P83R*NF(!\[QK*J N? %&CQ)&NI5S*"7E%NU2Y;XR;I7]-(A/0)%3&Z%@E3FEGGWED+L2%4S=2\ M]8*=-"8#1'(ZM:KJ2SZ+W!C=/4B!H.-]VG;;LIW+&QN/1+^6M_RWG&LU'<"" MZ%:JU%R2%_(KU#GX^:<\#/V7YQ_>ON=E\/+08P[G?/#B!K'/V?EA"JU5ZPE% M:C/R$'T09GQ"D@DS%4J6\Y6GUW'F]@Y24&IAZZ:!*?*6?;LTG>)WY(+2"0RW MFKZE\)0+0_9;I_EH'\B^(=7(?:WSIHQ]Y_)IK"A7JNE'G''/SJHO<"?'F MW>>W9T):V^I)[XP-9W^4;4&+O<_S5JD[E5K\!IIWGNRA\B(] %FK M\BL>/(H>/MJV:^]A(1B%_IL(O,!/O"3WL$->4UW&0 M>TE&7!.<3;TP*5B: (L9S:/)?-]W%GSV-7CPH#8=8OH0B8&"T,PXNONFA#E- MK2N&YB]&$YC [81A+[88GI3T_=_I&R7\MRBP!JT1U[6S\ \EO,B,(K"':[" =2V \PJPQ5E"0H.= _>*&%#8=$)DH0"! MMR%5M(R.P'2;U+_<6/!^ AG2[56ZI9AMT2/.2.-7= ?N9))C02L-WAL8,8M MV&!5&,>@[']SY96:B9E3#,T;F!$]MY/%[MO!"I"J& <;7:VWGF&'!M=/K1MSI M"_F/6FHQ77/<2HCB3G$3L"D)87 MAW\"6817-;Q)ZKJ;BM& MSTE&//Y-T73BC/6$$WJQJ7N.T/_9\@@4) (#E\I>B$D4,T$&"^A111?13@N&= M8!U1^IK* HA%4C6(P"??>/@HE*$$H]G&(ZG! I@R2F)<9ZA@HTC+/ M/-A7'.Z]NX=M'D/! 14SWQ'(/1B<5V'AY5'@ECZZAIS/CQ G)A@DIAJ'!U*\ M+P3+G(^0?<8E=$)AI27T*F*(-U3S+5BQ1ET1!N@ZG "%YV>)HP!=!P5#Q$-! M6OT=$";X* ($@X&#NFM4I0'ABQ1'^(VJH]RS1T=[G-1XIT0G>6 MDQZ4_ ,>#X#I)M'ZEV!DU//6(@$W@H"D<5>4*0BB/$SR9FBW@XGCT4BVD;R M6I3&(O:]&- HBD=@(VR+A4Y(&_2S\GE .Q^A?XXQR&.XK\IN8R#MCRG]24 M[B:[P1E_/>Y3R=8T0-28CQ1P&U6L;H_: # MV30E7 #!^$;KS'4 &W=HF- W;B*H=9'BJ[H5"R4[@F&(>W=>A.03-TO3H+FU MNJZ*V3BB=./= DBAMV;7(:6[BJ,< PD9\K,6KF5Q79O6WJAR>!(,Y M/VZZ_V+M?@#3 Q,7**)AYA89!MY-(P(>TU1D ,O1$(]0YED,3BJHY2BH$&3B M+C,]YO!*=]>O_XYDA^Z7EF]1QF[-Q7##2R8= M;HO3..7KB2@'6*!]08ZAYR- 0I^%ZAY$V> [KKF[CMFN\ZUK?=*WON>ZU\W2; M&@0O[P56'.7HO3-(B D? .$9E[&*S16 -=X%Z&+GD+)$YO00(8ZFS+E$+ < MA@6@%CV?GX@, [54&@$QAHN*1.Z*5ED^_AWLN#E^L/O5**VA"%@%\N9E<*M, M.Y-NW.:;Z!V2WXOB:6L6"-&)^P1S[XN7Z\@4K18+VD^? 