

0001140361-25-0038456-K Diversified Energy Co PLC 2025021120250211164330164332164332 0 0001140361-25-0038456-K 7 20250211 20250211 20250211 Diversified Energy Co PLC 0001922446 1311 000000000 X0 1231 6-K 34 001-41870 25610469 1600 CORPORATE DRIVE BIRMINGHAM AL 35242 (205) 408-0909 1600 CORPORATE DRIVE BIRMINGHAM AL 35242 6-K 1 ny20043119x1_6k.htm 6-K UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 FORM 6-K REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO SECTION 13a-16 OR 15d-16 UNDER THE SECURITIES EXCHANGE ACT OF 1934 For the month of February 2025 Commission File Number: 001-41870 Diversified Energy Company PLC (Translation of registrant's name into English) 1600 Corporate Drive Birmingham, Alabama 35242 (Address of principal executive office) Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F. Form 20-F ☐ Form 40-F ☐ THIS REPORT ON FORM 6-K SHALL BE DEEMED TO BE INCORPORATED BY REFERENCE IN THE PROSPECTUS INCLUDED IN THE REGISTRATION STATEMENT ON FORM S-8 (FILE NO. 333-276139) OF DIVERSIFIED ENERGY COMPANY PLC, AND TO BE A PART THEREOF FROM THE DATE ON WHICH THIS REPORT IS FURNISHED, TO THE EXTENT NOT SUPERSEDED BY DOCUMENTS OR REPORTS SUBSEQUENTLY FILED OR FURNISHED. EXPLANATORY NOTE On January 24, 2025, Diversified Energy Company PLC (the "Company") entered into a merger agreement by and among Maverick Natural Resources, LLC ("Maverick"), Remington Merger Sub, LLC, and for certain provisions therein, Diversified Gas & Oil Corporation and EIG Management Company, LLC, to acquire Maverick, a portfolio company of EIG. This Form 6-K provides certain financial statements of Maverick and pro forma financial information of the Company. In addition, on February 11, 2025, the Company issued a press release containing an update on its business activity for the year ended December 31, 2024, and details regarding its annual results conference call. A copy of the Company's press release is attached hereto as Exhibit 99.5. EXHIBIT INDEX Exhibit No. Description 99.1 Audited Financial Statements of Maverick Natural Resources, LLC as of December 31, 2023 and 2022 and for the years ended December 31, 2023 and 2022 99.2 Unaudited Interim Financial Statements of Maverick Natural Resources, LLC as of September 30, 2024 and December 31, 2023 and for the nine months ended September 30, 2024 and 2023 99.3 Unaudited Pro Forma Condensed Combined Financial Information of Diversified Energy Company PLC as of June 30, 2024 and for the six months ended June 30, 2024 and the year ended December 31, 2023 99.4 Consent of PricewaterhouseCoopers LLP 99.5 Press Release, dated February 11, 2025 SIGNATURES Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized. Diversified Energy Company plc February 11, 2025 By: /s/ Bradley G. Gray Date Bradley G. Gray President & Chief Financial Officer EX-99.1 2 ny20043119x1_ex99-1.htm EXHIBIT 99.1 Exhibit 99.1 Maverick Natural Resources, LLC and Subsidiaries Consolidated Financial Statements December 31, 2023 and 2022 Maverick Natural Resources, LLC and Subsidiaries Index December 31, 2023 and 2022 Page(s) Report of Independent Auditors 2 Consolidated Financial Statements Balance Sheets 3 Statements of Operations 4 Statements of Members' Equity 5 Statements of Cash Flows 6 Notes to Financial Statements 7 Report of Independent Auditors To the Board of Managers of Maverick Natural Resources, LLC Opinion We have audited the accompanying consolidated financial statements of Maverick Natural Resources, LLC and its subsidiaries (the "Company"), which comprise the consolidated balance sheets as of December 31, 2023 and 2022, and the related consolidated statements of operations, members' equity, and cash flows for the years then ended, including the related notes (collectively referred to as the "consolidated financial statements"). In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2023 and 2022, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America. Basis for Opinion We conducted our audit in accordance with auditing standards generally accepted in the United States of America (US GAAS). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are required to be independent of the Company and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion. Responsibilities of Management for the Consolidated Financial Statements Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error. In preparing the consolidated financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for one year after the date the consolidated financial statements are available to be issued. Auditors' Responsibilities for the Audit of the Consolidated Financial Statements Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with US GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the consolidated financial statements. 3 In performing an audit in accordance with US GAAS, we: — Exercise professional judgment and maintain professional skepticism throughout the audit. — Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements. — Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, no such opinion is expressed. — Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the consolidated financial statements. — Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for a reasonable period of time. We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit. /s/ PricewaterhouseCoopers LLP Houston, Texas April 29, 2024 4 Maverick Natural Resources, LLC and Subsidiaries Consolidated Balance Sheets December 31, 2023 and 2022 (in thousands of dollars) December 31, Assets 2023 2022 Current assets Cash \$ 53,263 \$ 10 Restricted cash - current 31,936 3,232 Accounts receivable, net 140,260 197,228 Derivative instruments 46,503 1,051 Inventory 2,209 1,806 Prepaid expenses and other current assets 7,089 7,089

8,244 Total current assets 281,260 211,571 Property, plant and equipment 2,674,820 2,426,672 Other property, plant and equipment 110,888
 77,230 Property, plant and equipment 2,785,708 2,503,902 Accumulated depletion, depreciation, and impairment (1,097,788) (876,451) Property, plant and equipment, net 1,687,920 1,627,451 Other long-term assets 13,564 13,564 Derivative instruments 48,018 48,018
 4,354 Operating lease right-of-use assets 12,362 5,136 Other long-term assets 35,577 35,577
 38,449 Total assets \$ 2,065,137 \$ 1,900,525 Liabilities and Equity Current liabilities Accounts payable and accrued expenses \$ 272,637 \$ 340,393 Current portion of long-term debt 113,773 717 Derivative instruments 98 99,302 Current portion of asset retirement obligation 7,282 5,060 Operating lease obligations - current 841 3,606 Total current liabilities 394,631 449,078 Long-term debt 697,405 411,920 Derivative instruments 3,994 3,994
 8,330 Asset retirement obligation 242,391 248,221 Operating lease obligations - noncurrent 25,316 2,112 Other long-term liabilities 29,501 25,715 Total liabilities 1,393,238 1,145,376
 Members' equity 671,899 755,148 Total liabilities and equity \$ 2,065,137 \$ 1,900,525 The accompanying notes are an integral part of these consolidated financial statements.

5 Maverick Natural Resources, LLC and Subsidiaries Consolidated Statements of Operations Years Ended December 31, 2023 and 2022 (in thousands of dollars) Twelve Months Ended December 31, Revenues and other income items 2023 2022
 Oil revenues \$ 619,524 \$ 720,668 Natural gas revenues 161,054 413,234 NGL revenues 113,320 202,239 Oil, natural gas and NGL revenues 893,898 1,336,141 Gain (loss) on commodity derivative instruments 145,934 (262,083) Other revenues, net 83,492 106,945
 Total revenues and other income items 1,123,324 1,181,003 Operating costs and expenses Operating costs 488,261 576,482 Depletion, depreciation and amortization 166,488 148,659 Impairment of oil and natural gas properties 66,785 118,839 General and administrative expenses 83,318 61,326 Restructuring costs 1,631 283 (Gain) loss on sale of assets (1,090) (1,142)
 Total operating costs and expenses 805,393 904,447 Operating income 317,931 276,556 Interest expense 62,176 25,109 Other income, net (1,130) (230) Total other expense (income) 61,046 24,879 Income before taxes 256,885 251,677 Income tax expense (benefit) 604 1,070 Net income \$ 256,281 \$ 250,607 The accompanying notes are an integral part of these consolidated financial statements.

6 Maverick Natural Resources, LLC and Subsidiaries Consolidated Statements of Members' Equity Years Ended December 31, 2023 and 2022 (in thousands of dollars) Outstanding Common Units Common Equity Total Members' Equity Balances, December 31, 2021 2,894 \$ 624,567 \$ 624,567 Unit-based compensation 256 256 Units issued under unit-based compensation awards, net of tax withholdings 2 (57) (57) Net income 250,607 250,607 Redemption of units 21 (21) Distributions (120,000) (120,000) Other 204 (204) Balances, December 31, 2022 2,896 \$ 755,148 \$ 755,148 Unit-based compensation 327 327 Units issued under unit-based compensation awards, net of tax withholdings 2 1,987 1,987 Net income 256,281 256,281 Redemption of units (1) (1,548) (1,548) Distributions (340,000) (340,000) Other (296) (296) Balances, December 31, 2023 2,897 \$ 671,899 \$ 671,899 The accompanying notes are an integral part of these consolidated financial statements.

7 Maverick Natural Resources, LLC and Subsidiaries Consolidated Statements of Cash Flows Years Ended December 31, 2023 and 2022 Twelve Months Ended December 31, Thousands of dollars 2023 2022 Cash flows from operating activities Net income \$ 256,281 \$ 250,607 Adjustments to reconcile cash flow from operating activities: Depletion, depreciation and amortization 166,488 148,659 Impairment of oil and natural gas properties 66,785 118,839 (Gain) loss on derivative instruments (145,934) 262,083 Derivative instrument settlement payments (46,722) (370,798) Deferred income taxes (13) (41) Loss (gain) on sale of assets (1,090) (1,142) Restructuring costs, net of payments 124 124 Write-off of debt issuance costs 5,649 2,374 Other 5,594 14,846 Changes in assets and liabilities: Accounts receivable and other assets 48,621 (73,512) Inventory (403) (249) Accounts payable and accrued expenses (47,119) 78,153 Net cash provided by (used in) operating activities 308,261 429,943 Cash flows from investing activities Capital acquisitions, net 17,968 (544,065) Capital expenditures (286,420) (241,633) Proceeds from sale of assets 15,514 10,082 Net cash provided by (used in) investing activities (288,874) (775,616) Cash flows from financing activities Distributions to common unitholders (340,000) (120,000) Credit facility borrowings 355,000 753,000 Repayments of credit facility (575,000) (343,000) Issuance of term debt 630,000 (22,250) Long-term debt issuance costs (18,488) - Redemption of common units (1,548) (507) Principal payments on finance lease obligations (958) (375) Other - (204) Net cash (used in) provided by financing activities 49,006 266,664 (Decrease) increase in cash and restricted cash 68,393 (79,009) Cash and restricted cash - beginning of period \$ 85,199 \$ 16,806 Cash and restricted cash - end of period \$ 153,592 \$ 37,795 The accompanying notes are an integral part of these consolidated financial statements.

8 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements December 31, 2023 and 2022

1. Nature of Operations Maverick Natural Resources, LLC (MNR) and its subsidiaries, including Maverick Asset Holdings LLC (MAH), newly formed Maverick ABS Holdco, LLC (ABS Holdco), and Maverick Services, LLC (MAV Services), (collectively, "Maverick," "we," or the "Company") is a Delaware limited liability company formed on March 22, 2018. We are a Houston, Texas-based oil and natural gas company focused on the development and production of long-lived oil and natural gas reserves throughout the United States. Our primary operations are in seven regions in the United States: East Texas, Mid-Continent (Western Oklahoma and Eastern New Mexico); Permian (West Texas); Rockies (Wyoming); Southeast (Southwest Florida, Florida Panhandle and Alabama); and Western Anadarko (Texas Panhandle and Southwestern Oklahoma). On October 26, 2023, the Parent, through its consolidated subsidiaries, raised \$640 million through an asset-backed securitization financing transaction. Several new subsidiaries were created including MNR ABS Holdings I, LLC (ABS Holdings) and MNR ABS Issuer I, LLC (ABS Issuer). See Note 4 "Acquisitions and Divestitures" Transactions Between Entities Under Common Control and Note 10 "Debt" for further discussion. During 2022, the Company acquired certain producing properties in the Permian Basin and in the Western Anadarko Basin from two separate oil and gas companies in separate transactions. See Note 4 for further discussion. During 2022, the Company divested properties in and the Midwest region. Certain Midwest divestitures resulted in the deconsolidation of entities. See Note 4 "Acquisitions and Divestitures" for further discussion. The Company operates its properties through its primary operating subsidiaries: Breitburn Operating, L.P. (BOLP), Unbridled Resources, LLC (Unbridled), and Maverick Permian, LLC. In addition to our operating companies, the

Company's subsidiaries include: (i) Wheeler Midstream, LLC, an oil terminal located in Wheeler County, TX, which purchases oil from both properties operated by Unbridled, a wholly owned entity, and third-party operated properties, (ii) MidPoint Midstream, LLC, a gas gathering operation located in Wheeler and Hemphill Counties, Texas and Roger Mills and Beckham Counties, Oklahoma, which gathers and compresses natural gas produced from Unbridled and third party operated properties, and (iii) Bluebonnet Resources, LLC, which acquired unproved acreage for development purposes. 2. Summary of Significant Accounting Policies Basis of Presentation and Principles of Consolidation Our consolidated financial statements are prepared in accordance with accounting principles generally accepted in the United States ("GAAP"). Our consolidated financial statements include Maverick and our wholly owned or majority-owned subsidiaries. All intercompany accounts and transactions have been eliminated in consolidation. Recently Adopted Accounting Standards In June 2016, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2016-13, Financial Instruments "Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments" ("ASU 2016-13"), which changes the impairment model for most financial assets. The ASU introduces a new credit loss methodology, Current Expected Credit Losses (CECL), which requires earlier recognition of credit losses, while also providing additional transparency about credit risk. Since its original issuance in 2016, the FASB has issued several updates to the original ASU. The CECL framework utilizes a lifetime "expected credit loss" measurement objective for the recognition of credit losses for loans, held-to-maturity securities, and other receivables at the time the financial asset is originated or acquired. The expected credit losses are adjusted each period for changes in expected lifetime credit losses. The methodology replaces the multiple existing impairment methods, which generally require that a loss be incurred before it is recognized. 9 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements December 31, 2023 and 2022 On January 1, 2023, the Company adopted the guidance applying the modified retrospective basis approach. The adoption of this standard did not have a material impact on the Company's consolidated financial statements as of the adoption date, January 1, 2023. In March 2020, the FASB issued ASU 2020-04, Reference Rate Reform (Topic 848): Facilitation of the Effects of Reference Rate Reform on Financial Reporting ("ASU 2020-04"), which provided optional expedients and exceptions for applying GAAP to contract modifications and hedging relationships, subject to meeting certain criteria, that referenced LIBOR ("London Inter-Bank Offered Rate") or another rate. ASU 2020-04 was in effect through December 31, 2022. In January 2021, the FASB issued ASU No. 2021-01, Reference Rate Reform (Topic 848): Scope ("ASU 2021-01"), to provide clarifying guidance regarding the scope of Topic 848. ASU 2020-04 was issued to provide optional guidance for a limited period of time to ease the potential burden in accounting for (or recognizing the effects of) reference rate reform on financial reporting. In December 2022, the FASB issued ASU 2022-06, "Reference Rate Reform (Topic 848): Deferral of the Sunset Date of Topic 848" ("ASU 2022-06"), which defers the sunset date of Topic 848 from December 31, 2022 to December 31, 2024. As of December 31, 2023, the Company's borrowings under its Credit Facility bear interest at an ABR or SOFR basis plus an applicable margin and the ABS loans have a fixed interest rate. At this time, the Company does not plan to enter into additional contracts using LIBOR as a reference rate. For additional information, see Note 10 "Debt." In October 2021, the FASB issued ASU 2021-07, "Compensation "Stock Compensation (Topic 718): Determining the Current Price of an Underlying Share for Equity-Classified Share-Based Awards" as a practical expedient to allow a nonpublic entity to determine the current price input of equity-classified share-based awards issued to both employees and nonemployees using the reasonable application of a reasonable valuation method. The practical expedient describes the characteristics of the reasonable application of a reasonable valuation method as the same characteristics used in the regulations of the U.S. Department of Treasury for income tax purposes (the "Treasury Regulations"). Consequently, a reasonable valuation performed in accordance with the Treasury Regulations is an example of a way to achieve the practical expedient. This accounting standard had no effect on the Company and the company continues to use a reasonable valuation method for its equity classified awards. 10 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements December 31, 2023 and 2022 Significant Recent Accounting Standards Issued Not Yet Adopted In March 2023, the FASB issued an ASU to amend certain provisions of ASC 842 that apply to arrangements between related parties under common control. The ASU amends the accounting for the amortization period of leasehold improvements in common-control leases for all entities and requires certain disclosures when the lease term is shorter than the useful life of the asset. This ASU is effective for fiscal years beginning after December 15, 2023, including interim periods within those fiscal years. Early adoption is permitted. We do not expect the application of this ASU to have a material impact on our consolidated financial statements or disclosures. Use of Estimates The preparation of financial statements and related footnotes in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Our significant estimates include oil and natural gas reserves; cash flow estimates used in impairment testing of oil and natural gas properties and midstream assets; depreciation, depletion, amortization ("DD&A") and accretion; asset retirement obligations ("ARO"); accrued revenue and related receivables; operating expenses and accrued liabilities; valuation of liability-classified incentive awards; mark-to-market hedge valuations; and unit-based compensation. We believe our estimates are reasonable, and actual results could differ significantly from these estimates. Cash and Restricted Cash Our cash consists of cash in the bank. Current restricted cash represents funds held in escrow that will be used to settle certain general unsecured claims related to the 2018 bankruptcy and cash held in a liquidity reserve account and collection account maintained in connection with the ABS Financing Transaction. At December 31, 2023, the amounts in Restricted Cash consisted of \$3.2 million, \$23.6 million and \$5.1 million for the escrow, liquidity reserve and collection accounts, respectively. At December 31, 2022, the escrow account had a balance of \$3.2 million. The liquidity reserve and the collection account did not have a balance at December 31, 2022. Long-term restricted cash represents funds held for future development costs and abandonment obligations at the Jay field. See Note 8 "Other Long-Term Assets" for further discussion. Revenue Recognition and Natural Gas Balancing We recognize revenues from the sale of oil, natural gas and natural gas liquid ("NGL") when control of the oil, natural gas and NGL production has transferred to the customer, the transaction price has been determined and collectability is reasonably assured and evidenced by a contract. Performance obligations under our contracts with customers are typically satisfied when oil, natural gas and NGL are transferred through delivery at the inlet of pipeline or processing plant, onloading to the delivery truck or barge. Oil terminal revenues are recognized when delivery to the purchaser has occurred, title has transferred, and the associated receivable is recoverable. We generate gathering revenues by providing gathering and compression services to third parties. We recognize revenue for these arrangements over time based on a per unit rate applied to volumes that travel through the gathering system. In addition, we retain any drip liquids collected on our gathering systems. The value of these drip liquids is recognized as part of gathering revenue in the month the underlying gathering service is provided based upon the price realized for sale of drip condensate to third party customers which represents a market price. 11 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements December 31, 2023 and 2022 Natural gas production imbalances represent the fair value of amounts payable or receivable for natural gas production imbalances, and revenues are recognized based on our share of volumes sold, regardless of whether we have taken our proportional share of

volume produced. A receivable or liability is recognized only to the extent that we have an imbalance on a specific property greater than the expected remaining proved reserves. As of December 31, 2023 and 2022, our natural gas production imbalance asset of \$3.1 million and \$3.0 million, respectively, was included in other long-term assets and natural gas production imbalance liability of \$21.8 million and \$23.9 million, respectively, was included in other long-term liabilities on our consolidated balance sheets. Inventory Inventory represents our share of crude oil produced from our Florida and Texas operations that is held in storage tanks and unsold at the end of the period. Inventory is reported as current assets in our consolidated balance sheets and carried at the lower of cost or market. We assess the carrying value of our inventory periodically to determine any adjustments necessary to reduce the carrying value to net realizable value. Uncertainties that may impact our assessment include: the applicable quality and location differentials and changes in the timing of a sale. We did not recognize any write-downs during the periods presented. Property, Plant and Equipment Proved Oil and Natural Gas Properties We account for oil and natural gas exploration and development activities using the successful efforts method. Under this method, all property acquisition and development costs are capitalized when incurred and depleted on a unit-of-production basis over total proved reserves and proved developed reserves, respectively. Proved leasehold costs associated with proved reserves are depleted based on total proved reserves, which include proved undeveloped reserves. Costs of retired, sold or abandoned properties that constitute part of an amortization base are charged or credited, net of proceeds to accumulated DD&A unless doing so significantly affects the unit-of-production amortization rate, in which case a gain or loss is recognized currently in the consolidated statements of operations. Expenditures for maintenance, repairs and minor renewals necessary to maintain properties in operating condition are expensed as incurred. Major betterments, replacements and renewals are capitalized to the appropriate property and equipment accounts. Estimated dismantlement and abandonment costs for oil and natural gas properties are capitalized, net of salvage, at their estimated net present value and amortized on a unit-of-production basis over the remaining life of the related proved developed reserves. Unproved Oil and Natural Gas Properties Unproved oil and natural gas properties include lease acquisition costs which are costs incurred to acquire unproved leases. Lease acquisition costs are capitalized until the leases expire or when we specifically identify leases that will revert to the lessor, at which time we expense the associated lease acquisition costs. Lease acquisition costs that are expensed are recorded as impairment of oil and natural gas properties in our consolidated statements of operations. Lease acquisition costs related to successful exploratory drilling are reclassified to proved properties and depleted on a unit-of-production basis. 12 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements December 31, 2023 and 2022 For sales of entire working interests in unproved properties, gain or loss is recognized to the extent of the difference between the proceeds received and the net carrying value of the property. Proceeds from sales of partial interests in unproved properties are accounted for as recovery of costs unless the proceeds exceed the entire cost of the property. Impairment of Oil and Natural Gas Properties We evaluate proved oil and natural gas properties for impairment whenever facts or circumstances indicate that the carrying values of such properties may not be recoverable. We perform impairment assessments by grouping assets at the lowest level for which there are identifiable cash flows. Impairment is indicated when a triggering event occurs and/or the sum of the estimated future net cash flows of an evaluated asset group is less than the asset group's carrying value. Triggering events may include potential disposition of assets and declines in oil, natural gas and NGL prices. If impairment is indicated, we estimate fair value using a discounted cash flow approach. The factors used to determine fair value are subject to management's judgment and expertise and include, but are not limited to, recent sales prices of comparable properties, the present value of future cash flows, net of estimated operating and development costs using estimates of proved reserves, future commodity pricing, future production estimates, anticipated capital expenditures and various discount rates commensurate with risk and current market conditions associated with realizing the expected cash flows projected. We evaluate unproved oil and natural gas properties periodically for impairment on a geographic basis based on remaining lease terms, drilling results or future plans to develop acreage. These factors may be affected by economic factors including future oil and natural gas prices and projected capital costs. We evaluate the recovery of our other property, plant and equipment whenever events or circumstances indicate a decline in the recoverability of the respective carrying values may have occurred. We compare the net carrying value of the asset group to the undiscounted net cash flows projected. If the carrying amount exceeds the estimated undiscounted future cash flows, we will adjust the carrying amount to fair value. Impairment expense for proved and unproved properties is reported as impairment of oil and natural gas properties in the consolidated statements of operations. Impairment expense for other property, plant and equipment is reported as impairment of long-lived assets in the consolidated statements of operations. Other Property, Plant and Equipment Other property, plant and equipment include buildings, field equipment, compressors, furniture, leasehold improvements, computer hardware and software. We record other property, plant and equipment at cost and depreciate the assets on the straight-line method over the estimated lives of the individual assets. We assign the useful lives of our property, plant and equipment based upon our internal estimates that are reviewed by management periodically. We use estimated lives of 20 years for our buildings, two to seven years for field equipment, furniture and computer hardware and software, and the remaining lease term for leasehold improvements. At the time of sale or disposal, the costs and accumulated DD&A of the sold or disposed assets are removed from our consolidated balance sheets with any gain or loss realized in our consolidated statements of operations. 13 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements December 31, 2023 and 2022 Midstream Assets Midstream assets consist primarily of natural gas gathering and pipelines, as well as an oil terminal. Renewals and betterments, which substantially extend the useful lives of the assets, are capitalized and reported as other property, plant and equipment in our consolidated balance sheets. Maintenance and repairs are expensed when incurred. These assets are depreciated on the straight-line method over 3 to 30 years. We consider estimated future dismantlement, restoration and abandonment costs in our calculation of straight-line DD&A for our natural gas gathering, processing facilities and pipelines. Leases At inception, contracts are assessed for the presence of a lease according to the criteria prescribed by Accounting Standards Codification (ASC) Topic 842, Leases (ASC 842). If a lease is present, further criteria is assessed to determine if the lease should be classified as an operating or finance lease. Operating leases are presented on the consolidated balance sheet as Operating lease right-of-use assets with the corresponding lease liabilities presented as Operating lease obligations current and Operating lease obligations noncurrent. Finance lease assets are presented on the consolidated balance sheet as Other property, plant and equipment with the corresponding liabilities presented in Current portion of long-term debt and Long-term debt. Generally, lease liabilities are recognized at commencement and based on the present value of the future minimum lease payments to be made over the lease term. Lease assets are then recognized based on the value of the lease liabilities. For leases where the implicit lease rates are not determinable, the minimum lease payments are discounted using the Company's collateralized incremental borrowing rates. Operating leases are expensed according to their nature and recognized in Operating expenses or General and administrative expenses. Finance leases are depreciated and amortized with the relevant expenses recognized in Depreciation, Depletion and Amortization and Interest Expense on the consolidated statement of operations. See Note 6 Leases for further discussion. Revenue and Production Taxes Payable We

calculate and pay taxes and royalties on crude oil and natural gas in accordance with particular contractual provisions of the leases, license or concession agreements and the laws and regulations applicable to those agreements. • Asset Retirement Obligations We recognize estimated liabilities for future costs associated with the abandonment of our oil and natural gas properties, gas gathering, processing facilities and pipelines. • We record a liability for the fair value of an ARO and a corresponding increase to the carrying value of the related long-lived asset in the period in which wells are drilled or acquired. See Note 11 • Asset Retirement Obligations for further discussion. • Liability-Classified Awards We classify certain awards that will be settled in cash as liability awards in our balance sheet in accounts payable and accrued expenses. • The fair value of a liability-classified award is determined on a quarterly basis beginning at the grant date until final vesting. • Changes in the fair value of liability-classified awards are recorded to general and administrative expense and operating costs over the vesting period of the award. • The Company's liability-classified awards include a performance condition based on preceding Implied Equity Value (as defined in Note 14 • Compensation). • See Note 5 • Financial Instruments and Fair Value Measurements for further discussion. • 14 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements December 31, 2023 and 2022 Unit-Based Compensation Unit-based compensation grants are measured at their grant date fair value and related compensation cost is recognized over the vesting period of the grant. • Compensation cost for awards is recognized on a straight-line basis over the requisite service period. See Note 14 • Compensation for further discussion. • Environmental Liabilities We are subject to federal, state and local environmental laws and regulations. • These laws regulate the release, disposal or discharge of materials into the environment or otherwise relate to environmental protection. • These laws and regulations may require that we remove or mitigate the environmental effect of the discharge, disposal or release of petroleum substances at various sites. • Environmental expenditures are expensed or capitalized depending on their future economic benefit. • We expense expenditures related to an existing condition caused by past operations that have no future economic benefit. • We record liabilities for noncapital expenditures when environmental assessments or remediation is probable, and the costs can be reasonably estimated. • Such liabilities are generally undiscounted unless the timing of cash payments for the liability is fixed or determinable. • We did not have environmental liabilities at December 31, 2023 and December 31, 2022, respectively. • Business Combinations and Asset Acquisitions We account for business combinations under the acquisition method of accounting. • Accordingly, we recognize amounts for identifiable assets acquired and liabilities assumed equal to their estimated acquisition-date fair values. • Transaction and integration costs associated with business combinations are expensed as incurred. • We make various assumptions in estimating the fair values of assets acquired and liabilities assumed. • As fair value is a market-based measurement, it is determined based on the assumptions that market participants would use. • The most significant assumptions relate to the estimated fair values of the proved and unproved oil and natural gas properties. • The fair values of these properties are measured using valuation techniques that convert future cash flows to a single discounted amount. • Significant inputs to the valuation include estimates of reserves, future operating and development costs, future commodity prices and a market-based weighted average cost of capital rate. • The market-based weighted average costs of capital rate are subjected to additional project-specific risk factors. • In addition, when appropriate, we review comparable purchases and sales of oil and natural gas properties within the same regions and use that data as a proxy for fair market value; for example, the amount a willing buyer and seller would enter into exchange for such properties. • Any excess of the acquisition price over the estimated fair value of net assets acquired is recorded as goodwill. • Any excess of the estimated fair value of net assets acquired over the acquisition price is recorded as a bargain purchase gain in other income, net on our consolidated statements of operations. • In an asset acquisition, transaction costs are capitalized, and any excess or deficit of fair value of net assets in relation to acquisition price is allocated to the acquired assets based on the relative fair value. • 15 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements December 31, 2023 and 2022 Commitments and Contingencies We recognize liabilities for other commitments and contingencies when, after fully analyzing the available information, we determine that it is probable that a liability has been incurred and the amount of loss can be reasonably estimated. • When a range of probable loss can be estimated, we accrue the mostly likely amount, or if no amount is more likely than another, we accrue the minimum of the range of probable loss. • Fair Value of Financial Instruments Certain of our financial assets and liabilities are measured at fair value. • Fair value represents the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants. • Our financial instruments, not otherwise recorded at fair value, consist primarily of cash, trade receivables, trade payables and long-term debt. • The carrying value of cash, trade receivables and trade payables are considered to be representative of their respective fair values due to the short-term maturity of these instruments. • See Note 5 • Financial Instruments and Fair Value Measurements for additional details. • Fair Value of Nonfinancial Assets and Liabilities We apply fair value accounting guidance to measure our nonfinancial assets and liabilities such as those obtained through property, plant and equipment, AROs and restructuring. • These assets and liabilities are subject to fair value adjustments only in certain circumstances and are not subject to recurring revaluations. • Fair value may be estimated using comparable market data, a discounted cash flow method, or a combination of the two as considered appropriate based on the circumstances. • Under the discounted cash flow method, estimated future cash flows are based on management's expectations for the future and include estimates of future oil and natural gas production and other applicable sales estimates, operational costs and risk-adjusted discount rate. • We may use the present value of estimated future cash inflows and outflows, third-party offers or prices of comparable assets with consideration of the current market conditions to value our nonfinancial assets and liabilities when circumstances dictate fair value determination is necessary. • Concentrations of Credit Risk We are subject to credit risk resulting from the concentration of our oil, natural gas and NGL receivables with the following major purchasers that accounted for 10% or more of our total oil, natural gas and NGL sales for the periods presented: • Twelve Months Ended December 31, • Purchaser • 2023 • 2022 • Customer A • 15 % • N/A • Customer B • 12 % • 12 % • Customer C • 11 % • 19 % • Our financial instruments with credit risk exposure consist principally of cash and cash equivalents, accounts receivable, and derivative instruments. • We maintain cash and cash equivalents in deposit accounts at financial institutions that may exceed the federally insured limits. • We monitor credit risk exposure by (i) placing our assets and other financial instruments with credit-worthy financial institutions, (ii) maintaining policies over credit extension that include our evaluation of customers' financial condition and monitoring payment history and (iii) netting derivative assets and liabilities where we have legal right of offset with counterparties and diversifying our derivative instrument portfolio. • 16 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements December 31, 2023 and 2022 Risk Management and Derivative Instruments We have entered into derivative contracts with counterparties to reduce the effect of changes in oil and natural gas prices on a portion of our oil and natural gas production. • We do not enter into such contracts for speculative trading purposes. • Our commodity derivative instruments are measured at fair value in our consolidated balance sheets as derivative assets or derivative liabilities. • We have not designated any derivative instruments as hedges for accounting purposes. • Gains and losses from valuation changes in commodity derivatives are reported as (gain) loss on commodity derivative instruments in our consolidated statements of operations. • Our cash flows are only impacted when the actual settlements under the derivative contracts result in making or receiving a payment to or

from the counterparty. Cash settlements are reflected as operating activities in our consolidated statements of cash flows. We expense transaction costs related to the modification of derivative instruments as incurred. See Note 5 “Financial Instruments and Fair Value Measurements for further discussion of our derivative instruments. We have market and credit risk exposure due to commodity derivatives that are concentrated with certain counterparties who are affiliate lenders under the Credit Agreement. We believe the risk of nonperformance by our counterparties is low as we execute our derivative contracts only with credit-worthy financial institutions and we have no past-due receivables from our derivative counterparties. As of December 31, 2023, our largest derivative counterparties were Citizens Bank N.A., Key Bank National Association, J. ARON & Company, and JP Morgan Chase Bank N.A., which accounted for approximately 58.22%, 18.80%, 16.65%, and 6.33%, respectively, of our derivative settlement payable balance of \$8.9 million. Our commodity derivative contracts are documented with industry standard contracts known as Schedule to the Master Agreement and International Swaps and Derivatives Association, Inc. Master Agreement (“ISDA”). Typical terms for the ISDAs include credit support requirements, cross default provisions, termination events and set-off provisions. We are not required to provide any credit support to our counterparties other than cross collateralization with the oil and natural gas properties securing the Credit Agreement. We have certain limitations under the Credit Agreement, including a provision that limits the total amount of our production that may be hedged to certain percentages of current and forecasted production. As of December 31, 2023, we were in compliance with these limitations. See Note 5 “Financial Instruments and Fair Value Measurements and Note 10 “Debt for additional information. Debt Issuance Costs Debt issuance costs related to our Credit Facility and ABS Notes are amortized over the life of the related debt using the effective interest rate method and unamortized debt issuance costs are netted against the outstanding balance of debt obligations on our consolidated balance sheets. Any unamortized costs associated with retired debt are written off and included in the determination of gain or loss on extinguishment of debt. Revenues Sales of oil, natural gas and NGL are recognized at the point when control of the commodity is transferred to the customer and collectability is reasonably assured. Most of our contracts’ pricing provisions are tied to a commodity market index, with certain adjustments based on, among other factors, whether a well delivers to a gathering or transmission line, quality of the oil or natural gas, and prevailing supply and demand conditions. As a result, the price of the oil, natural gas and NGL fluctuates to remain competitive with the other available oil, natural gas and NGL suppliers. 17 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements December 31, 2023 and 2022 Oil Sales Under our crude purchase and marketing contracts, we generally sell oil production at the wellhead and collect an agreed-upon index price, net of pricing differentials. We recognize revenue when control transfers to the purchaser at the wellhead or delivery point for onloading to delivery truck or barge at the net price received. Natural Gas and NGL Sales Under our natural gas gathering, processing and purchase contracts, we deliver unprocessed natural gas to processing plants at the wellhead or the inlet of the processing plant’s system. The midstream entity then gathers and processes the natural gas to produce residue gas and NGLs generated from processing. In the majority of cases, the midstream entity remits payment to us for NGLs based on index-based pricing or weighted average sales proceeds less deductions which may include gathering, processing and transportation fees, while the residue gas is redelivered to us at the tailgate of the midstream entity’s processing plant for marketing under separate contracts. We sell residue gas at the delivery point specified in the separate contract and collect an agreed-upon index price, net of pricing differentials. Transportation, gathering and processing costs incurred after control transfers to the purchaser are recognized as reductions to revenues rather than as operating costs. Oil Terminal Sales Under our oil terminal sales contracts, we sell oil at the delivery point specified in the contract and collect an agreed-upon index price, net of pricing differentials. Control as defined under ASC 606, “Revenue from Contracts with Customers” (“ASC 606”) passes at the delivery point. The delivery point is the point at which the oil passes the last permanent delivery flange or meter connecting our facility to customer’s facility. At the delivery point, the customer takes physical custody, title and risk of loss of the product and we have a right to receive payment for the sale. We recognize revenue at the net price received when control transfers to the customer. Oil terminal sales are reported in other revenues, net on our consolidated statements of operations. Gathering Revenue We generate gathering revenues by providing gathering and compression services to third parties, which are reported in other revenues on our consolidated statement of operations. We recognize revenue for these arrangements over time based on a per unit rate applied to volumes that travel through the gathering system. In addition, we retain any drip liquids collected on our gathering systems. The value of these drip liquids is recognized as part of gathering revenue in the month the underlying gathering service is provided based upon the price realized for sale of drip condensate to third party customers which represents a market price. Purchased Condensate Sales The Company’s purchased oil and natural gas sales are derived from the sale of oil and natural gas purchased from a third party and reported in other revenues, net on our consolidated statements of operations. Revenues and expenses from these sales and purchases are generally recorded on a gross basis, as the Company acts as a principal in these transactions by assuming control of the purchased oil or natural gas before it is transferred to the customer. Performance Obligations A significant number of our product sales are short-term in nature with a contract term of one year or less. We record revenue on our oil, natural gas and NGL sales at the time production is delivered to the purchaser. However, settlement statements for certain oil, natural gas and NGL sales may not be received for 30 to 90 days after the production is delivered. 18 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements December 31, 2023 and 2022 We have elected practical expedients, pursuant to ASC 606, to exclude from the presentation of remaining performance obligations: (i) contracts with index-based pricing or variable volume attributes in which such variable consideration is allocated entirely to a wholly unsatisfied performance obligation; (ii) contracts with an original expected duration of one year or less; and (iii) contracts for which we recognize revenue under the right to invoice practical expedient. Contract Balances We invoice our customers when we have satisfied our performance obligations, at which point payment is unconditional. Accordingly, our product sales contracts do not give rise to contract assets or liabilities under ASC 606. Accounts Receivable and Allowance for Credit Losses Accounts receivable consist of receivables from joint interest owners on properties the Company operates and from sales of oil and natural gas production delivered to third party purchasers. Accounts receivable is held at cost. At each reporting date, the Company assesses the expected lifetime credit losses on initial recognition of accounts receivable. At December 31, 2023, the credit loss allowance on accounts receivable from joint interest owners was \$5.8 million, and the Company recorded \$0.6 million of credit losses during 2023. At December 31, 2023, no credit loss allowance existed on revenue accounts receivable, and no credit losses were recorded during the period. 3. Supplemental Cash Flow Information Supplemental disclosures to the consolidated statements of cash flows are presented below:

| | 2023 | 2022 |
|---|-----------|-----------|
| Cash payments | \$ 34,799 | \$ 12,927 |
| Interest | \$ 34,799 | \$ 12,927 |
| Noncash investing activities | (10,809) | 34,081 |
| (Increase) decrease in accrued capital expenditures | (10,809) | 34,081 |
| (Increase) decrease in asset retirement obligations | (11,202) | (3,804) |
| Increase in assets under operating leases | (10,928) | (3,032) |
| Decrease in liabilities for asset divestitures | (1,545) | (1,015) |
| Asset retirement obligations assumed | 22,917 | - |
| Noncash financing activities | (1,876) | (2,982) |
| Reconciliation of cash, cash equivalents, and restricted cash reported in the | | |

consolidated balance sheets

| | 2023 | 2022 |
|---|-----------|-----------|
| Cash and cash equivalents | \$ 53,263 | \$ 10 |
| Restricted cash | 31,936 | 16,796 |
| Total cash, cash equivalents, and restricted cash | \$ 85,199 | \$ 16,806 |