1"A/,EI+AR?X127 MDFY&OU6RO=.(#-GOTE1.#'\!0WHJ1=_+RQKM$KH=UTBAHZ2#X\>U.YK3I48S M0X>V[>OER<:W96@SXR_HU ;VC76?F5=/5Q_IS]RWZ? 5V]X7_O6R16)VHU11' M_>,LV1>M^VKN?EBSY"_5$V-1)GDY5Q)911OP?FJ,'7\0@]7_NG#Z;U!+ P04 M " J-%Y9>K&= @0$ "1" &0 'AL+W=O^^W9UOGK4#%'NJV-#?.LBK$Y&8U"7G&MPM U M;'%3.E^KB*U?CT+C615)J3:CR7C\:E0K;;/%+)V=^\7,M=%HR^>>0EO7RM^= ML7';>7:0[0XN]+J*1ONK4DL63EW+9N_BWDV%D)L.(^"H/#9\)*-$2#0N.DQL_V3HGA_O4-_ MGVR'+2L5>.G,%UW$:IX=951PJ5H3+]SV+^[M>2EXN3,A_=*VDYT<9Y2W(;JZ M5P:#6MONJVY[/]Q3.!K_0&'2*TP2[^ZAQ/*MBFHQ\VY+7J2!)HMD:M(&.6TE M*)?1XU9#+RXNVU7@FY9MI'<;_(;9*)6+D=Y#W'604Q^ '%,'YV- 5:!WMN#B MH?X(=/:<)CM.9Y,G 2^Y&=+A>$"3\63Z!-[AWL;#A'?XLS;2OZ>K$#TRXK_' MS.W0IH^C296$C? MFWQ:1O84*R:V!;DR+6]:Y>68)7($OT>N5]COG#](4DM7-\K>00JRD-,V.E)4 MLU]#5JT]+/7=CV@ M#Q^6]#M.LS_(619V[XWSNE"_!3)H-1 BQ,N&QOFH4CGS-WTJM:\#H4.1:AKO M/C6JEAPAM4*5L,A<@ 7 6U=!"BO#<5#*X\V@7X MGL-%8L2 =(!LV1KS0J*N<_Z.!-RE(H'"1A<KPSEOVB- :%SMV0KBHQ3 (7='(M7L,KB+P-8GUP-CQ_=C0Y>/T& MGNIE%%0LWBV]VI'C%"IDQ+;2!KZYA2>[R"&'>L?V. '!7.65\);+1)$!Q-[2 M9ZNC)"/5YZP7LTS2E[9!..ZFH:Q'J ML[W49K^#R=+:5D:8O/CW,\@JF?47CA1ND.(IT"4\C3$%TW2IBUNWL\[@O&Q"D M MU7*J!6U!S?I% (H'K@6XDHP"QW$ C@M/!(,*V+)%GL-6(.V'L,41,Y0H)P M%@FK1%AM+G)!2";)%8:/M:.+1O3&1BE>&H8"U-G838W^ZG[>GW9CY)MX-ZX* M.6:E.$NHCH>O7V;DNP'8;:)KTM!9N8@1EI95R@X1P'WI7-QMY('!OY#%_U!+ M P04 " J-%Y9.-6[(R(* #C&P &0 'AL+W=O6/?5+Y4*XK8JC3\; M+$.H7^[M^6RI*NE'ME8&3PKK*AEPZ19[OG9*YKRI*O5,EY;(YPJS@;3_9<7QI2>%_RFU8WO_19DR=S:KW3Q-C\;C$DA5:HLD 2) M?RMUJ-!K.4K M&>3YJ;,WPM%J2*,?;"KOAG+:4%!FP>&IQKYP?B&]]L(6XLHIKTR0T5G>P%:D*R]+)UX$4^D/?!+:31_V)+ MA_<,CX[I>0JN>:,- A*=D*6:XJ8#8X,4_IG,?'