19 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements December 31, 2023 and 2022

4. Acquisitions and Divestitures

Acquisitions

In January 2022, we entered into a definitive agreement to acquire certain producing properties in the Permian Basin from a large independent oil and gas company for a purchase price of \$440 million, subject to customary adjustments (the "Permian Acquisition"). The acquisition was accounted for as a business combination. Through December 31, 2022, the purchase price allocation was adjusted as shown in the table below. These adjustments have been retrospectively reflected as of the acquisition date. This transaction closed in April 2022 and related transaction costs were \$0.4 million.

| | 2022 |
|--|------------|
| Net assets purchased | \$ 379,867 |
| Other property, plant, and equipment | 7,460 |
| Asset retirement obligation | (19,486) |
| Working capital adjustments | 1,773 |
| Fair value of net assets | \$ 369,614 |
| Consideration | \$ 440,000 |
| Purchase price | \$ 440,000 |
| Pre-close adjustments | (70,386) |
| Total consideration and post purchase price adjustments | \$ 369,614 |
| Deposit paid in January 2022 | (33,000) |
| Total consideration and post purchase price adjustments, net of deposit paid | \$ 336,614 |

In May 2022, we entered into a definitive agreement to acquire certain producing properties in the Western Anadarko Basin from a large independent oil and gas company for a purchase price of \$180 million, subject to customary adjustments (the "Anadarko Acquisition"). The acquisition was accounted for as a business combination. Through December 31, 2022, the purchase price allocation was adjusted as shown in the table below. These adjustments have been retrospectively reflected as of the acquisition date. This transaction closed in June 2022.

| | 2022 |
|---|------------|
| Net assets purchased | \$ 170,580 |
| Asset retirement obligation | (3,430) |
| Working capital adjustments | (550) |
| Fair value of net assets | \$ 166,600 |
| Consideration | \$ 180,000 |
| Purchase price | \$ 180,000 |
| Pre-close adjustments | (13,400) |
| Total consideration and post purchase price adjustments | \$ 166,600 |

20 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements December 31, 2023 and 2022

Both acquisitions were funded by a fully committed \$750 million reserve-based loan provided by a syndicate of banks, see further details in Note 10 "Debt". During 2023, we acquired approximately 25,000 net acres of unproved acreage in Texas for total consideration of \$14.6 million. The acquisition was financed through borrowings under our existing credit facility. The acreage is considered strategic to the Company's long-term growth objectives and is expected to provide significant opportunities for exploration and development. These leases are currently in the early stages of evaluation.

Transactions Between Entities Under Common Control

On October 26, 2023, Unbridled entered into an asset purchase agreement with ABS Issuer (the "Purchase and Sale Agreement"). Unbridled agreed to sell and transfer to ABS Issuer certain operated and non-operated oil and natural gas wells and all oil and natural gas leases, subleases and leasehold covering such wells (the "ABS Assets" and such transfer, the "ABS Asset Transfer") for a purchase price of \$640 million, of which \$630 million was cash and \$10 million was a non-cash note payable. In connection with the ABS Asset Transfer, MAH transferred by novation to the ABS Issuer certain hedge agreements ("Assumed Hedges"). In connection with the transaction, ABS Issuer entered into an indenture with UMB Bank, N.A. as indenture trustee (the "Indenture Trustee") (the "Indenture") to which ABS Issuer issued (a) \$640 million aggregate principal amount of Series 2023-1 Notes, consisting of (i) \$285 million aggregate principal amount of its 8.121% Series 2023-1 Notes, Class A-1 Notes due December 2038, (ii) \$260 million aggregate principal amount of its 8.946% Series 2023-1 Notes, Class A-2 Notes due December 2038 and (iii) \$95 million aggregate principal amount of its 12.436% Series 2023-1 Notes, Class B Notes due December 2038 (collectively, the "ABS Notes") and (b) pledged the ABS Assets to the Indenture Trustee to secure the ABS Issuer's obligations under the Indenture (the "ABS Financing Transaction"). In addition the following events occurred in connection with the transaction: (i) \$10 million of the ABS Notes were issued to Maverick, (ii) a holdback of \$5.4 million related to consents not received at the date of the transaction which is reflected as restricted cash, (iii) a Liquidity Reserve Account was established for \$23.6 million and is reflected as restricted cash, (iv) \$260 million was an equity distribution and (v) repaid \$300 million for the Credit Facility held by MAH. We incurred hedge novation fees of \$4.6 million in conjunction with the ABS Financing Transaction which were expensed as incurred in general and administrative expenses in our consolidated statement of operations. We incurred \$12.7 million of costs including legal fees and administrative fees in connection with the ABS Financing Transaction which were capitalized as deferred financing costs and recorded as an offset to the carrying value of the ABS Notes. See Note 10 "Debt" for more information regarding the ABS Notes.

Divestitures

In March 2023, we entered into an agreement with a third party to divest certain interests in oil and natural gas properties, rights and related assets in Western Anadarko Basin for a purchase price of \$10.0 million. This sale was accounted for as a normal retirement under the provisions of paragraph ASC 932-360-40-3 with no gain or loss recorded on the sale for the year ended December 31, 2023.

21 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements December 31, 2023 and 2022

In May 2023, we entered into an agreement with a third party to divest certain properties in west Texas for a purchase price of \$4.5 million. We recognized a \$0.3 million gain on the sale for the year ended December 31, 2023.

In November 2023, we entered into an agreement with a third party to divest certain interests in oil and natural gas properties, rights and related assets in Wyoming for a purchase price of \$0.1 million. We recognized a \$0.1 million gain on the sale for the year ended December 31, 2023.

In connection with other divestitures of non-core oil and natural gas properties, we recognized gains of \$1.1 million in "gain (loss) on sale of assets" on our consolidated statements of operations for the year ended December 31, 2023.

In June 2022, we entered into an agreement with a third party to divest certain interests in oil and natural gas properties, rights and related assets in areas located in Michigan for a purchase price total of \$6.0 million. As of June 30, 2022, we classified these as held for sale and we recognized an impairment charge on the properties of \$12.0 million for the year-ended December 31, 2022. The transaction closed in August 2022, and we incurred a gain on this sale of \$3.3 million for the year ended December 31, 2022.

In January 2022, we divested the Beaver Creek Interests and deconsolidated Beaver Creek, L.L.C. We incurred a loss \$1.0 million in connection with this divestiture for the year ended December 31, 2022.

In connection with other divestitures, we recognized gains of \$1.2 million in "gain (loss) on sale of assets" on our consolidated statements of operations for the year ended December 31, 2022.

5. Financial Instruments and Fair Value Measurements

Commodity Activities

At December 31, 2023, our commodity derivatives consisted of fixed price swaps and two-way costless collars. Our fixed price swaps are comprised of a sold call and a purchased put established at the same price (both ceiling and floor). The two-way collars are a combination of options: a sold call and a purchased put. The purchased put establishes a minimum price (floor) and the sold call establishes a maximum price (ceiling). For both swaps and collars, all transactions are settled in cash for the net difference between settlement and contract prices, multiplied by the hedged contract volumes, for the settlement period.

In October 2023, MAH novated to ABS Issuer certain derivative contracts underlying certain derivative instruments in connection with the ABS Financing Transaction. These derivative contracts consisted of fixed-price oil, natural gas and NGL swaps and collars. As a party to these contracts, ABS Issuer received payments directly from the counterparty or paid any

amounts owed directly to the counterparty. Settlement of the novated commodity derivative contracts continued through the date the commodity derivatives instruments were unwound. Costs associated with the novation of \$4.6 million were expensed as incurred in general and administrative expenses. Our commodity derivative contracts settle monthly based on the differential between the contract price and the average NYMEX West Texas Intermediate index price (‐NYMEX WTI‐) (oil), average NYMEX Henry Hub index price (‐NYMEX HH‐) (natural gas) and Mont Belvieu Oil Price Information Service (‐OPIS‐) (NGLs). The following table presents derivative positions for the periods indicated as of December 31, 2023: 22 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements

| | December 31, 2023 | 2022 | 2024 | 2025 | 2026 | 2027 | 2028 | 2029 | 2030 | Oil Positions |
|-------------------------------|-------------------|-----------|-----------|----------|----------|---------|---------|---------|---------|---------------|
| Fixed Price Swaps - NYMEX WTI | 11,047 | 12,226 | 10,873 | 3,688 | 3,366 | - | - | - | - | - |
| Average Price (\$/Bbl) | \$ 72.10 | \$ 71.85 | \$ 68.45 | \$ 65.95 | \$ 62.21 | \$ - | \$ - | \$ - | \$ - | \$ - |
| Swaps - NYMEX BRENT | - | - | - | - | - | - | - | - | - | - |
| Average Price (\$/Bbl) | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - |
| Costless Collar - NYMEX WTI | 4,307 | - | - | - | - | - | - | - | - | - |
| Average Put Price (\$/Bbl) | \$ 63.71 | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - |
| Average Call Price (\$/Bbl) | \$ 88.96 | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - |
| Total | 15,354 | 12,226 | 10,873 | 3,688 | 3,366 | - | - | - | - | - |
| Average Price (\$/Bbl) | \$ 73.29 | \$ 71.85 | \$ 68.45 | \$ 65.95 | \$ 62.21 | \$ - | \$ - | \$ - | \$ - | \$ - |
| Gas Positions | - | - | - | - | - | - | - | - | - | - |
| Fixed Price Swaps - Henry Hub | 87,361 | 120,838 | 99,514 | 69,070 | 61,056 | 50,962 | 47,714 | 48,663 | 10,000 | - |
| Average Put Price (\$/Bbl) | \$ 3.03 | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - |
| Average Call Price (\$/Bbl) | \$ 7.35 | \$ 5.15 | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - |
| Total | 136,023 | 120,838 | 109,514 | 69,070 | 61,056 | 50,962 | 47,714 | 48,663 | 10,000 | - |
| Average Price (\$/MMBtu) | \$ 4.05 | \$ 3.90 | \$ 3.89 | \$ 3.76 | \$ 3.63 | \$ 3.41 | \$ 3.27 | \$ 3.42 | \$ 3.90 | \$ 3.89 |
| NGL Positions | - | - | - | - | - | - | - | - | - | - |
| Fixed Price Swaps | 11,264 | 9,011 | 6,427 | - | - | - | - | - | - | - |
| Average Price (\$/Bbl) | \$ 0.96 | \$ 0.88 | \$ 0.83 | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - |
| Total | 11,264 | 9,011 | 6,427 | - | - | - | - | - | - | - |
| Average Price (\$/Bbl) | \$ 0.96 | \$ 0.88 | \$ 0.83 | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - |
| Fixed Gas Basis Swap | 77,423 | - | - | - | - | - | - | - | - | - |
| Average Price (\$/MMBtu) | \$ (0.17) | \$ (0.26) | \$ (0.22) | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - |

23 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements

December 31, 2023 and 2022 Balance Sheet Presentation The following table summarizes the fair value of the derivatives outstanding on a gross and net basis:

| | December 31, 2023 | Balance sheet location, thousands of dollars |
|---|-------------------|--|
| Oil Commodity Derivatives | - | - |
| Natural Gas Commodity Derivatives | - | - |
| NGL Commodity Derivatives | - | - |
| Commodity Derivatives Netting (a) | - | - |
| Total Financial Instruments | - | - |
| Assets | - | - |
| Current assets - derivative instruments | \$ 7,539 | \$ 39,124 |
| Other long-term assets - derivative instruments | \$ 30,451 | \$ 39,797 |
| Total assets | \$ 37,990 | \$ 78,921 |
| Liabilities | \$ (65,035) | \$ 94,521 |
| Current liabilities - derivative instruments | \$ (2,897) | \$ (1,931) |
| Long-term liabilities - derivative instruments | \$ (19,118) | \$ (98) |
| Total liabilities | \$ (2,921) | \$ (31,193) |
| Net assets | \$ 35,069 | \$ 47,728 |
| December 31, 2022 | - | - |
| Balance sheet location, thousands of dollars | - | - |
| Oil Commodity Derivatives | - | - |
| Natural Gas Commodity Derivatives | - | - |
| NGL Commodity Derivatives | - | - |
| Commodity Derivatives Netting (a) | - | - |
| Total Financial Instruments | - | - |
| Current assets - derivative instruments | \$ 5,411 | \$ 4,260 |
| Other long-term assets - derivative instruments | \$ 1,051 | \$ 3,699 |
| Total assets | \$ 14,890 | \$ 10,560 |
| Liabilities | \$ (14,890) | \$ (10,560) |
| Current liabilities - derivative instruments | \$ (38,228) | \$ (44,236) |
| Long-term liabilities - derivative instruments | \$ (9,367) | \$ (11,561) |
| Total liabilities | \$ (47,594) | \$ (55,797) |
| Net liabilities | \$ (32,705) | \$ (45,238) |

(a) Represents counterparty netting under our ISDA Agreements. See Note 2 ‐Summary of Significant Accounting Policies. For our derivative contracts, we may enter into master netting, collateral and offset agreements with counterparties. These agreements provide us the ability to offset a counterparty’s rights and obligations, request additional collateral when necessary, or liquidate the collateral in the event of counterparty default. We net the fair value of cash collateral paid or received against fair value amounts recognized for net derivative positions executed with the same counterparty under the same master netting or offset agreement. The following table summarizes the unrealized gains/losses on commodity derivatives, which are included in the (loss) gain on commodity derivative instruments line of the income statement:

| | (in thousands of dollars) |
|-----------------------------------|---------------------------|
| Oil Commodity Derivatives | \$ 67,774 |
| Natural Gas Commodity Derivatives | \$ 92,966 |
| NGL Commodity Derivatives | \$ 31,916 |
| Total Financial Instruments | \$ 192,656 |

Twelve Months Ended December 31, 2023

| | 2023 | 2022 |
|-----------------------------------|------------|------------|
| Oil Commodity Derivatives | \$ 29,114 | \$ 21,198 |
| Natural Gas Commodity Derivatives | \$ 58,403 | \$ 108,715 |
| NGL Commodity Derivatives | \$ 108,715 | \$ 24,198 |
| Total Financial Instruments | \$ 192,656 | \$ 254,011 |

Twelve Months Ended December 31, 2022

The following table summarizes the realized gains/losses on commodity derivatives, which are included in the (loss) gain on commodity derivative instruments line of the income statement:

| | (in thousands of dollars) |
|-----------------------------------|---------------------------|
| Oil Commodity Derivatives | \$ (35,072) |
| Natural Gas Commodity Derivatives | \$ 7,646 |
| NGL Commodity Derivatives | \$ (19,296) |
| Total Financial Instruments | \$ (46,722) |

Twelve Months Ended December 31, 2023

| | 2023 | 2022 |
|-----------------------------------|--------------|--------------|
| Oil Commodity Derivatives | \$ (124,698) | \$ (175,443) |
| Natural Gas Commodity Derivatives | \$ (70,658) | \$ (370,798) |
| NGL Commodity Derivatives | \$ (370,798) | \$ 108,715 |
| Total Financial Instruments | \$ (224,454) | \$ (437,526) |

Twelve Months Ended December 31, 2022

Fair Value Measurements Fair value is 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 (exit price). We measure certain assets and liabilities at fair value, using the fair value hierarchy noted below. We use valuation techniques that maximize the use of observable inputs and obtain the majority of our inputs from published objective sources or third-party market participants. We incorporate the impact of nonperformance risk, including credit risk, into our fair value measurements. The fair value hierarchy gives the highest priority of Level 1 to unadjusted quoted prices in active markets for identical assets or liabilities and the lowest priority of Level 3 to unobservable

inputs. We categorize our fair value financial instruments based upon the objectivity of the inputs and how observable those inputs are. The three levels of inputs are described further as follows: Level 1 Unadjusted quoted prices in active markets for identical assets or liabilities as of the reporting date. Level 2 Inputs other than quoted prices that are included in Level 1. Level 3 includes financial instruments that are actively traded but are valued using models or other valuation methodologies. We consider the over the counter (OTC) commodity derivative contracts in our portfolio to be Level 2. Level 3 Inputs that are not directly observable for the asset or liability and are significant to the fair value of the asset or liability. Level 3 includes financial instruments that are not actively traded and have little or no observable data for input into industry standard models. We consider our liability-classified long term incentive plan awards and put option liability to be Level 3 liabilities. See Note 13 "Equity and Note 14 "Compensation for additional details. Our assessment of the significance of an input to its fair value measurement requires judgment and may affect the valuation of the assets and liabilities and their placement within the fair value hierarchy levels. Commodity Derivative Instruments Our commodity derivative instruments include oil, natural gas and NGL swaps and collars. The fair value of our commodity derivative instruments is based on upon a third-party preparer's calculation using mark-to-market valuation reports provided by our counterparties for monthly settlement purposes to determine the valuation of our derivative instruments. We do not have access to the specific proprietary valuation models or inputs used by our counterparties or third-party preparer.

25 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements December 31, 2023 and 2022 We compare the third-party preparer's valuation to counterparty valuation statements and investigate any significant differences. Additionally, we analyze monthly valuation changes in relation to movements in crude oil and natural gas forward price curves. The fair values reflect nonperformance risk inherent in the transaction using current credit default swap values for each counterparty for asset positions and the Company's creditworthiness for liability positions. Accordingly, we recorded an adjustment to the fair value of our net derivative liability of \$4.5 million and \$2.4 million at December 31, 2023 and December 31, 2022, respectively.

Fair Value "Recurring Measurement Basis The following table presents our financial assets and liabilities that were accounted for at fair value on a recurring basis on our consolidated balance sheets at December 31, 2023 and 2022 by level within the fair value hierarchy.

| | December 31, 2023 | Level 1 | Level 2 | Level 3 | Total | Assets |
|------------------------------------|-------------------|---------|-----------|---------|-----------|-----------|
| Oil derivative instruments | \$ 2,341 | \$ - | \$ 32,728 | \$ - | \$ 32,728 | \$ 2,341 |
| Oil swaps | \$ 2,341 | \$ - | \$ 32,728 | \$ - | \$ 32,728 | \$ 2,341 |
| Natural gas derivative instruments | \$ 34,051 | \$ - | \$ 13,677 | \$ - | \$ 13,677 | \$ 34,051 |
| Natural gas collars | \$ 34,051 | \$ - | \$ 13,677 | \$ - | \$ 13,677 | \$ 34,051 |
| NGL swaps | \$ 7,632 | \$ - | \$ 7,632 | \$ - | \$ 7,632 | \$ 7,632 |
| Net assets | \$ 90,429 | \$ - | \$ 90,429 | \$ - | \$ 90,429 | \$ 90,429 |

December 31, 2022

| | December 31, 2022 | Level 1 | Level 2 | Level 3 | Total | Assets |
|------------------------------------|-------------------|--------------|---------|---------|--------------|--------------|
| Oil derivative instruments | \$ (33,991) | \$ (33,991) | \$ - | \$ - | \$ (33,991) | \$ (33,991) |
| Oil collars | \$ (1,286) | \$ (1,286) | \$ - | \$ - | \$ (1,286) | \$ (1,286) |
| Natural gas derivative instruments | \$ (44,085) | \$ (44,085) | \$ - | \$ - | \$ (44,085) | \$ (44,085) |
| Natural gas collars | \$ (1,153) | \$ (1,153) | \$ - | \$ - | \$ (1,153) | \$ (1,153) |
| NGL derivative instruments | \$ (24,284) | \$ (24,284) | \$ - | \$ - | \$ (24,284) | \$ (24,284) |
| Net liabilities | \$ (102,227) | \$ (102,227) | \$ - | \$ - | \$ (102,227) | \$ (102,227) |

Fair Value "Nonrecurring Measurement Basis Acquisitions and impairment of proved and unproved properties and other non-oil and natural gas properties are also measured at fair value on a nonrecurring basis. The Company utilizes a discounted cash flow model to estimate the fair value of property as of the measurement date which utilizes the following inputs to estimate future net cash flows: (i) estimated quantities of oil and condensate, natural gas and NGL reserves; (ii) estimates of future commodity prices; and (iii) estimated production rates, future operating and development costs, which are based on the Company's historic experience with similar properties. In some instances, market comparable information of recent transactions is used to estimate fair value of unproved acreage.

26 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements December 31, 2023 and 2022 6. Leases We primarily have lease agreements for office buildings and vehicles. Our leases generally have lease terms of one year to four years, some of which may include options to extend or shorten the term of the lease at the Company's discretion. We determine if an arrangement is a lease at inception. Some of our leases include lease and non-lease components. We have elected the practical expedient to not separate lease and non-lease components and account for both as a single lease component. Operating lease right-of-use assets and operating lease liabilities are recognized based on the present value of the future minimum lease payments over the lease term at commencement date. For leases where the implicit rate is not determinable, we use our incremental borrowing rate based on the information available at commencement date in determining the present value of future payments. For leases including options to extend or terminate the lease, we factor such terms into our determination of the present value of future payments when it is reasonably certain that we will exercise that option. Operating lease expense for minimum lease payments is recognized on a straight-line basis over the lease term. Variable lease payments and short-term lease payments (leases with initial terms less than 12 months) are expensed as incurred. Operating lease assets and liabilities are included in operating lease right-of-use assets, operating lease liabilities "current, and operating lease liabilities "noncurrent on our consolidated balance sheets. Our finance lease assets and liabilities are included in other property, plant, and equipment, current portion of long-term debt, and long-term debt on our consolidated balance sheets.

| | December 31, 2023 | December 31, 2022 |
|--|-------------------|-------------------|
| Operating lease right-of-use assets | \$ 12,362 | \$ 5,136 |
| Operating lease obligations - current | \$ 841 | \$ 3,606 |
| Operating lease obligations - noncurrent | \$ 25,316 | \$ 2,112 |
| Finance leases | \$ - | \$ - |
| Other property, plant, and equipment | \$ 3,455 | \$ 3,084 |
| Current portion of long-term debt | \$ 1,166 | \$ 717 |
| Long-term debt | \$ 2,389 | \$ 1,920 |

(1). Finance lease assets are recorded net of accumulated amortization of \$1.5 million and \$0.4 million at December 31, 2023 and 2022, respectively.

27 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements December 31, 2023 and 2022 The following table summarizes the components of leases cost for the periods presented:

| | Year Ended December 31, 2023 | Year Ended December 31, 2022 |
|-------------------------------------|------------------------------|------------------------------|
| Operating lease cost | \$ 5,206 | \$ 5,357 |
| Short-term lease cost | \$ 18,105 | \$ 7,406 |
| Finance lease cost | \$ - | \$ - |
| Amortization of right-of-use assets | \$ 1,003 | \$ 388 |
| Interest on lease liabilities | \$ 198 | \$ 84 |
| Total lease cost | \$ 24,513 | \$ 13,235 |

The following table summarizes the lease terms and discount rates:

| | Year Ended December 31, 2023 | Year Ended December 31, 2022 |
|--|------------------------------|------------------------------|
| Lease term and discount rate | 10.23 | 1.80 |
| Weighted-average term (years) | 2.85 | 3.50 |
| Weighted-average discount rate (percent) | 7.43 % | 6.20 % |
| Finance leases | 5.86 % | 5.70 % |

The following table summarizes other lease information for the periods presented:

| | Year Ended December 31, 2023 | Year Ended December 31, 2022 |
|--|------------------------------|------------------------------|
| Cash paid for amounts included in the measurement of lease liabilities | \$ 8,007 | \$ (4,633) |
| Operating cash flow from finance leases | \$ (1,003) | \$ (375) |
| Financing cash flows from finance leases | \$ (198) | \$ (82) |

28 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements December 31, 2023 and 2022 Future minimum lease payments under noncancellable leases as of December 31, 2023 were as follows:

| | 2024 | 2025 |
|------------------|----------|----------|
| Operating Leases | \$ 1,607 | \$ 1,368 |
| Finance Leases | \$ - | \$ - |

4,097 1,363 2026 3,951 918 2027 3,486 175 2028 3,527 -

Thereafter 22,736 - Total lease payments 39,404 3,825 Less: Portion representing imputed interest (13,247) (270) Total lease liabilities 26,157 3,555 Less: Current portion of lease liabilities (841) (1,166) Long-term lease liabilities \$ 25,316 \$ 2,389 7. Long-Lived Assets and Impairment Our long-lived assets are comprised of oil and natural gas properties and other property, plant and equipment for the periods presented: (in thousands of dollars) 2023 2022 Proved oil and natural gas properties(1) \$ 2,548,263 \$ 2,310,497 Unproved oil and natural gas properties 126,557 116,175 Total oil and natural gas properties 2,674,820 2,426,672 Other property, plant and equipment 110,888 77,230 Less: Accumulated depletion, depreciation and amortization (1,097,788) (876,451) Net property, plant and equipment \$ 1,687,920 \$ 1,627,451 (1). Estimates of future asset retirement costs of \$260.4 million and \$249.1 million are included in our proved oil and natural gas properties at December 31, 2023 and 2022, respectively. Costs are excluded from the amortization base until proved reserves are established or impairment is determined. 29 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements December 31, 2023 and 2022 Long-Lived Assets Impairment During the year ended December 31, 2023, we recorded impairment losses totaling \$66.8 million in proved properties. We incurred \$3.5 million and \$59.2 million of impairment in the first and second quarters of 2023 due to a significant decrease in commodity prices driven by a decrease in gas futures. We incurred \$0.0 million and \$4.1 million of impairment in the third and fourth quarters of 2023 due to significant downward revisions in reserves to certain impairment fields, driven by increased costs and decreased production. During the year ended December 31, 2022, we recorded impairment losses totaling \$118.8 million in proved properties. We incurred \$12 million of impairment in the second quarter of 2022 on divested properties as mentioned in Note 4 " Acquisitions and Divestitures, due to the sales price of the assets sold being lower than the net book value. We incurred \$107.0 million of impairment in the fourth quarter of 2022 due to an increase in operating costs caused by supply chain pressures and an inflationary environment as well as changes in capital plans due to 2022 acquisitions. Additionally, as a result of expiring leases and our periodic assessment of unproved properties, we amortized \$0.0 million and \$0.1 million of unproved oil and natural gas properties and reported amounts as depletion, depreciation and amortization in our consolidated statement of operations for the periods ended December 31, 2023 and 2022, respectively. 8. Other Long-Term Assets Other long-term assets consist of the following: (in thousands of dollars) 2023 2022 Property reclamation \$ 11,910 \$ 11,359 Unamortized debt issuance costs 13,206 17,920 Security deposits 1,735 2,904 Other 8,726 6,266 Total other long-term assets \$ 35,577 \$ 38,449 Net Profit Interest We have a net profit interest (" NPI) related to the Jay Field. The NPI is held 50% by Maverick and a third party (" NPI Holder). Under the arrangement, the NPI is payable after: (i) funds are withheld, to the extent allowable each month under the arrangement, to pay for the NPI holder's share of future development costs and abandonment obligations, and (ii) we are reimbursed for the NPI holder's share of excess historical production costs. Once the NPI holder's share of the excess historical costs is reimbursed, the NPI will be payable monthly to the extent the NPI for that month exceeds the amount withheld for that month for future development costs and abandonment obligations. The NPI holder's share of excess historical production costs amounted to \$11.5 million and \$15.4 million at December 31, 2023 and 2022, respectively. Additionally, we will retain the NPI holder's share of future development costs and abandonment obligations, subject to future production, production costs, and capital spending level, which will be paid using the funds withheld. The NPI holder's share along with our share of the abandonment costs as of December 31, 2023 and 2022 are reflected in asset retirement obligations on the consolidated balance sheets. Under the arrangement, we have the option to deposit into a separate account the funds withheld from the NPI holder for their portion of the future development costs and abandonment obligations. At December 31, 2023 and 2022, the funds totaled \$0.0 million and \$13.6 million, respectively, and are reflected in long-term restricted cash on our consolidated balance sheets. See additional details regarding the Jay Field NPI in Note 12 " Commitments and Contingencies and Note 16 " Subsequent Events. 30 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements December 31, 2023 and 2022 Property Reclamation Deposit As of December 31, 2023 and 2022, we had a property reclamation deposit of \$11.9 and \$11.4 million, respectively, included in other long-term assets, held in an escrow account as security for future abandonment and remediation obligations for the Jay Field. We are required to maintain the escrow account in effect for three years after all abandonment and remediation obligations have been completed. The funds in the escrow account are not to be returned to us until the later of three years after satisfaction of all abandonment obligations or December 31, 2026. At certain dates subsequent to closing, we have the right to request a refund of a portion or all of the property reclamation deposit. The seller has the sole discretion to grant our refund request. In addition to the cash deposit, we are required to provide letters of credit. At December 31, 2023 and 2022, we had \$21.0 million in letters of credit related to the property reclamation deposit. 9. Accounts Payable and Accrued Expenses Accounts payable and accrued expenses consist of the following: (in thousands of dollars) 2023 2022 Accounts payable \$ 112,218 \$ 175,804 Revenue and royalties payable 93,315 102,899 Wages and salaries payable 21,008 13,134 Accrued interest payable 12,100 6,071 Production and property taxes payable 22,217 26,808 Hedge settlement payables 8,911 11,331 Other current liabilities 2,868 4,346 Total accounts payable and accrued expenses \$ 272,637 \$ 340,393 10. Debt Our debt was comprised of the following: (in thousands of dollars) 2023 2022 Credit Facility \$ 190,000 \$ 410,000 ABS Notes 640,000 - Finance Lease Obligations 3,555 2,637 Debt issuance costs (12,377) - Notes held by ABS parent (10,000) - Total debt 811,178 412,637 Current portion, long-term debt (112,607) - Current portion of finance lease obligations (1,166) (717) Total long-term debt \$ 697,405 \$ 411,920 31 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements December 31, 2023 and 2022 ABS Notes In connection with the ABS Financing Transaction (see Note 4 " Acquisitions and Divestitures), on October 26, 2023, ABS Issuer acquired certain oil and natural gas interests in currently-producing oil and natural gas wells and other assets from Unbridled pursuant to an asset purchase agreement and the acquisition was funded by the issuance of the ABS Notes (as defined in Note 4 " Acquisitions and Divestitures), due December 2038, pursuant to a note purchase agreement. At December 31, 2023, the ABS Notes were comprised of the following: (in thousands of dollars) 2023 Series 2023 - 1 Class A-1 8.121% Notes \$ 285,000 Series 2023 - 1 Class A-2 8.946% Notes 260,000 Series 2023 - 1 Class B 12.436% Notes 95,000 Total ABS Notes 640,000 The ABS Notes are secured by certain oil and natural gas interests in currently producing oil and natural gas wells and other assets. The ABS Notes accrue interest at the respective stated per annum rates and have a final maturity date of December 15, 2038. Interest and principal payments are payable on a monthly basis. During the period ended December 31, 2023, we incurred \$10.3 million of interest related to the ABS Notes. The ABS Notes are subject to a series of covenants and restrictions customary for transactions of this type, including (i) that the Issuer maintains specified reserve accounts to be used to make required interest payments in respect of the ABS Notes, (ii) provisions relating to optional and mandatory prepayments and the related payment of specified amounts, including specified make-whole payments under