##WSVT>B@H<;E> \O"EKV6F MS@8UG>56:G#^XP_[S\ZT68C& MR";70>4BZR3CHNB\Y]?> (VV<*GF!L2$J%"#Q,LH32[E28JZ4$?!0+1W6:5D6=[1$U63-%K2F$ *U6MSL9>D?S:L'X>1CYQ6RNE,BB>#_MGZ?3J\%35JQNG&^D"2)8WJ5- P*I*U/AK2>_:.C[_J6^-=LDD @IH1.R/GWT< M"7CG3N26C,/^K&QR>*LL6S.UB73;1J:P-D0_))FYF-\)T@F/G" OERJH!YTY M)*F@.^O44/BE;4H(4O8G&Q'0+XT)MD.\XV[I%1(FVC9GP"7)+,R5NGI#] M^,.+R?[QB1=38QK(N68W"9S8NN5>; MMN5/2"47T(%ZI3%5SY<3!/B? XP4B\ MC7)MK4W*P$H:%!!2B@U]A.KP!=4%]KDA5Y>XE37.4=QD_@7$&Q<:G.\]RA4K M)T4AM5L+:N.U/J.V7D?B0':A,G#@44(=!S/Z+)- -^*0J40]]9O(DA+^]8FRIG MJ#Q>%N7&/3PB.1AFK26ZI"4Y8WUD2VTEMEB@9>X1C@!MTLFM"X&!9/"H$_ M/C;2X1C(^CZ0'UL,,"C:E(N< PFD^]5UV+4&N,9CW\R]SC4T5-$V612ZU)R+ M-TN=+:&*0AL<:A[! .8\L%ON'?+F_?P+_KE2;!3I&:9JOB%P]N>,7 M-NZW9- P@X<21XT2N/5H7ZMN>ICAEK6(M%I@{G#1>9@G,<*$J-5H!4SG6JZYY>'Q=;:EM3/ZI&O@> Y(;*OD5SNR.Y5SR:+OKZ.J8'45! M!!B872B#J3A67:)BO4IA0@K.D8>!TS+N(%6_Y[XMI6&;:*>0$DW22[UBO/"X MR!OFWO4F+M%,82,QS0+5C%9(Q@4LUS !H'.VPC;K>R9'UKQ? >2KKPT;V;+KH M2Y,O6G>O;+E2K:94&BQVK>LC7%ZS]V('D*/V.D;N1E2)F["BJ\Z/ IV;0GXC&*[T0K.*C4KMJ"X@S=FG $7-6&!J18MG M%GI>JA34$[&29=.=@1%&N=A 05.DD;SM1Q]]04H\>M"6-S^D8"!"S)3P]VQ- M).\Z+':>?]410N01(\N[U(6NNV"YR<7#JLR[!ENJ:R

M=B+AS5W*L4H@,[K9Y[E)DC2+LRB=,NL!8XO<5E+J:E+/8Q_9*OU14_3G>B-Q-M3-W(FFA;U#T,[SX#Q.0G\QZE_JC'83AG)[)3T=74Y*$[4!%KQ ">!W2"Z@) M]JU:CO,,M39'>41#WW5<(_$[7:,F+@%@ZI$ZBZA&M\D2JW,LGT9H^#7C;J35-MB0XL=-@LD)31+J=J&A%-C9##T8O8%*T[P#;%-WRTT?_%M-E5<9YW%>?YSGKQ-M7MUL(,]98RG]. .;;RL]N<:E/+BQ59?$M-FRD,4$HNF.=?+US,?Z87))W+BS^ M8?AY,YU=8/C10!"LW[KT<\TUX4E*LNGL?B>/#\=,!SL",=N4-74/O$EFP3&T'5&;;I(G/9)'M% M28NRI+2>^I18&"0\FG>5M7^4S'/")E4-8-V0H-K+328E7(7YZ9X"<]N$_EG] MR2TLT8\LEH1)9U>)">*M6UU%E2>]Z.O@E[CCQ+B$6HJ!