certain circumstances, (iii) certain indemnification payments in the event, among other things, that the assets pledged as collateral are used in stated ways defective or ineffective, (iv) covenants related to recordkeeping, access to information and similar matters, and (v) the Issuer will comply with all laws and regulations which it is subject to. The ABS Notes are also subject to customary accelerated amortization events provided for in the indenture, including events tied to failure to maintain stated debt service coverage ratios, failure to maintain certain production metrics, certain change of control and management termination events, and event of default and the failure to repay or refinance the ABS Notes on the applicable scheduled maturity date. The ABS Notes are subject to certain customary events of default, including events relating to non-payment of required interest, principal, or other amounts due on or with respect to the ABS Notes, failure to comply with covenants within certain time frames, certain bankruptcy events, breaches of specified representations and warranties, failure of security interests to be effective and certain judgments. Under the indenture, the Company must maintain the following financial covenants determined as of the last day of the quarter: 1) Aggregate Debt Service Coverage Ratio (DSCR) less than 1.05, 2) Senior DSCR less than 1.25. As of December 31, 2023, we were in compliance with our covenants under the ABS Notes. Senior Secured Reserve-Based Credit Facility In connection with the Permian Acquisition (see Note 4 - Acquisitions and Divestitures), on January 27, 2022, we entered into an agreement with a syndicate of banks including JPMorgan Chase Bank acting as Administrator, Royal Bank of Canada, Citizens Bank, KeyBank National Association acting as co-syndication agents, RBC Capital Markets, and KeyBank Capital Markets (the "Credit Facility"). The agreement is for a maximum \$1 billion credit facility with an initial \$500 million borrowing base. The maturity date is April 1, 2026. The Credit Facility replaced the Credit Agreement (defined below) subsequent to its closing on April 1, 2022, incurring deferred financing costs of \$16.3 million. 32 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements December 31, 2023 and 2022 The Credit Facility limits the amounts we could borrow to a borrowing base amount determined by the lenders at their sole discretion based on their valuation of our proved reserves and their internal criteria. Our obligations under the credit facility were collateralized by substantially all of our oil and natural gas properties, including mortgage liens on oil and natural gas properties having at least 85% of the reserve value as determined by reserve reports. The Credit Facility contains certain customary affirmative and negative covenants, including financial covenants requiring maintenance of the Consolidated Total Debt to EBITDAX Ratio to be less than 3.00 to 1.00 and a Current Ratio of no less than 1.00 to 1.00. At our election, borrowings under the credit facility may be made on an Alternate Base Rate ("ABR") or a Secured Overnight Financing Rate ("SOFR") basis plus an applicable margin. In connection with the Credit Facility, the applicable margins vary from 2.00% to 3.00% for ABR borrowings and 3.00% to 4.00% for SOFR borrowings depending on the borrowing base. In addition, we are also required to pay a commitment fee on the amount of any unused commitments at a rate of 0.50% per annum. Interest on ABR borrowings and the commitment fee are generally payable quarterly. As of December 31, 2023, the effective interest rate of the Credit Facility was 9.24%. In June 2022, we entered into an amendment to the Credit Facility (the "First Amendment") which increased the borrowing base from the initial \$500 million to \$750 million. Each lender's borrowing capacity was increased with the exception of Goldman Sachs Bank, and we accounted for the First Amendment as a modification of debt. We incurred deferred financing costs of \$2.6 million in relation to this amendment. In October 2022, we entered into the second amendment to the Credit Facility (the "Second Amendment"), which increased the borrowing base to \$1 billion. Each lender's borrowing capacity was increased with the exception of Texas Capital Bank, and we accounted for the Second Amendment as a modification of debt. We incurred deferred financing costs of \$2.6 million in relation to this amendment. In July 2023, we entered into the third amendment to the Credit Facility (the "Third Amendment"), which reduced the borrowing base from \$1 billion to \$750 million. Each lender's borrowing capacity was decreased, and we accounted for the Third Amendment as a modification of debt. Additionally, the Third Amendment allowed for a one-time cash distribution to our equity holders not to exceed \$10 million in aggregate through September 30, 2023. We did not incur deferred financing costs in relation to the Third Amendment. In October 2023 in conjunction with the ABS Financing Transaction, we entered into the fourth amendment to the Credit Facility (the "Fourth Amendment"), which amended in its entirety the original Credit Facility. Pursuant to the Fourth Amendment, among other things, the borrowing base was reduced from \$750 million to \$350 million, and the respective reduced commitments of the various lending banks were reallocated among the continuing lenders to assign the exiting lenders' commitment. We accounted for the decreases in a lender's borrowing capacity as a modification and accounted for any lender that exited the credit facility as a debt extinguishment. In connection with ABS, we repaid \$0.0 million as of December 31, 2023. 33 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements December 31, 2023 and 2022 We incurred deferred financing costs of \$5.6 million in relation to the Fourth Amendment. At December 31, 2023, our borrowing base is \$350.0 million, and the aggregate commitment of all lenders is \$1 billion. Our next borrowing base redetermination is scheduled for April 1, 2024. Unamortized debt issuance costs associated with the Credit Facility were \$13.2 million as of December 31, 2023. As of December 31, 2023, we were in compliance with our debt covenants under the Credit Facility. Credit Agreement On October 24, 2018, BOLP, as borrower, entered into a \$1.0 billion credit agreement with Maverick Natural Resources, LLC as the parent guarantor, JPMorgan Chase Bank, N.A., as the administrative agent, collateral agent and letter of credit issuer, Royal Bank of Canada, as syndication agent and other syndicate financial institutions (the "Lenders") (the "Credit Agreement"). The Credit Agreement had a maturity date of October 24, 2023, and was replaced by the Credit Facility (discussed above) effective April 1, 2022. Interest Expense Our interest expense is as follows: (in thousands of dollars) 2023 2022 Credit Facility (a) \$ 40,828 \$ 18,566 ABS Notes (b) 10,307 6,462 Amortization of deferred debt issuance costs, Credit Facility 10,274 6,462 Amortization of deferred debt issuance costs, ABS Notes 581 - Other Credit Facility, net 186 81 \$ 62,176 \$ 25,109 (a) Includes commitment fees and other fees \$ 2,733 \$ 2,738 (b) Includes commitment fees and other fees \$ - \$ - 11. Asset Retirement Obligations We recognize the fair value of a liability for an ARO in the period it is incurred if a reasonable estimate of fair value can be made. Our ARO represents the present value of the expected costs to plug, abandon and remediate producing and shut-in wells at the end of the productive lives in compliance with applicable local, state and federal laws and applicable lease terms. We estimate the value of our ARO by calculating the present value of estimated cash flows related to plugging and abandonment liabilities. The ARO liability is accreted to its present value each period and the capitalized asset retirement costs are depleted with proved oil and natural gas properties using the unit-of-production method. We review our ARO estimates and assumptions periodically and, to the extent future revisions to these assumptions impact the fair value of the existing ARO liability, we make a corresponding adjustment to the related asset. We consider these inputs to be Level 3 inputs as discussed in Note 2 "Summary of Significant Accounting Policies and Note 5 "Financial Instruments and Fair Value Measurements. 34 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements December 31, 2023 and 2022 The following table presents the balance and activity in our ARO for the periods presented: (in thousands of dollars) 2023 2022 Asset retirement obligations, beginning of year \$ 253,281 \$ 225,817 Liabilities incurred from drilling 2022 769 Liabilities settled (19,839) (7,335) Liabilities related to divested properties (1) (9,970) (6,345) Liabilities related to acquired properties (2) - 22,916 Revisions of estimates (3) 11,535 3,036

Accretion expense(4) \$ 14,666 \$ 14,425 Asset retirement obligations end of year \$ 249,673 \$ 253,281
 Less: Current portion of asset retirement obligations \$ (7,282) \$ (5,060) Noncurrent portion of asset retirement obligations \$ 242,391 \$ 248,221 (1). Includes ARO related to various sold properties. See Note 4 "Acquisitions and Divestitures." (2). Related to ARO acquired from Permian and Anadarko acquisitions. See Note 4 "Acquisitions and Divestitures." (3). During the periods presented, we revised our estimates primarily to reflect the following changes in estimated well lives, oil and natural gas prices and plugging and abandonment cost estimates. (4). Included in DD&A on our consolidated statements of operations.

12. Commitments and Contingencies
Surety Bonds and Letters of Credit In the normal course of business, we have performance obligations that are secured, in whole or in part, by surety bonds or letters of credit. These obligations primarily relate to abandonments, environmental and other responsibilities where governmental and other organizations require such support. These surety bonds and letters of credit are issued by financial institutions and are required to be reimbursed by us if drawn upon. At both December 31, 2023 and 2022, we had \$21.3 million of irrevocable letters of credit outstanding, of which \$21.0 million related to the property reclamation deposit as discussed in Note 8 "Other Long-Term Assets." At December 31, 2023, no amounts were drawn under the letters of credit.

Legal Proceedings Although we may, from time to time, be involved in litigation and claims arising out of our operations in the normal course of business, we are not currently a party to any material legal proceedings, other than litigation in regards to the Jay Field NPI. As of December 31, 2023, we had accrued \$4.2 million related to this litigation. In addition, we are not aware of any material legal or governmental proceedings against us, or contemplated to be brought against us, under the various environmental protection statutes to which we are subject.

13. Equity Common Units During 2023, we repurchased 3,222 units for \$1.5 million for certain members and executives.

35 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements December 31, 2023 and 2022
Member Distributions In October 2022, the Board approved a distribution of totaling \$120 million at \$41.43 per common unit to the common unitholders of record on the applicable record date. In January 2023, the Board approved a distribution of \$30 million at \$10.36 per common unit to the common unitholders of record on the applicable record date. In May 2023, the Board approved two distributions totaling \$50 million. The first distribution was \$30 million at 10.36 per common unit to the common unitholders of record on the applicable record date. The second distribution was \$20 million at \$6.91 per common unit to the common unitholders of record on the applicable record date. In October 2023, the Board approved a distribution of \$260 million at \$89.76 per common unit to the common unitholders of record on the applicable record date. The state of Oklahoma requires operators to withhold 5% of all production revenues associated with royalty interests held by Oklahoma nonresidents to be offset against state income taxes. As Maverick is not subject to income taxes as a limited liability company, the tax liability associated with the operations of Unbridled is the responsibility of the members. As such, the balance of Oklahoma state withholding has been reflected as an equity distribution. At December 31, 2023 and 2022, the total distributions attributable to Oklahoma state withholding is \$0.6 million and \$0.4 million, respectively.

14. Compensation
Defined Contribution Plan We sponsor a 401(k) defined contribution plan for eligible employees, and the Plan includes a provision for employer matching contributions. We recorded general and administrative expenses for our matching contributions totaling \$2.4 million and \$1.3 million for the years ended December 31, 2023 and 2022, respectively.

Long Term Incentive Plans Maverick Natural Resources, LLC Long Term Incentive Plan (or the "LTIP") was effective and approved by the Board in August 2019. The LTIP provides for the compensation of employees and eligible nonemployee directors of the Company and its subsidiaries by granting Incentive Units to employees and directors with 3-year and 1-year vesting terms, respectively, from the grant date. The Incentive Unit awards are accounted for as liability-classified awards that will settle in cash and reported as accounts payable and accrued expenses in our consolidated balance sheets. Forfeitures associated with the LTIP awards granted are recognized when they occur. The Incentive Unit Amounts upon vesting are payable in cash and is equal to the quotient of the Implied Equity Value as of the last day of the fiscal year preceding the Vesting Event (provided, that, in the case of vesting due to an Exit Event or Asset Sale, the Implied Equity Value is, in the sole discretion of the Administrator, either (i) the Implied Equity Value as of the last day of the fiscal year preceding such Vesting Event, or (ii) the Implied Equity Value as of another appropriate date determined by the Administrator, divided by a fixed number subject to adjustment by the Administrator. The Implied Equity Value means an amount equal to the quotient of Adjusted EBITDA and Peer Multiple, less Net Debt, plus Cumulative Distributions. The value of each LTIP unit at December 31, 2023 was estimated at \$78.34 per unit. The fair value measurement is based on significant inputs not observable in the market and thus represents a Level 3 measurement within the fair value hierarchy.

36 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements December 31, 2023 and 2022
 In August 2023, the Company granted long-term incentive awards to various executives in the form of cash. The Awards are subject to time-based vesting conditions. The following table summarizes liability-classified performance unit activity for the years ended December 31, 2023 and 2022 and provides information for unvested units as of December 31, 2023 and 2022:

| | Number of Units | Unvested units at December 31, 2021 | Granted | Forfeited | Vested | Unvested units at December 31, 2022 | Granted | Forfeited | Vested |
|--|-----------------|-------------------------------------|---------|-----------|----------|-------------------------------------|---------|-----------|----------|
| | | 95,814 | 88,524 | (30,305) | (57,909) | 96,124 | 108,473 | (20,068) | (64,194) |

Unvested units at December 31, 2023 120,335 The Company recognized cash-based long-term incentive compensation of \$1.3 million and \$1.0 million for executive awards in general and administrative expense in our consolidated statement of operations for both the years ended December 31, 2023 and 2022.

Equity Incentive Awards For equity classified awards, we recognize expense for the grant date fair value of the award over the vesting period of the awards. Forfeitures are accounted for as they occur. The grant date fair value of the common units was derived from an estimate of Enterprise Value, or the fair value of our upstream and midstream businesses and long-term debt and liabilities. Significant inputs used to determine the fair values of properties include estimates of: (i) reserves; (ii) future operating and development costs; (iii) future commodity prices; and (iv) a market-based weighted average cost of capital rate. These inputs require significant judgments and estimates by our management at the time of the valuation and are sensitive and subject to change. In August 2023, the Company granted executive incentive awards to various executives in the form of common units. The Awards are subject to performance-based vesting conditions based on market conditions. The expected term for awards granted in 2023 is 1.4 to 2.4 years. The Company did not grant any awards in 2022. The Company recognized non-cash unit-based compensation of \$1.6 million in general and administrative expense in our consolidated statement of operations for the year ended December 31, 2023. The weighted average grant date fair value for the award was \$309.13 per common unit. As of December 31, 2023, 28,900 common units have been granted, 16,895 common units remain unvested, and unamortized compensation expense is \$4.9 million over the next four years. The Company recognized non-cash unit-based compensation of \$1.2 million in general and administrative expense in our consolidated statement of operations for the year ended December 31, 2022. The weighted average grant date fair value for the award was \$333.16 per common unit. As of December 31, 2022, 17,222 common units have been granted, 8,663 common units remain unvested, and unamortized compensation expense is \$3.2 million over the next four years.

37 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements December 31, 2023 and 2022
15. Restructuring Costs In 2023 and 2022, as part of the Company's restructuring plan, we incurred restructuring costs of approximately \$1.6 million and \$0.3 million, respectively, primarily related to plans for reductions in workforce to

improve operational efficiencies. Restructuring costs recorded in our consolidated statements of operations are presented for the respective periods: (in thousands of dollars) 2023 2022 Type of restructuring cost Severance and related benefit costs \$ 1,485 \$ 120 Office-lease abandonment and relocation 146 163 \$ 1,631 \$ 283 16. Subsequent Events The Company has evaluated subsequent events through April 29, 2024, the date the financial statements were issued and noted the events below. In February 2024, the Company replaced the performance-based equity incentive awards granted in August 2023 with time-based equity incentive awards. In March 2024, the Company settled its Jay Field litigation for \$9.2 million. As part of the settlement, the Company purchased the net profit interest in the Jay Field for approximately \$5 million. The Company recognized a litigation settlement accrual as of December 31, 2023 for \$4.2 million. 38 Maverick Natural Resources, LLC and Subsidiaries Unaudited Supplementary Information December 31, 2023, 2022 and 2021 Unaudited Supplementary Information. 39 Maverick Natural Resources, LLC and Subsidiaries Unaudited Supplementary Information December 31, 2023 and 2022 Oil and Gas Exploration and Production Activities The Company has only one reportable operating segment, which is oil and gas development, exploration and production in the U.S. See the Company's accompanying consolidated statements of operations for information about results of operations for oil and gas producing activities. Capitalized Costs (in thousands of dollars) At December 31, Category 2023 2022 Proved properties and related producing assets \$ 2,518,413 \$ 2,295,001 Warehouse Inventory 29,850 15,496 Unproved properties 126,557 116,175 Accumulated depreciation, depletion and amortization (1,053,454) (843,848) Net Capitalized Costs \$ 1,621,366 \$ 1,582,824 Costs Incurred for Oil and Gas Producing Activities (thousands of dollars) Year Ended December 31, 2023 2022 Property Acquisition Costs 3,529 \$ 514,488 Unproved 14,608 \$ 27,274 Exploration Costs 160 1,213 Development Costs (a) 259,365 \$ 292,910 Total Costs Incurred \$ 277,662 \$ 835,885 a. Development costs incurred for oil and gas producing activities includes the following amounts: (thousands of dollars) Year Ended December 31, 2023 2022 Development Drilling \$ 185,744 \$ 241,452 Production Facilities and Equipment Upgrades 35,571 34,584 Warehouse Inventory 14,354 2,450 Capitalized G&A 12,078 10,599 Asset Retirement Obligations 11,615 3,805 Other 2 20 Total Development Costs Incurred \$ 259,364 \$ 292,910 40 Maverick Natural Resources, LLC and Subsidiaries Unaudited Supplementary Information December 31, 2023 and 2022 Results of Operations from Natural Gas and Oil Producing Activities The table below sets forth the results of operations from natural gas and oil producing activities: (in thousands of dollars) 2023 2022 Sales \$ 896,493 \$ 1,343,817 Realized (loss) gain on commodity derivatives (46,722) (370,798) Lease Operating Expenses (388,237) (449,652) Depreciation, depletion and amortization (157,837) (126,623) Impairment of oil and natural gas properties (66,785) (118,839) Results of operations \$ 236,912 \$ 277,905 The results of operations shown above exclude general and administrative. 41 Maverick Natural Resources, LLC and Subsidiaries Unaudited Supplementary Information December 31, 2023 and 2022 Reserve Quantity Information The estimates of the Company's proved reserves as of December 31, 2023 and December 31, 2022 were based on evaluations prepared by independent petroleum engineers. Proved reserves were estimated in accordance with guidelines established by the SEC and the FASB, which require that reserve estimates be prepared under existing economic and operating conditions based upon an average of the first-day-of-the-month commodity price during the 12-month period ending on the balance sheet date with no provision for price and cost escalations except by contractual arrangements. Proved reserve quantity estimates are subject to numerous uncertainties inherent in the estimation of quantities of proved reserves and in the projection of future rates of production and the timing of development expenditures. The accuracy of such estimates is a function of the quality of available data and of engineering and geological interpretation and judgment. Results of subsequent drilling and production performance may cause either upward or downward revision of previous estimates. Further, the volumes considered to be commercially recoverable fluctuate with changes in commodity prices and operating costs. The Company emphasizes that proved reserve estimates are inherently imprecise and that estimates of new discoveries are more imprecise than those of currently producing oil and gas properties. Accordingly, these estimates are expected to change as additional information becomes available in the future. The following table provides a roll forward of total proved reserves. (Thousands of dollars) Total (MBoe) Oil (MBbl) NGL (MBoe) Gas (MMcf) Proved reserves Beginning balance, 12/31/2021 304,570 83,476 64,218 941,258 Revision of previous estimates 30,538 2,932 22,430 31,058 Extensions, discoveries and other additions 18,427 6,020 4,467 47,639 Purchase of reserves in-place 58,626 27,895 5,554 151,060 Sale of reserves in-place (5,595) (2,502) (814) (13,673) Production (25,297) (7,767) (5,892) (69,829) Ending balance, 12/31/2022 381,268 110,054 89,963 1,087,513 Revision of previous estimates (76,129) (11,841) (16,851) (284,625) Extensions, discoveries and other additions 9,633 4,762 578 25,759 Sale of reserves in-place (3,059) (762) (778) (9,119) Production (24,959) (8,257) (5,714) (65,929) Ending balance, 12/31/2023 286,755 93,957 67,198 753,600 Proved developed reserves Ending balance, 12/31/2021 254,618 66,002 55,288 799,965 Ending balance, 12/31/2022 304,331 86,403 72,476 872,712 Ending balance, 12/31/2023 235,389 75,237 58,240 611,472 Proved undeveloped reserves Ending balance, 12/31/2021 49,953 17,474 8,930 141,293 Ending balance, 12/31/2022 76,937 23,650 17,487 214,801 Ending balance, 12/31/2023 51,366 18,720 8,958 142,128 1) For the year ended December 31, 2023, the Company added 9.6 MMBOE through extensions primarily related to increased pricing and future drilling plans on proved undeveloped location in the Company's Western Anadarko and Permian assets. These additions were offset by negative revisions of 76.1 MMBOE, reductions in production of 25.0 MMBOE, and the removal of 3.1 MMBOE related to the Divestiture of properties in Western Anadarko Basin, West Texas, and Wyoming. See Note 4 "Acquisitions, Assets Held for Sale, and Divestitures for further discussion. 42 Maverick Natural Resources, LLC and Subsidiaries Unaudited Supplementary Information December 31, 2023 and 2022 2) For the year ended December 31, 2022, the Company added 58.6 MMBOE from acquisitions during the period related to the Permian Acquisition and the Anadarko Acquisition. See Note 4 "Acquisitions, Assets Held for Sale, and Divestitures for further discussion. The Company also added 30.5 MMBOE of estimated proved reserves through positive price and performance revisions, primarily driven by improved commodity prices during 2022. In addition, the Company added 18.4 MMBOE through extensions primarily related to increased pricing and future drilling plans on proved undeveloped location in the Company's Western Anadarko assets. These additions were offset by production of 25.3 MMBOE and the removal of 5.6 MMBOE related to the Divestiture of properties in California and Michigan. See Note 4 "Acquisitions, Assets Held for Sale, and Divestitures for further discussion. 43 Maverick Natural Resources, LLC and Subsidiaries Unaudited Supplementary Information December 31, 2023 and 2022 The NYMEX prices used for oil and gas reserve preparation, based upon SEC guidelines, were as follows: Year Ended December 31, % Change 2023 2022 2023 to 2022 2022 to 2021 Oil per BBL \$ 78.21 \$ 94.14 \$ -17 % 41 % Gas per MCF \$ 2.64 \$ 6.36 \$ -59 % 77 % 44 Maverick Natural Resources, LLC and Subsidiaries Unaudited Supplementary Information December 31, 2023 and 2022 Standardized Measure of Discounted

Future Net Cash Flows

The standardized measure of discounted future net cash flows is computed by applying commodity prices used in determining proved reserves (with consideration of price changes only to the extent provided by contractual arrangements) to the estimated future production of proved reserves less estimated future expenditures (based on year-end estimated costs) to be incurred in developing and producing the proved reserves, discounted using a rate of ten percent per year to reflect the estimated timing of the future cash flows.

Future income taxes are calculated by comparing undiscounted future cash flows to the tax basis of oil and gas properties plus available carryforwards and credits and applying the current tax rates to the difference.

The discounted future cash flow estimates do not include the effects of the Company's commodity derivative contracts.

Discounted future cash flow estimates, like those shown below, are not intended to represent estimates of the fair value of oil and gas properties.

Estimates of fair value should also consider probable and possible reserves, anticipated future commodity prices, interest rates, changes in development and production costs and risks associated with future production.

Because of these and other considerations, any estimate of fair value is necessarily subjective and imprecise.

The standardized measure of discounted future cash flows as well as a roll forward in total for each respective year are as follows:

| | 2023 | 2022 |
|---|---------------|---------------|
| Future cash inflows (total revenues) | \$ 10,082,939 | \$ 19,447,716 |
| Future production costs (severance and ad valorem taxes plus LOE) | (4,796,251) | (7,255,342) |
| Future development costs (capital costs) | (1,707,946) | (1,989,406) |
| Future income tax expense | (19,546) | (41,120) |
| Future net cash flows | 3,559,196 | 10,161,848 |
| 10% annual discount for estimated timing of cash flows | (1,548,849) | (5,043,697) |
| Standardized measure of DFNCF | \$ 2,010,347 | \$ 5,118,151 |

45 Maverick Natural Resources, LLC and Subsidiaries Unaudited Supplementary Information December 31, 2023 and 2022

Changes in Standardized Measure of Discounted Future Net Cash Flows (in thousands of dollars)

| | 2023 | 2022 |
|---|--------------|--------------|
| Beginning balance | \$ 5,118,150 | \$ 2,654,919 |
| Net changes in prices and production costs | (2,300,636) | 2,056,197 |
| Net change in future development costs | 12,714 | (214,806) |
| Oil & gas net revenue | (511,575) | (886,488) |
| Extensions | 109,046 | 207,825 |
| Acquisition of reserves | - | 628,906 |
| Disposition of reserves | (35,438) | (28,777) |
| Revisions of previous quantity estimates | (997,147) | 542,400 |
| Previously estimated development costs incurred | 70,396 | 59,450 |
| Net change in taxes | 10,400 | (11,217) |
| Accretion of discount | 513,870 | 257,161 |
| Changes in timing and other | 20,567 | (147,420) |
| Ending Balance | \$ 2,010,347 | \$ 5,118,150 |

46 EX-99.2 3 ny20043119x1_ex99-2.htm

EXHIBIT 99.2 Exhibit 99.2 Maverick Natural Resources, LLC and Subsidiaries Unaudited Consolidated Financial Statements As of September 30, 2024 and December 31, 2023 and for the nine-month periods ended September 30, 2024 and 2023

Maverick Natural Resources, LLC and Subsidiaries Index As of September 30, 2024 and December 31, 2023 and for the nine-month periods ended September 30, 2024 and 2023

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| | September 30, 2024 | December 31, 2023 |
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| Consolidated Financial Statements (Unaudited) | Balance Sheets | 3 |
| Statements of Operations | 4 | |
| Statements of Members' Equity | 5 | |
| Statements of Cash Flows | 6 | |
| Notes to Financial Statements | 7 | |

30 2 Maverick Natural Resources, LLC and Subsidiaries Consolidated Balance Sheets (Unaudited) September 30, 2024 and December 31, 2023

| | September 30, 2024 | December 31, 2023 |
|--|--------------------|-------------------|
| Assets | | |
| Current assets | | |
| Cash | \$ 40,137 | \$ 53,263 |
| Restricted cash - current | 36,736 | 31,936 |
| Accounts receivable, net | 127,889 | 140,260 |
| Derivative instruments | 37,581 | 46,503 |
| Inventory | 9,666 | 2,209 |
| Prepaid expenses and other current assets | 6,535 | 7,089 |
| Total current assets | 258,544 | 281,260 |
| Property, plant and equipment | | |
| Oil and natural gas properties | 2,391,401 | 2,674,820 |
| Other property, plant and equipment | 119,920 | 110,888 |
| Property, plant and equipment, net | 2,511,321 | 2,785,708 |
| Accumulated depletion, depreciation, and impairment | (1,047,475) | (1,097,788) |
| Property, plant and equipment, net | 1,463,846 | 1,687,920 |
| Other long-term assets | | |
| Assets held-for-sale - noncurrent | 90,291 | â€" |
| Derivative instruments | 23,151 | 48,018 |
| Operating lease right-of-use assets | 11,534 | 12,362 |
| Other long-term assets | 33,260 | 35,577 |
| Total assets | \$ 1,880,626 | \$ 2,065,137 |
| Liabilities and Equity | | |
| Current liabilities | | |
| Accounts payable and accrued expenses | 220,839 | 272,637 |
| Current portion of long-term debt | 110,254 | 113,773 |
| Derivative instruments | â€" | 98 |
| Current portion of asset retirement obligation | 7,282 | 7,282 |
| Operating lease obligations - current | 1,477 | 841 |
| Liabilities related to assets held-for-sale | 13,401 | â€" |
| Total current liabilities | 353,253 | 394,631 |
| Long-term debt | 657,292 | 697,405 |
| Derivative instruments | 548 | 3,994 |
| Asset retirement obligation | 226,248 | 242,391 |
| Operating lease obligations - noncurrent | 24,932 | 25,316 |
| Liabilities related to assets held-for-sale - noncurrent | 16,957 | â€" |
| Other long-term liabilities | 29,785 | 29,501 |
| Total liabilities | 1,309,015 | 1,393,238 |
| Members' equity | 571,611 | 671,899 |
| Total liabilities and equity | \$ 1,880,626 | \$ 2,065,137 |

The accompanying notes are an integral part of these consolidated financial statements.

3 Maverick Natural Resources, LLC and Subsidiaries Consolidated Statements of Operations (Unaudited) Nine Months Ended September 30, 2024 and 2023

| | Year to Date | Year to Date | |
|--|----------------------|--------------------|--------------------|
| | Thousands of dollars | September 30, 2024 | September 30, 2023 |
| Revenues and other income items | | | |
| Oil revenues | \$ 421,209 | \$ 465,331 | |
| Natural gas revenues | 77,601 | 119,439 | |
| NGL revenues | 78,111 | 85,248 | |
| Oil, natural gas and NGL revenues | 576,921 | 670,018 | |
| Loss on commodity derivative instruments | (2,322) | (27,341) | |
| Other revenues, net | 60,881 | 65,067 | |
| Total revenues and other income items | 635,480 | 707,744 | |
| Operating costs and expenses | | | |
| Operating costs | 353,810 | 372,859 | |
| Depletion, depreciation and amortization | 130,491 | 119,186 | |
| Impairment of oil and natural gas properties | 110,856 | 62,683 | |
| General and administrative expenses | 45,638 | 55,010 | |
| Restructuring costs | 8,822 | 1,600 | |
| Gain on sale of assets | (2,206) | (1,022) | |
| Total operating costs and expenses | 647,411 | 610,316 | |
| Operating income (loss) | (11,931) | 97,428 | |
| Interest expense | 63,558 | 41,810 | |
| Other income, net | (2,680) | (842) | |
| Total other expense (income) | 60,878 | 40,968 | |
| Income (loss) before taxes | (72,809) | 56,460 | |
| Income tax expense (benefit) | 148 | (416) | |
| Net income (loss) | \$ (72,957) | \$ 56,876 | |

The accompanying notes are an integral part of these consolidated financial statements.

4 Maverick Natural Resources, LLC and Subsidiaries Consolidated Statements of Members' Equity (Unaudited) Nine Months Ended September 30, 2024 and 2023

| | Outstanding | Total Members' |
|--|----------------------|----------------|
| | Thousands of dollars | Common Units |
| Equity | | |
| Balances, December 31, 2022 | 2,896 | \$ 755,148 |
| Unit-based compensation | â€" | (410) |
| Units issued under unit-based compensation awards, net of tax withholdings | 2 | 1,321 |
| Net income (loss) | â€" | 56,876 |
| Redemption of units | (1) | (1,538) |
| Distributions | â€" | (80,000) |
| Other | â€" | (220) |
| Balances, September 30, 2023 | 2,897 | 731,177 |
| Balances, December 31, 2023 | 2,897 | 671,899 |
| Units issued under unit-based compensation awards, net of tax withholdings | 5 | 3,092 |
| Net loss | â€" | (9) |
| Redemption of units | (1) | (1,145) |
| Unit-based compensation modified to liability awards | (9) | (4,682) |
| Distributions | â€" | (24,242) |
| Other | â€" | (354) |
| Balances, September 30, 2024 | 2,892 | 571,611 |

The accompanying notes are an integral part of these consolidated financial statements.

5 Maverick Natural Resources, LLC and Subsidiaries Consolidated Statements of Cash Flows (Unaudited) Nine Months Ended

September 30, 2024 and 2023

| | 2024 | 2023 |
|---|--------------|------------|
| Cash flows from operating activities | \$ (72,957) | \$ 56,876 |
| Adjustments to reconcile cash flow from operating activities: | | |
| Depletion, depreciation and amortization | 130,491 | 119,186 |
| Impairment of oil and natural gas properties | 110,856 | 62,683 |
| (Gain) loss on derivative instruments | (34,819) | 2,322 |
| Deferred income taxes | (397) | 27,341 |
| Gain on sale of assets | (2,206) | 27,923 |
| Restructuring costs, net of payments | (1,022) | (34,819) |
| Write off of debt issuance costs | 1,556 | 2,498 |
| Other | 8,672 | 93 |
| Changes in assets and liabilities: | | |
| Accounts receivable and other assets | 2,737 | 47,961 |
| Inventory | (2,352) | (1,615) |
| Accounts payable and accrued expenses | (29,048) | (53,687) |
| Net cash provided by operating activities | 180,492 | 227,798 |
| Cash flows from investing activities | | |
| Capital acquisitions, net | (14,683) | (17,367) |
| Capital expenditures | (104,416) | (227,185) |
| Proceeds from sale of assets | 1,799 | 15,514 |
| Net cash used in investing activities | (117,300) | (229,038) |
| Cash flows from financing activities | | |
| Distributions to common unitholders | (24,242) | (80,000) |
| Credit facility borrowings | 160,500 | 315,000 |
| Repayments of credit facility | (126,500) | (245,000) |
| Issuance of term debt | 10,000 | - |
| Repayments of term debt | (88,464) | - |
| Long-term debt issuance costs | (114) | - |
| Redemption of common units | (1,928) | (1,538) |
| Principal payments on finance lease obligations | (884) | (672) |
| Net cash used in financing activities | (71,518) | (12,324) |
| Increase (decrease) in cash and restricted cash | (8,326) | (13,564) |
| Cash and restricted cash - beginning of period | 85,199 | 16,806 |
| Cash and restricted cash - end of period | \$ 76,873 | \$ 3,242 |

The accompanying notes are an integral part of these consolidated financial statements.

6 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements (Unaudited) As of September 30, 2024 and December 31, 2023 and for the nine-month periods ended September 30, 2024 and 2023

1. Nature of Operations Maverick Natural Resources, LLC (the "MNR" or the "Parent") and its subsidiaries, including Maverick Asset Holdings LLC (the "MAH"), Maverick ABS Holdco, LLC (the "ABS Holdco"), and Maverick Services, LLC (the "MAV Services"), (collectively, the "Maverick," the "we," or the "Company") is a Delaware limited liability company formed on March 22, 2018. We are a Houston, Texas-based oil and natural gas company focused on the development and production of long-lived oil and natural gas reserves throughout the United States. Our primary operations are in seven regions in the United States: East Texas, Mid-Continent (Western Oklahoma and Eastern New Mexico); Permian (West Texas); Rockies (Wyoming); Southeast (Southwest Florida, Florida Panhandle and Alabama); and Western Anadarko (Texas Panhandle and Southwestern Oklahoma). On October 26, 2023, the Parent, through its consolidated subsidiaries, raised \$640 million through an asset-backed securitization financing transaction. Several new subsidiaries were created including MNR ABS Holdings I, LLC (the "ABS Holdings") and MNR ABS Issuer I, LLC (the "ABS Issuer"). See Note 4 "Acquisitions, Divestitures, and Assets Held for Sale" Transactions Between Entities Under Common Control and Note 9 "Debt" for further discussion. In January 2025, the Company entered into a definitive merger agreement with Diversified Energy Company PLC (the "Diversified"), pursuant to which Diversified will acquire all the outstanding equity interest of the Company. For additional information, see Note 14 "Subsequent Events." The Company operates its properties through its primary operating subsidiaries: Breithurn Operating, L.P. (the "BOLP"), Unbridled Resources, LLC (the "Unbridled"), and Maverick Permian, LLC. In addition to our operating companies, the Company's subsidiaries include: (i) Wheeler Midstream, LLC, an oil terminal located in Wheeler County, TX, which purchases oil from both properties operated by Unbridled, a wholly owned entity, and third-party operated properties, (ii) MidPoint Midstream, LLC, a gas gathering operation located in Wheeler and Hemphill Counties, Texas and Roger Mills and Beckham Counties, Oklahoma, which gathers and compresses natural gas produced from Unbridled and third party operated properties, and (iii) Bluebonnet Resources, LLC, which acquired unproved acreage for development purposes.

7 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements (Unaudited) As of September 30, 2024 and December 31, 2023 and for the nine-month periods ended September 30, 2024 and 2023

2. Summary of Significant Accounting Policies

Basis of Presentation and Principles of Consolidation Our unaudited consolidated financial statements relate to our financial position as of September 30, 2024 and December 31, 2023, and our results of operations for the nine months ended September 30, 2024 and September 30, 2023, respectively. They reflect all adjustments that are, in the opinion of management, necessary for a fair presentation of the results for the interim periods, on a basis consistent with the annual audited financial statements, with the exception of any recently adopted accounting pronouncements. All such adjustments are of a normal recurring nature. Certain information, accounting policies, and footnote disclosures normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States (GAAP) have been condensed or omitted, although the Company believes that the disclosures are adequate to make the information presented not misleading. Our consolidated financial statements include Maverick and our wholly owned or majority-owned subsidiaries. All intercompany accounts and transactions have been eliminated in consolidation. Recently Adopted Accounting Standards In June 2016, the Financial Accounting Standards Board (the "FASB") issued Accounting Standards Update (the "ASU") No. 2016-13, Financial Instruments "Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments (the "ASU 2016-13"), which changes the impairment model for most financial assets. The ASU introduces a new credit loss methodology, Current Expected Credit Losses (CECL), which requires earlier recognition of credit losses, while also providing additional transparency about credit risk. Since its original issuance in 2016, the FASB has issued several updates to the original ASU. The CECL framework utilizes a lifetime "expected credit loss" measurement objective for the recognition of credit losses for loans, held-to-maturity securities, and other receivables at the time the financial asset is originated or acquired. The expected credit losses are adjusted each period for changes in expected lifetime credit losses. The methodology replaces the multiple existing impairment methods, which generally require that a loss be incurred before it is recognized. On January 1, 2023, the Company adopted the guidance applying the modified retrospective basis approach. The adoption of this standard did not have a material impact on the Company's consolidated financial statements as of the adoption date, January 1, 2023. In March 2020, the FASB issued ASU 2020-04, Reference Rate Reform (Topic 848): Facilitation of the Effects of Reference Rate Reform on Financial Reporting (the "ASU 2020-04"), which provided optional expedients and exceptions for applying GAAP to contract modifications and hedging relationships, subject to meeting certain criteria, that referenced LIBOR ("London Inter-Bank Offered Rate") or another rate. ASU 2020-04 was in effect through December 31, 2022. In January 2021, the FASB issued ASU No. 2021-01, Reference Rate Reform (Topic 848): Scope (the "ASU 2021-01"), to provide clarifying guidance regarding the scope of Topic 848. ASU 2020-04 was issued to provide optional guidance for a limited period of time to ease the potential burden in accounting for (or recognizing the effects of) reference rate reform on financial reporting. In December 2022, the FASB issued ASU 2022-06, "Reference Rate Reform (Topic 848): Deferral of the Sunset Date of Topic 848" ("ASU 2022-06"), which defers the sunset date of Topic 848 from December 31, 2022 to December 31, 2024. As of September 30, 2024, the Company's borrowings under its Credit Facility bear interest at an ABR or SOFR basis plus an applicable margin and the ABS loans have a fixed interest rate. At this time, the Company does not plan to enter into additional contracts using LIBOR as a reference rate. For additional information, see Note 9 "Debt."

8 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated

Financial Statements (Unaudited) As of September 30, 2024 and December 31, 2023 and for the nine-month periods ended September 30, 2024 and 2023

In October 2021, the FASB issued ASU 2021-07, "Compensation — Stock Compensation (Topic 718): Determining the Current Price of an Underlying Share for Equity-Classified Share-Based Awards" as a practical expedient to allow a nonpublic entity to determine the current price input of equity-classified share-based awards issued to both employees and nonemployees using the reasonable application of a reasonable valuation method. The practical expedient describes the characteristics of the reasonable application of a reasonable valuation method as the same characteristics used in the regulations of the U.S. Department of Treasury for income tax purposes (the "Treasury Regulations"). Consequently, a reasonable valuation performed in accordance with the Treasury Regulations is an example of a way to achieve the practical expedient. This accounting standard had no effect on the Company and the company continues to use a reasonable valuation method for its equity classified awards. In March 2023, the FASB issued an ASU to amend certain provisions of Accounting Standards Codification ("ASC") Topic 842, "Leases" ("ASC 842") that apply to arrangements between related parties under common control. The ASU amends the accounting for the amortization period of leasehold improvements in common-control leases for all entities and requires certain disclosures when the lease term is shorter than the useful life of the asset. This ASU is effective for fiscal years beginning after December 15, 2023, including interim periods within those fiscal years. Early adoption is permitted. This accounting standard had no effect on the Company and the Company will continue to evaluate the standard in the future.