_NFN9.#NV6.N^? MONE"67J[!LI;1F?R[GN#E(O*QM8QT@2*X!\XM7\44K/;% [M"K)1QH//!HFQ?: M&)ZR"H)CQVW[1_$%C@#92)HK9&Z9K4A@39D>NG&H>\2DA^=T_HWF64YTK301-MA2-LKSFA1P%_\8_AOXGTH3$_7;$_.0%,-_WVC%5 M:6?SAE">X)YO@","K<_N/DGO.BA94D&.\SL'MA/4+GT@9L?_9Q*?VE@4)_%/&#ODL/.%7BC*O0+,$WMDN[W@#F6P(=WDO#V>M+ M07/"PLEZZ3?>.=C&]1[})GX C.[PB_QWH[$_F0\{"\SZSK2=O#OL,D.CED MKT_$Z[>?WF!$) F+&,V'3X@8?CZZ&&Z4 L5S^[4JE40K#HBG%NOG^! (.3U;,_MTTPDUVK1E)')9L_^_E*DR@#D_6I!-5.:7S-)/2L,1L@J6AAL]H41 /FNH?=V M/#1VP-451G5Z7U#>[0!*KO/^P/T_@,F.TG_U]OS(%! MOGT[1/EE6FV5X)#X]*HP@3*^RG3V"\TQM@"IH'FDE\Z XDHM=5;2KZ62JSOX M*$,F*Q<+;EK<31DC\0%-9#J#O>H4?0XB+2(8J%&++Z],:FP15? Y>DFAA*#R' MOTAO2&BV;U^+VG9JQ9;;H-)@V3.IJ>E900AHI9&:CY+8SENJ+S12$S<;2XT& MB#7>&N6]WH>72KD%?U[B^=2$^ VFN]M]P9K&#S? KY?'S%Q(2U.BA0X&MX['Q MT4"X^$DI7@1;\V>L9VDFVF:>F)O]S-,01(G%,$"4!SW MU^^Y($51-LUU-&VZN_UB4[C ?>'>@T/PY$ZJ3WHEA&%? UF6E3Z!$ML#-^*<2=[CTS"N56RD_TX]W\=.J21Z(4N2$5'\^BTM1 MEJ0)?OS:*IUV-FEA_WFK_:T-'L'<E^2CO_B': M@*R#N2RU_2Z70P/UD75_.=? VD0\9X'?+O"MWXTAZ^5K;OC9 MB9)W3-%L:*,'&ZI=#>>*BG;EVBA("ZPS9^?YKYM"%Y0AS8YN^&TI],N3F8%] MFC#+6S47C1K_"349^TE69J79FVHNYOOK9W"I\\O?^G7ACRJ\%O4Q"UR'^:X? MCN@+NC@#JR]\0M]%R?-/U\6RXB6[$?FJDJ5<%D([]/W[R^.A@$? U4;.\TC7/ MQ>D4W:"%^BRF9W_[SHO=OX]X&W;>AJ/>7C<]PN2"O=&F0/&).7O+"\5^X>5& M:!*<:RV.9G8#%<2\FK/W!:\M2NPFID"^66,T MY4-QCWHV'/?-2K"%A-:[HEHR0T74MGGQ&SPQ$(LNC 6%\;D+@X2\"87W0RE[MH? V%&H_&Q MJK=!U38HW@6%Z5O%D[8L2R8_2#F_*\J2>4'F M!%D(#PVOE@4YU5I+R'5W\K/UI!WSPF@7>\WO;1!'+(L\]H($:B-& ^GOY!%R MF60!%EZOI#+?&Z'6C?_]:0/!';'(+GLM%D)1C13]![XQ+W&R),6$]|):?HU: MWXEM(!^$>52'+X ^@9/$,1OIZ:CKZ6B\IW&@SC>EK<=>XMLVMGW]N%>'&G3< MS,]-Y1MI@'3[/>)8R:Y1VR:\$XHFB++ ^8*6+>\I$8!*9,! ()/IAD>QUD(,M MST5MH%>Q>\$5]=0/2FH@T!I;7/QFFW)"BQKQY-(>:Z@0V+1"O2IJZK,)>RZ M*+C)!= : $TG0(B1 /O^&0RB)I=ZZ$V="7$T^2"K[U$/M4"_\Z428FU;-[#B MH*WG%\QK](_L9MSM9OSLW;S>U'5I+2+EZ#]F^0(VN2%-3^#LJ/YAG-TS5.S4 M6VBH^&9>$,#6\,"*>N4.%: I+9):D$8E],_$/D*N.*!6B(KEV!J"<=*Z]5; ML2RJBI1@8%'H',MI9^FH#A[_*RO(9EMS^M7D9H6]V>,*[,BWQN9X.PW8GV+ M'=L2 /9H*'@\-#2+X+!-QD=44(4>HRI(O=@)XM ^AW]BQ+&'Y\AQP]3Q@XA* M$7 2.;$?]C001+2@#O0ID6[DH)(8 ?PC0OJ);D$[::0ZC9PL2%@$,E2%D.9 MEP)Y71@(QO DZ2HP&:] P:W%?38#_P;9S*BN]E,VGF:/KM7>GR3O:;3><=J MMO75(2".55W,;0EC]HWBE6[?RC 41<.IBW]MK!D8L=>MNYV&)OON6MV[HY2 M#DL#N&%Y*36Y@9),8L?UT\G;/5-49)#3@?K D$1'PM%5@0*?$_<(O,G-/Q; MU9GC1]E8^67=IF;_M11UU+._)D5-'0]$<8BB@AFE:?:(H_I.%L9?P4,])TBR M?78I.G;IHV"C9])4H&\0[W@<"%Q'FZ,>1\U',-;0.X20XD2RZX8)Z3,ZV'-W[_[NMZ&DXW:&._) HOHG M4=/0?4A-_=B./$E-TU;\@'N.[ESOUL;[@^GGN(%OPC];!D,$YO?BG_X?PC\' MR.93S#*,7 !E;"\-7,Q-D^!@!@G.&$0HF2AUDB0:+1Q_5SC^:.&\N_I1W&MV M)=%,[(HK4PFE!^MC5,^!C-';7==YX_=U?R:]&'?MK\DO/#\>9!0\(A?I MUUUQ1=%3Q"*-G\TJ/#=JL98:Z@%YB?P=L_#IM$\&F(4?/,4LHO"@NR[/2>(1 M6N$A=_$AQ"((]Z["B$+M:\8[IQ<81TOSA./';7V]Y_N-_^W8C' MN)W_)8YQY+VD/HOLE947/T4KDH9&>#M>85D%K;[9OK#2AMUN\#HIX :=@.R: M\VL]/#&8T+@A01'.,E)AW$DEGO6R:J M;&F_V*+J")*;SYK=:/=5^+SY%KJ;WGQ2_HDKY%4#WA98ZAXGJ W5?*5M?AA9 MVR^CM]*@I.WC2O"Y4#0!\H649ON##'3?RL_^#5!+ P04 " J-%Y9R-A* M; D(#K%@ &0 'AL+W=OO(#R=00(HMNZ73A(@25M,@>TT2-HI%HM]H"7:YHXDNB*=-/OKYSN4+"N) M[69G%O.2T!3/_3L7\O1>-;_KI1"&?:O*6I^-E\:L7D^G.E^*BNN)6HD:7^;J MJ;C!SV8QU:M&\,(25>74=]UX6G%9C\]/[=YU+D6I M[L_&WGBS<2,72T,;T_/3%5^(6V$^KZX;_)KV7 I9B5I+5;-&S,_&%]IK2\\E M GOB-RGN]6#-R)294K_3C_?