New Pronouncements Issued But Not Yet Adopted In November 2024, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2024-03, "Income Statement — Reporting Comprehensive Income — Expense Disaggregation Disclosures (Subtopic 220-40)," which expands disclosures around an entity's costs and expenses of specific items (i.e. employee compensation, DD&A), requires the inclusion of amounts that are required to be disclosed under GAAP in the same disclosure as other disaggregation requirements, requires qualitative descriptions of amounts remaining in expense captions that are not separately disaggregated quantitatively, and requires disclosure of total selling expenses, and in annual periods, the definition of selling expenses. The amendment does not change or remove existing disclosure requirements. The amendment is effective for fiscal years beginning after December 15, 2026, and interim periods with fiscal years beginning after December 15, 2027. Early adoption is permitted, and the amendment can be adopted prospectively or retrospectively to any or all periods presented in the financial statements. The Company is currently assessing the impact of adopting this standard.

Use of Estimates The preparation of financial statements and related footnotes in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Our significant estimates include oil and natural gas reserves; cash flow estimates used in impairment testing of oil and natural gas properties and midstream assets; depreciation, depletion, amortization ("DD&A") and accretion; asset retirement obligations ("ARO"); accrued revenue and related receivables; operating expenses and accrued liabilities; valuation of liability-classified incentive awards; mark-to-market valuations; and unit-based compensation. We believe our estimates are reasonable, and actual results could differ significantly from these estimates.

9 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements (Unaudited) As of September 30, 2024 and December 31, 2023 and for the nine-month periods ended September 30, 2024 and 2023

Cash and Restricted Cash Our cash consists of cash in the bank. Current restricted cash represents funds held in escrow that will be used to settle certain general unsecured claims related to the 2018 bankruptcy and cash held in a liquidity reserve account, collection account, and plug and abandonment account maintained in connection with the ABS Financing Transaction. As of September 30, 2024, the amounts in Restricted Cash consisted of \$3.2 million, \$20.4 million, \$12.1 million, and \$0.9 million for the escrow, liquidity reserve, collection, and plug and abandonment accounts, respectively. As of December 31, 2023, the amounts in Restricted Cash consisted of \$3.2 million, \$23.6 million, and \$5.1 million for the escrow, liquidity reserve, and collection accounts, respectively. As of September 30, 2024 and December 31, 2023, long-term restricted cash did not have a balance.

Revenue Recognition and Natural Gas Balancing We recognize revenues from the sale of oil, natural gas and natural gas liquid ("NGL") when control of the oil, natural gas and NGL production has transferred to the customer, the transaction price has been determined and collectability is reasonably assured and evidenced by a contract. Performance obligations under our contracts with customers are typically satisfied when oil, natural gas and NGL are transferred through delivery at the inlet of pipeline or processing plant, onloading to the delivery truck or barge. Oil terminal revenues are recognized when delivery to the purchaser has occurred, title has transferred, and the associated receivable is recoverable. We generate gathering revenues by providing gathering and compression services to third parties. We recognize revenue for these arrangements over time based on a per unit rate applied to volumes that travel through the gathering system. In addition, we retain any drip liquids collected on our gathering systems. The value of these drip liquids is recognized as part of gathering revenue in the month the underlying gathering service is provided based upon the price realized for sale of drip condensate to third party customers which represents a market price. Natural gas production imbalances represent the fair value of amounts payable or receivable for natural gas production imbalances, and revenues are recognized based on our share of volumes sold, regardless of whether we have taken our proportional share of volume produced. A receivable or liability is recognized only to the extent that we have an imbalance on a specific property greater than the expected remaining proved reserves. As of September 30, 2024 and December 31, 2023, our natural gas production imbalance asset of \$3.8 million and \$3.1 million, respectively, was included in other long-term assets and natural gas production imbalance liability of \$22.7 million and \$21.8 million, respectively, was included in other long-term liabilities on our consolidated balance sheets.

Inventory Inventory represents our share of crude oil produced from our Florida and Texas operations that is held in storage tanks and unsold at the end of the period. Inventory is reported as current assets in our consolidated balance sheets and carried at the lower of cost or market. We assess the carrying value of our inventory periodically to determine any adjustments necessary to reduce the carrying value to net realizable value. Uncertainties that may impact our assessment include: the applicable quality and location differentials and changes in the timing of a sale. We did not recognize any write-downs during the periods presented.

10 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements (Unaudited) As of September 30, 2024 and December 31, 2023 and for the nine-month periods ended September 30, 2024 and 2023

Property, Plant and Equipment Proved Oil and Natural Gas Properties We account for oil and natural gas exploration and development activities using the successful efforts method. Under this method, all property acquisition and development costs are capitalized when incurred and depleted on a unit-of-production basis over total proved reserves and proved developed reserves, respectively. Proved leasehold costs associated with proved reserves are depleted based on total proved reserves, which include proved undeveloped reserves. Costs of retired, sold or abandoned properties that constitute part of an amortization base are charged or credited, net of proceeds to accumulated DD&A unless doing so significantly affects the unit-of-production amortization rate, in which case a gain or loss is recognized currently in the consolidated statements of operations. Expenditures for maintenance, repairs and minor renewals necessary to maintain properties in operating condition are expensed as incurred. Major betterments, replacements and renewals are capitalized to the appropriate property and equipment accounts. Estimated dismantlement and abandonment costs for oil and natural gas properties are capitalized, net of salvage, at their estimated net present value

and amortized on a unit-of-production basis over the remaining life of the related proved developed reserves. • Unproved Oil and Natural Gas Properties Unproved oil and natural gas properties include lease acquisition costs which are costs incurred to acquire unproved leases. • Lease acquisition costs are capitalized until the leases expire or when we specifically identify leases that will revert to the lessor, at which time we expense the associated lease acquisition costs. • Lease acquisition costs that are expensed are recorded as "impairment of oil and natural gas properties" in our consolidated statements of operations. • Lease acquisition costs related to successful exploratory drilling are reclassified to proved properties and depleted on a unit-of-production basis. • For sales of entire working interests in unproved properties, gain or loss is recognized to the extent of the difference between the proceeds received and the net carrying value of the property. • Proceeds from sales of partial interests in unproved properties are accounted for as recovery of costs unless the proceeds exceed the entire cost of the property. • Impairment of Oil and Natural Gas Properties We evaluate proved oil and natural gas properties for impairment whenever facts or circumstances indicate that the carrying values of such properties may not be recoverable. • We perform impairment assessments by grouping assets at the lowest level for which there are identifiable cash flows. • Impairment is indicated when a triggering event occurs and/or the sum of the estimated future net cash flows of an evaluated asset group is less than the asset group's carrying value. • Triggering events may include potential disposition of assets and declines in oil, natural gas and NGL prices. • If impairment is indicated, we estimate fair value using a discounted cash flow approach. • The factors used to determine fair value are subject to management's judgment and expertise and include, but are not limited to, recent sales prices of comparable properties, the present value of future cash flows, net of estimated operating and development costs using estimates of proved reserves, future commodity pricing, future production estimates, anticipated capital expenditures and various discount rates commensurate with risk and current market conditions associated with realizing the expected cash flows projected. • 11 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements (Unaudited) As of September 30, 2024 and December 31, 2023 and for the nine-month periods ended September 30, 2024 and 2023 We evaluate unproved oil and natural gas properties periodically for impairment on a geographic basis based on remaining lease terms, drilling results or future plans to develop acreage. • These factors may be affected by economic factors including future oil and natural gas prices and projected capital costs. • We evaluate the recoverability of our other property, plant and equipment whenever events or circumstances indicate a decline in the recoverability of the respective carrying values may have occurred. • We compare the net carrying value of the asset group to the undiscounted net cash flows projected. • If the carrying amount exceeds the estimated undiscounted future cash flows, we will adjust the carrying amount to fair value. • Impairment expense for proved and unproved properties is reported as "impairment of oil and natural gas properties" in the consolidated statements of operations. • Impairment expense for other property, plant and equipment is reported as "impairment of long-lived assets" in the consolidated statements of operations. • Other Property, Plant and Equipment Other property, plant and equipment include buildings, field equipment, compressors, furniture, leasehold improvements, computer hardware and software. • We record other property, plant and equipment at cost and depreciate the assets using the straight-line method over the estimated lives of the individual assets. • We assign the useful lives of our property, plant and equipment based upon our internal estimates that are reviewed by management periodically. • We use estimated lives of 20 years for our buildings, two to seven years for field equipment, furniture and computer hardware and software, and the remaining lease term for leasehold improvements. • At the time of sale or disposal, the costs and accumulated DD&A of the sold or disposed assets are removed from our consolidated balance sheets with any gain or loss realized in our consolidated statements of operations. • Midstream Assets Midstream assets consist primarily of natural gas gathering facilities and pipelines, as well as an oil terminal. • Renewals and betterments, which substantially extend the useful lives of the assets, are capitalized and reported as other property, plant and equipment in our consolidated balance sheets. • Maintenance and repairs are expensed when incurred. • These assets are depreciated using the straight-line method over 3 to 30 years. • We consider estimated future dismantlement, restoration and abandonment costs in our calculation of straight-line DD&A for our natural gas gathering, processing facilities and pipelines. • Leases At inception, contracts are assessed for the presence of a lease according to the criteria prescribed by Accounting Standards Codification ("ASC") Topic 842, "Leases" ("ASC 842"). • If a lease is present, further criteria is assessed to determine if the lease should be classified as an operating or finance lease. • Operating leases are presented on the consolidated balance sheet as operating lease right-of-use assets with the corresponding lease liabilities presented as operating lease obligations - current and Operating lease obligations "noncurrent." • Finance lease assets are presented on the consolidated balance sheet as other property, plant and equipment with the corresponding liabilities presented in current portion of long-term debt and long-term debt. • 12 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements (Unaudited) As of September 30, 2024 and December 31, 2023 and for the nine-month periods ended September 30, 2024 and 2023 Generally, lease liabilities are recognized at commencement and based on the present value of the future minimum lease payments to be made over the lease term. • Lease assets are then recognized based on the value of the lease liabilities. • For leases where the implicit lease rates are not determinable, the minimum lease payments are discounted using the Company's collateralized incremental borrowing rates. • Operating leases are expensed according to their nature and recognized in operating expenses or general and administrative expenses. • Finance leases are depreciated and amortized with the relevant expenses recognized in depreciation, depletion and amortization and interest expense on the consolidated statement of operations. • Revenue and Production Taxes Payable We calculate and pay taxes and royalties on crude oil and natural gas in accordance with particular contractual provisions of the leases, license or concession agreements and the laws and regulations applicable to those agreements. • Asset Retirement Obligations We recognize estimated liabilities for future costs associated with the abandonment of our oil and natural gas properties, gas gathering, processing facilities and pipelines. • We record a liability for the fair value of an ARO and a corresponding increase to the carrying value of the related long-lived asset in the period in which wells are drilled or acquired. See Note 10 "Asset Retirement Obligations" for further discussion. • Liability-Classified Awards We classify certain awards that will be settled in cash as liability awards in our consolidated balance sheets in accounts payable and accrued expenses. • The fair value of a liability-classified award is determined on a quarterly basis beginning at the grant date until final vesting. • Changes in the fair value of liability-classified awards are recorded to general and administrative expense and operating costs over the vesting period of the award. • The Company's liability-classified awards include a performance condition based on preceding Implied Equity Value. See Note 5 "Financial Instruments and Fair Value Measurements" for further discussion. • Unit-Based Compensation Unit-based compensation grants are measured at their grant date fair value and related compensation cost is recognized over the vesting period of the grant. • Compensation cost for awards is recognized on a straight-line basis over the requisite service period. • Environmental Liabilities We are subject to federal, state and local environmental laws and regulations. • These laws regulate the release, disposal or discharge of materials into the environment or otherwise relate to environmental protection. • These laws and regulations may require that we remove or mitigate the environmental effect of the discharge, disposal or release of petroleum substances at various sites. • Environmental expenditures are expensed or capitalized depending on their future economic benefit. • We expense expenditures related to an existing condition caused by past operations that have no future economic benefit. • We record liabilities for noncapital expenditures when

environmental assessments or remediation is probable, and the costs can be reasonably estimated.Â Such liabilities are generally undiscounted unless the timing of cash payments for the liability is fixed or determinable.Â We did not have environmental liabilities at September 30, 2024 and December 31, 2023, respectively. Â 13 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements (Unaudited) As of September 30, 2024 and December 31, 2023 and for the nine-month periods ended September 30, 2024 and 2023 Business Combinations and Asset Acquisitions We account for business combinations under the acquisition method of accounting.Â Accordingly, we recognize amounts for identifiable assets acquired and liabilities assumed equal to their estimated acquisition-date fair values.Â Transaction and integration costs associated with business combinations are expensed as incurred. Â We make various assumptions in estimating the fair values of assets acquired and liabilities assumed.Â As fair value is a market-based measurement, it is determined based on the assumptions that market participants would use.Â The most significant assumptions relate to the estimated fair values of the proved and unproved oil and natural gas properties.Â The fair values of these properties are measured using valuation techniques that convert future cash flows to a single discounted amount.Â Significant inputs to the valuation include estimates of reserves, future operating and development costs, future commodity prices and a market-based weighted average cost of capital rate.Â The market-based weighted average costs of capital rate are subjected to additional project-specific risk factors.Â In addition, when appropriate, we review comparable purchases and sales of oil and natural gas properties within the same regions and use that data as a proxy for fair market value; for example, the amount a willing buyer and seller would enter into exchange for such properties. Â Any excess of the acquisition price over the estimated fair value of net assets acquired is recorded as goodwill.Â Any excess of the estimated fair value of net assets acquired over the acquisition price is recorded as a bargain purchase gain in other income, net on our consolidated statements of operations. Â In an asset acquisition, transaction costs are capitalized, and any excess or deficit of fair value of net assets in relation to acquisition price is allocated to the acquired assets based on the relative fair value. Â

Commitments and Contingencies We recognize liabilities for other commitments and contingencies when, after fully analyzing the available information, we determine that it is probable that a liability has been incurred and the amount of loss can be reasonably estimated.Â When a range of probable loss can be estimated, we accrue the mostly likely amount, or if no amount is more likely than another, we accrue the minimum of the range of probable loss. Â

Fair Value of Financial Instruments Certain of our financial assets and liabilities are measured at fair value.Â Fair value represents the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants.Â Our financial instruments, not otherwise recorded at fair value, consist primarily of cash, trade receivables, trade payables and long-term debt.Â The carrying value of cash, trade receivables and trade payables are considered to be representative of their respective fair values due to the short-term maturity of these instruments.Â See Note 5 â€œFinancial Instruments and Fair Value Measurements for additional details. Â

14 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements (Unaudited) As of September 30, 2024 and December 31, 2023 and for the nine-month periods ended September 30, 2024 and 2023

Fair Value of Nonfinancial Assets and Liabilities We apply fair value accounting guidance to measure our nonfinancial assets and liabilities such as those obtained through property, plant and equipment, AROs and restructuring.Â These assets and liabilities are subject to fair value adjustments only in certain circumstances and are not subject to recurring revaluations.Â Fair value may be estimated using comparable market data, a discounted cash flow method, or a combination of the two as considered appropriate based on the circumstances.Â Under the discounted cash flow method, estimated future cash flows are based on managementâ€™s expectations for the future and include estimates of future oil and natural gas production and other applicable sales estimates, operational costs and risk-adjusted discount rate.Â We may use the present value of estimated future cash inflows and outflows, third-party offers or prices of comparable assets with consideration of the current market conditions to value our nonfinancial assets and liabilities when circumstances dictate fair value determination is necessary. Â

Concentrations of Credit Risk We are subject to credit risk resulting from the concentration of our oil, natural gas and NGL receivables with the following major purchasers that accounted for 10% or more of our total oil, natural gas and NGL sales for the periods presented: Â

| Period | Customer A | Customer B | Customer C |
|--------------------------------------|------------|------------|------------|
| Nine Months Ended September 30, 2024 | 15 % | 12 % | 12 % |
| 2023 | 15 % | 12 % | 12 % |

Our financial instruments with credit risk exposure consist principally of cash, accounts receivable, and derivative instruments.Â We maintain cash in deposit accounts at financial institutions that may exceed the federally insured limits.Â We monitor credit risk exposure by (i) placing our assets and other financial instruments with credit-worthy financial institutions, (ii) maintaining policies over credit extension that include our evaluation of customersâ€™ financial condition and monitoring payment history and (iii) netting derivative assets and liabilities where we have legal right of offset with counterparties and diversifying our derivative instrument portfolio. Â

Risk Management and Derivative Instruments We have entered into derivative contracts with counterparties to reduce the effect of changes in oil and natural gas prices on a portion of our oil and natural gas production.Â We do not enter into such contracts for speculative trading purposes.Â Our commodity derivative instruments are measured at fair value in our consolidated balance sheets as derivative assets or derivative liabilities.Â We have not designated any derivative instruments as hedges for accounting purposes.Â Gains and losses from valuation changes in commodity derivatives are reported as (gain) loss on commodity derivative instruments in our consolidated statements of operations.Â Our cash flows are only impacted when the actual settlements under the derivative contracts result in making or receiving a payment to or from the counterparty.Â Cash settlements are reflected as operating activities in our consolidated statements of cash flows.Â We expense transaction costs related to the modification of derivative instruments as incurred. See Note 5 â€œFinancial Instruments and Fair Value Measurements for further discussion of our derivative instruments. Â

We have market and credit risk exposure due to commodity derivatives that are concentrated with certain counterparties who are affiliate lenders under the Credit Agreement.Â We believe the risk of nonperformance by our counterparties is low as we execute our derivative contracts only with credit-worthy financial institutions and we have no past-due receivables from our derivative counterparties. As of September 30, 2024, J. ARON & Company, JP Morgan Chase Bank N.A., and KeyBank, which accounted for approximately 60%, 39%, and 1%, respectively, of our total hedge settlement receivable. Â

15 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements (Unaudited) As of September 30, 2024 and December 31, 2023 and for the nine-month periods ended September 30, 2024 and 2023

Our commodity derivative contracts are documented with industry standard contracts known as Schedule to the Master Agreement and International Swaps and Derivatives Association, Inc.Â Master Agreement (â€œISDAâ€œ).Â Typical terms for the ISDAs include credit support requirements, cross default provisions, termination events and set-off provisions.Â We are not required to provide any credit support to our counterparties other than cross collateralization with the oil and natural gas properties securing the Credit Agreement.Â We have certain limitations under the Credit Agreement, including a provision that limits the total amount of our production that may be hedged to certain percentages of current and forecasted production.Â As of September 30, 2024, we were in compliance with these limitations.Â See Note 5 â€œFinancial Instruments and Fair Value Measurements and Note 9 â€œDebt for additional information. Â

Debt Issuance Costs Debt issuance costs related to our Credit Facility and ABS Notes are amortized over the life of the related debt using the effective interest rate method and unamortized debt issuance costs are netted against the outstanding balance of debt obligations on our consolidated balance sheets.Â Any unamortized costs

associated with retired debt are written off and included in the determination of gain or loss on extinguishment of debt. Revenues Sales of oil, natural gas and NGL are recognized at the point when control of the commodity is transferred to the customer and collectability is reasonably assured. Most of our contracts' pricing provisions are tied to a commodity market index, with certain adjustments based on, among other factors, whether a well delivers to a gathering or transmission line, quality of the oil or natural gas, and prevailing supply and demand conditions. As a result, the price of the oil, natural gas and NGL fluctuates to remain competitive with the other available oil, natural gas and NGL suppliers. Oil Sales Under our crude purchase and marketing contracts, we generally sell oil production at the wellhead and collect an agreed-upon index price, net of pricing differentials. We recognize revenue when control transfers to the purchaser at the wellhead or delivery point for onloading to delivery truck or barge at the net price received. Natural Gas and NGL Sales Under our natural gas gathering, processing and purchase contracts, we deliver unprocessed natural gas to processing plants at the wellhead or the inlet of the processing plant's system. The midstream entity then gathers and processes the natural gas to produce residue gas and NGLs generated from processing. In the majority of cases, the midstream entity remits payment to us for NGLs based on index-based pricing or weighted average sales proceeds less deductions which may include gathering, processing and transportation fees, while the residue gas is redelivered to us at the tailgate of the midstream entity's processing plant for marketing under separate contracts. We sell residue gas at the delivery point specified in the separate contract and collect an agreed-upon index price, net of pricing differentials. Transportation, gathering and processing costs incurred after control transfers to the purchaser are recognized as reductions to revenues rather than as operating costs.