%V=@EC40IGSMF(Y[F40X M7&^XO[/&PY@9U^)*E5]D899GXW3,"C'GZ]+OV/__6.6) D+I["/R.P+=ZMX*LEF^XX>>GC;IG#9T&-UI8 M4RTUE),U1>76-/@J06?.KU1M&KA&0ZY9LBLK432:'7WBLU+HX].I@1@Z/.T[MEI"M6$Q:X#O-=/SS +^AM M#BR_8 ^_&W$GZK5@\T95;.. Q_:S?UW,M-W_]RX'M/S#W?PID5[K%<_%V1B9 MHD5S)\;G/_W@Q>[/![0/>^W#0]S/;]O\86K.WDC-%XM&++A%,'8ZTW;I?)#K M;IT_+07\4ZUX_?#3#ZGO)3]KEO> H172GLT4'#>7WT1QLFID+ABO"WS4!EDK MJ]FZT80DI%0K58L:163K=/.P$IKQ1MC4*ABL,,O!6?SBQ,?J!%+[M>+_48TT MU@7MZ9;;A)'"AX7HC_D1.G&0Z[M8.*&+LNRU' '2%,)VLRK5F<1PY7NJSV'/!.L;9- B=+(RP2KS829)P]$D9 M7EJA*4YY7FS7H9)A'3DN3OI1AG4 6NS#[_@CWK01R\%?8^="ZT%PDIH MZ_?^(?E,EM) (H7?EP$$ANW.@9\VWXGK E%MQ '#)ZY$0;'8%FNC>B+S;]3I$ MW M G^L.M/H9^'8P>L[D%R8G3!WXH'H5XP-^1-91P,&Q^S(.R;H MIH"KZUL0QTX('E9ZDH4LF?C0FXZUX.K9-<(@;5'7-)-U7JXI\>"=^KLBK4]? ML=2?1.B896F;OR;H//>F0]OW2YDO2:-@2 $FM3),? %MA@(!LH]@,U81+JP;5 MG5I\,\SS664KP>3 ;4 23-(G!CR+ _:"4;O#Y/Z"O4PNRX@QAZ&7A,/+:S0;N M<&".)D]@ABH? Z%?).Z_4C"PJN:RPFZL[U!ZA;2V&&?=0G%/)\B9QSZQ46MNS MBUK^%TPP7%]'&EMJ27Q-%;;U*Q.VYNXQJE9H!VVYLVS%7V<6'F@ML5];8M?7-ML^A)>_E*9.RAO3YD3C6WF^5:#IR#=6_FPJ:4F M=W4->=N"_TP]&UWD7]>R$<4S#:BI^&YF.V#B13L.#M4ZP6DOB@Z%*.E#E/R) M$!T8M@ZRVS]L'9I=I.Y*"1/:2 *]=G"90N5"B@W"MOE:=!AER $D.I6B.R(9 M0'LE&GNOPU>F9J5LYTB-(M<8)%3YP#1V]%RVE6M%6B"61"=5H=OA3-:%O)/% MVIY?\@(X81(S(Z(!=V$FZ-,>BE0*-<'>YZSK)NP]<-9!3];.V-[J[#&7"/DV-MUH7J"G0NR)PNS?52E59;#*VM(?FZY W[NL8:*)NM]Y!8Y@^"-R=&G1201R.I M?-Z2__9Y<'-=;9WJV ;R"JW8]YS8CQGUUQ.[$40T%]J-T$G"]!#RTQ[YZ4N1 M_T[6O*8Z>VO@G8JF_=MG.U%ZF88L[>;F.U*CL,2-Y5H3N)RDJ=[>;T+="MP M#TB^-U+][?'[B'1!&B&ID8:X7*+;HU$=MS$,,"&[PQ@F#G%NOP:.FR">=LQZ M3'O$/$QO<69G,;!)G#@B*&#I^)D'FC>R7!N;MT,ZJ,+TDMOYXHB&N"%^W$D' M)UIB6CL^@)^LQT_V4OQ!!DTK0% M NY? $6)X2$Q;24@,+GH)7>8R#Q?%X&#E\-SMTY+[TMC?"'HA))=_KK<[Y7K0 M?SX.^L];.W-3A[JU9Q]V/D(=%/[=!XUNL-L[P-Q2RLS.?HU^-WHD"Y0-% M5R&?K7?L]3O!=2Z@"U44!@03FHE<0"_#E;[!_).#Y'T];[@VS3HW:V2\YV0I M0(%R@XBGD8/+'/L_($W"PP"K!1SD+H3>C=MVI?5]H=1*_N: M.5/&J,HNEX+#1W0 W^=*FC2.I7%F+AN-"YISD?3"SOW44XO1*6+G+./$JFJ+*E\NF*%V%V.O-%^ MXBY?;[29&$\OMG3-YDQ_VGZ4\&O7(]<$Q J6:8-X>N!7;.B,$ 0QM\-YJBE-([=\1[]UN8. MN2RH8M>B^)PO]>9RE(S0DJUH5>@[L?N5-?F$!B\3A;*?:%?;QND(9972HFR< M(8(RY_4W?6S6H>.0N"<<2.-;-PUD8WRAFHZO9!BAZ2Q!C0SL*E:;P@NYV93 MYEK"OSGXZ>D[!BDI[.J>+@JFSB[&&D#-7^.L ;BJ <@)@!2]%UQO%/]%+]GR MT'\,P;01D7U$5V00<,ZVY\AW,2(N"0;P_#9#W^+YPQG^.5LH+4$$?_7E6$,$ M_1"F,"9J2S-V.0+E*R8?V&CZ\ID7N6\& @S: (,A],F\K@TO250OZS;!U9YP>MAZF M[I)R/FR9I#KGZT[.Z#GR(NP24@^2)(1!D.(P"6 0NCCR4V>^$5*_UDR67<\ M!XF+"$X@ ,_#J4=0"@##$F95@GO]# [3$#*RS-2?!:K%Y7RBR(8K#2*3C%7@+N MH1\B\'8#YRT'"@;(X%;S%#E=Y$6N>\7=VNEC>RG*8P>" R\%$291Z-SU:%\L M-'0'L'JP",PQVU"^9I;8PZ5]%/AA"810CCX*$ASX[H]#'X1Y PE#\7CV^\@ M=H?T'K5ZCWY. [U>TL%',;8]EU/(!M"5_7/W_P=_E7#2#RQCCQ$SA88QRZ87,R#ND/V.!J2-S4C&*X-J)]5; V MWGHSN>!9P][&#'&FYI2-<1RGSBS+9 7+S1ZAG[:KW> [*WO.0VL=!8-P)CN". MJ6F*-I=#6PC-VH;8(ZGSV;;BP#5[@-R@(.Z8:<_;54;W@# YOAZA\,]C] >C MTHQ2]&1&;;I[D]; :PR^(;O)528J2.<.Y-7#$IP'Z 5\$O3B&#T 6O-7A%X, M5&3<5F3\W17YGNI*YOH)S3@MGE1NE7Y;P21#G_BR"1FR:&^GWA(<).R_@&;0 MK3?/DN(%[]1'?4:.9T^_M\$Z6]O U=5R>Z%#]CH5X)??R.K/UB=,H,@,X82-C$9H+*(!&R\=10,Q,A/P(MQW#^$IPFH9F)$?&QYT7F%G%],P-UFD!;0TS7!*TC-$IT!AL MMO2IM VN%Q$,#U+DN=A+"9P22DU07FXK;2^)IN&"EHE@/_5LIQ2;+JI!L_L& MVGV@1<6^=LNG#H44\@IZ;X]QYTE6,KFV#T^%[#;7K[-VMGW;SNHGW5? S^F"\ MGLIUSA6$L@)7]SR&-DC6C\WZAQ9;^\!;" W/13O