16 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements (Unaudited) As of September 30, 2024 and December 31, 2023 and for the nine-month periods ended September 30, 2024 and 2023 Oil Terminal Sales Under our oil terminal sales contracts, we sell oil at the delivery point specified in the contract and collect an agreed-upon index price, net of pricing differentials. Control as defined under ASC 606, "Revenue from Contracts with Customers" (ASC 606) passes at the delivery point. The delivery point is the point at which the oil passes the last permanent delivery flange or meter connecting our facility to customer's facility. At the delivery point, the customer takes physical custody, title and risk of loss of the product and we have a right to receive payment for the sale. We recognize revenue at the net price received when control transfers to the customer. Oil terminal sales are reported in other revenues, net on our consolidated statements of operations. Gathering Revenue We generate gathering revenues by providing gathering and compression services to third parties, which are reported in other revenues, net on our consolidated statement of operations. We recognize revenue for these arrangements over time based on a per unit rate applied to volumes that travel through the gathering system. In addition, we retain any drip liquids collected on our gathering systems. The value of these drip liquids is recognized as part of gathering revenue in the month the underlying gathering service is provided based upon the price realized for sale of drip condensate to third party customers which represents a market price. Purchased Condensate Sales The Company's purchased oil and natural gas sales are derived from the sale of oil and natural gas purchased from a third party and reported in other revenues, net on our consolidated statements of operations. Revenues and expenses from these sales and purchases are generally recorded on a gross basis, as the Company acts as a principal in these transactions by assuming control of the purchased oil or natural gas before it is transferred to the customer. Performance Obligations A significant number of our product sales are short-term in nature with a contract term of one year or less. We record revenue on our oil, natural gas and NGL sales at the time production is delivered to the purchaser. However, settlement statements for certain oil, natural gas and NGL sales may not be received for 30 to 90 days after the production is delivered. We have elected practical expedients, pursuant to ASC 606, to exclude from the presentation of remaining performance obligations: (i) contracts with index-based pricing or variable volume attributes in which such variable consideration is allocated entirely to a wholly unsatisfied performance obligation; (ii) contracts with an original expected duration of one year or less; and (iii) contracts for which we recognize revenue under the right to invoice practical expedient. Contract Balances We invoice our customers when we have satisfied our performance obligations, at which point payment is unconditional. Accordingly, our product sales contracts do not give rise to contract assets or liabilities under ASC 606.

17 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements (Unaudited) As of September 30, 2024 and December 31, 2023 and for the nine-month periods ended September 30, 2024 and 2023 Accounts Receivable and Allowance for Credit Losses Accounts receivable consist of receivables from joint interest owners on properties the Company operates and from sales of oil and natural gas production delivered to third party purchasers. Accounts receivable is held at cost. At each reporting date, the Company assesses the expected lifetime credit losses on initial recognition of accounts receivable. At September 30, 2024, the credit loss allowance on accounts receivable was \$5.8 million, and no credit losses were recorded during the nine months ended September 30, 2024. At December, 2023, the credit loss allowance on accounts receivable from joint interest owners was \$5.8 million, and no credit losses were recorded during the nine months ended September 30, 2023.

3. Supplemental Cash Flow Information Supplemental disclosures to the consolidated statements of cash flows are presented below:

| | 2024 | 2023 |
|--|---------------------|---|
| Cash payments | \$ 64,337 | \$ 33,606 |
| Interest | \$ 161 | \$ 7 |
| Noncash investing activities | (Increase) decrease | (Increase) decrease |
| in accrued capital expenditures | \$ 12,228 | \$ (1,413) |
| (Increase) decrease in asset retirement obligations | (2,986) | (10,990) |
| (Increase) decrease in assets under operating leases | (10,939) | (Increase) decrease in liabilities for asset divestitures |
| (628) | 3,580 | Noncash financing activities |
| (35) | (1,753) | Reconciliation of cash and restricted |
| (35) | (1,753) | cash reported in the consolidated balance sheets |
| Cash | \$ 40,137 | \$ 10 |
| Restricted cash | 36,736 | 3,232 |
| Total cash and restricted cash | \$ 76,873 | \$ 3,242 |

4. Acquisitions, Divestitures, and Assets Held for Sale Acquisitions During the nine months ended September 30, 2024 and 2023, the Company did not have any material acquisitions. Transactions Between Subsidiaries of the Company On October 26, 2023, Unbridled entered into an asset purchase agreement with ABS Issuer (the "Purchase and Sale Agreement"). Unbridled agreed to sell and transfer to ABS Issuer certain operated and non-operated oil and natural gas wells and all oil and natural gas leases, subleases and leasehold covering such wells (the "ABS Assets" and such transfer, the "ABS Asset Transfer") for a purchase price of \$640 million, of which \$630 million was cash and \$10 million was a non-cash note payable, which was subsequently issued to a third party in January 2024 for \$10 million in cash and accrued interest of \$0.2 million.

18 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements (Unaudited) As of September 30, 2024 and December 31, 2023 and for the nine-month periods ended September 30, 2024 and 2023 In connection with the transaction, ABS Issuer entered into an indenture with UMB Bank, N.A. as indenture trustee (the "Indenture Trustee") (the "Indenture") to which ABS Issuer issued (a) \$640 million aggregate principal amount of Series 2023-1 Notes, consisting of (i) \$285 million aggregate principal amount of its 8.121% Series 2023-1 Notes, Class A-1 Notes due December 2038, (ii) \$260 million aggregate principal amount of its 8.946% Series 2023-1 Notes, Class A-2 Notes due December 2038 and (iii) \$95 million aggregate principal amount of its 12.436% Series 2023-1 Notes, Class B Notes due December 2038 (collectively, the "ABS Notes") and (b) pledged the ABS Assets to the Indenture Trustee to secure the ABS Issuer's obligations under the Indenture (the "ABS Financing Transaction"). In addition the following events

occurred in connection with the transaction: (i) \$10 million of the ABS Notes were issued to Maverick, (ii) a holdback of \$5.4 million related to consents not received at the date of the transaction which is reflected as restricted cash, (iii) a Liquidity Reserve Account was established for \$23.6 million and is reflected as restricted cash, (iv) \$260 million was an equity distribution and (v) repaid \$300 million for the Credit Facility. We incurred hedge novation fees of \$4.6 million in conjunction with the ABS Financing Transaction which were expensed as incurred in general and administrative expenses in our consolidated statement of operations. We incurred \$12.7 million of costs including legal fees and administrative fees in connection with the ABS Financing Transaction which were capitalized as deferred financing costs and recorded as an offset to the carrying value of the ABS Notes. Divestitures In May 2024, we entered into an agreement with a third party to divest certain properties in west Texas. The divestiture was executed without a purchase price, and the Company received no financial consideration for the transaction. We recognized a \$2.2 million gain on the sale for the nine months ended September 30, 2024. The gain was primarily due to relief of related asset retirement obligations. In March 2023, we entered into an agreement with a third party to divest certain interests in oil and natural gas properties, rights and related assets in Western Anadarko Basin for a purchase price of \$10.0 million. This sale was accounted for as a normal retirement under the provisions of paragraph ASC 932-360-40-3 with no gain or loss recorded on the sale for the nine months ended September 30, 2023. In May 2023, we entered into an agreement with a third party to divest certain properties in west Texas for a purchase price of \$4.5 million. We recognized a \$0.3 million gain on the sale for the nine months ended September 30, 2023. Assets Held for Sale In August 2024, the Company entered into two agreements with two separate third parties to sell certain East Texas assets (the "East Texas Sale") for a combined purchase price totaling \$97.0 million. As of September 30, 2024, the held for sale criteria were met. The related oil and natural gas properties, other property and equipment, asset retirement obligations, and revenue in suspense are classified as held for sale and presented separately in the appropriate asset and liability sections of the consolidated balance sheet. The transactions closed in October 2024. 19 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements (Unaudited) As of September 30, 2024 and December 31, 2023 and for the nine-month periods ended September 30, 2024 and 2023 5. Financial Instruments and Fair Value Measurements Commodity Activities At September 30, 2024, our commodity derivatives consisted of fixed price swaps and two-way costless collars. Our fixed price swaps are comprised of a sold call and a purchased put established at the same price (both ceiling and floor). The two-way collars are a combination of options: a sold call and a purchased put. The purchased put establishes a minimum price (floor) and the sold call establishes a maximum price (ceiling). For both swaps and collars, all transactions are settled in cash for the net difference between settlement and contract prices, multiplied by the hedged contract volumes, for the settlement period. Our commodity derivative contracts settle monthly based on the differential between the contract price and the average NYMEX West Texas Intermediate index price ("NYMEX WTI") (oil), average NYMEX Henry Hub index price ("NYMEX HH") (natural gas) and Mont Belvieu Oil Price Information Service ("OPIS") (NGLs). The following table presents derivative positions for the periods indicated as of September 30, 2024:

| | 2024 | 2025 | 2026 | 2027 | 2028 | 2029 | 2030 |
|-------------------------------|------------|------------|------------|----------|----------|---------|---------|
| Oil Positions | | | | | | | |
| Fixed Price Swaps - NYMEX WTI | | | | | | | |
| Volume (Bbl/d) | 13,450 | 11,926 | 10,623 | 3,688 | 3,366 | - | - |
| Average Price (\$/Bbl) | \$ 71.88 | \$ 71.85 | \$ 68.45 | \$ 65.95 | \$ 62.21 | \$ - | \$ - |
| Costless Collar - NYMEX WTI | | | | | | | |
| Volume (Bbl/d) | 1,000 | - | - | - | - | - | - |
| Average Put Price (\$/Bbl) | \$ 67.00 | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - |
| Average Call Price (\$/Bbl) | \$ 80.35 | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - |
| Total | | | | | | | |
| Volume (Bbl/d) | 14,450 | 11,926 | 10,623 | 3,688 | 3,366 | - | - |
| Average Price (\$/Bbl) | \$ 72.01 | \$ 71.85 | \$ 68.45 | \$ 65.95 | \$ 62.21 | \$ - | \$ - |
| Gas Positions | | | | | | | |
| Fixed Price Swaps - Henry Hub | | | | | | | |
| Volume (MMBtu/d) | 106,285 | 108,838 | 86,514 | 69,070 | 61,056 | 50,962 | 47,714 |
| Average Price (\$/MMBtu) | \$ 3.49 | \$ 3.89 | \$ 3.87 | \$ 3.76 | \$ 3.63 | \$ 3.41 | \$ 3.27 |
| Costless Collar - Henry Hub | | | | | | | |
| Volume (Bbl/d) | 10,000 | - | - | - | - | - | - |
| Average Put Price (\$/Bbl) | \$ 2.50 | \$ - | \$ - | \$ - | \$ - | \$ - | \$ - |
| Average Call Price (\$/Bbl) | \$ 5.80 | \$ - | \$ 5.15 | \$ - | \$ - | \$ - | \$ - |
| Total | | | | | | | |
| Volume (MMBtu/d) | 116,285 | 108,838 | 96,514 | 69,070 | 61,056 | 50,962 | 47,714 |
| Average Price (\$/MMBtu) | \$ 3.54 | \$ 3.89 | \$ 3.87 | \$ 3.76 | \$ 3.63 | \$ 3.41 | \$ 3.27 |
| NGL Positions | | | | | | | |
| Fixed Price Swaps | | | | | | | |
| Volume (Bbl/d) | 10,500 | 8,661 | 6,127 | - | - | - | - |
| Average Price (\$/Bbl) | \$ 0.91 | \$ 0.88 | \$ 0.83 | \$ - | \$ - | \$ - | \$ - |
| Total | | | | | | | |
| Volume (Bbl/d) | 10,500 | 8,661 | 6,127 | - | - | - | - |
| Average Price (\$/Bbl) | \$ 0.91 | \$ 0.88 | \$ 0.83 | \$ - | \$ - | \$ - | \$ - |
| Fixed Gas Basis Swap | | | | | | | |
| Volume (Bbl/d) | 90,219 | 84,068 | 77,423 | - | - | - | - |
| Average Price (\$/MMBtu) | \$ (0.19) | \$ (0.26) | \$ (0.23) | \$ - | \$ - | \$ - | \$ - |

20 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements (Unaudited) As of September 30, 2024 and December 31, 2023 and for the nine-month periods ended September 30, 2024 and 2023 Balance Sheet Presentation The following table summarizes the fair value of the derivatives outstanding on a gross and net basis:

| | September 30, 2024 | Natural Gas | Oil | NGL | Commodity | Total |
|---|--------------------|--------------|--------------|--------------|-------------|--------------|
| Derivatives | | | | | | |
| Financial | | | | | | |
| Financial Statement Caption, thousands of dollars | | | | | | |
| Derivatives | | | | | | |
| Derivatives | | | | | | |
| Netting (a) | | | | | | |
| Instruments | | | | | | |
| Assets | | | | | | |
| Current assets - derivative instruments | \$ 21,632 | \$ 28,369 | \$ 10,634 | \$ (23,054) | \$ 37,581 | \$ 13,825 |
| Other long-term assets - derivative instruments | \$ 32,174 | \$ 8,968 | \$ (31,816) | \$ 23,151 | \$ 35,457 | \$ 60,543 |
| Total assets | \$ 53,806 | \$ 37,337 | \$ (21,182) | \$ 46,732 | \$ 73,038 | \$ 74,378 |
| Liabilities | | | | | | |
| Current liabilities - derivative instruments | \$ (23) | \$ (4,162) | \$ (18,869) | \$ 23,054 | \$ - | \$ (2,099) |
| Long-term liabilities - derivative instruments | \$ (17,085) | \$ (12,822) | \$ 31,816 | \$ (548) | \$ (2,480) | \$ (21,247) |
| Total liabilities | \$ (17,118) | \$ (17,000) | \$ 31,647 | \$ (548) | \$ (2,480) | \$ (19,489) |
| Net assets | \$ 36,688 | \$ 20,337 | \$ (52,829) | \$ 47,280 | \$ 75,518 | \$ 93,867 |
| Oil | | | | | | |
| Natural Gas | | | | | | |
| NGL | | | | | | |
| Commodity | | | | | | |
| Total | | | | | | |
| Commodity | | | | | | |
| Commodity | | | | | | |
| Derivatives | | | | | | |
| Financial | | | | | | |
| Financial Statement Caption, thousands of dollars | | | | | | |
| Derivatives | | | | | | |
| Derivatives | | | | | | |
| Netting (a) | | | | | | |
| Instruments | | | | | | |
| Assets | | | | | | |
| Current assets - derivative | | | | | | |

instruments \$ 7,539 \$ 39,124 \$ 18,958 \$ (19,118) \$ 46,503 Other long-term assets - derivative instruments 30,451 39,797 23,687 (45,917) 48,018 Total assets 37,990 78,921 42,645 (65,035) 94,521 Liabilities 2,897 (1,931) (14,388) 19,118 \$ (98) Long-term liabilities - derivative instruments (24) (29,262) (20,625) 45,917 (3,994) Total liabilities (2,921) (31,193) (35,013) 65,035 (4,092) Net liabilities \$ 35,069 \$ 47,728 \$ 7,632 \$ - \$ 90,429 (a) Represents counterparty netting under our ISDA Agreements. See Note 2 “Summary of Significant Accounting Policies.” For our derivative contracts, we may enter into master netting, collateral and offset agreements with counterparties. These agreements provide us the ability to offset a counterparty’s rights and obligations, request additional collateral when necessary, or liquidate the collateral in the event of counterparty default. We net the fair value of cash collateral paid or received against fair value amounts recognized for net derivative positions executed with the same counterparty under the same master netting or offset agreement. The following table summarizes the unrealized gains/losses on commodity derivatives, which are included in the “Loss on commodity derivative instruments” line of the consolidated income statement:

| | Oil | Natural Gas | NGL | Total |
|--------------------------------------|-----------|-------------|-----------|-----------|
| Commodity | | | | |
| Commodity | | | | |
| Commodity | | | | |
| Financial | | | | |
| Derivatives | | | | |
| Derivatives | | | | |
| Instruments | | | | |
| Nine Months Ended September 30, 2024 | (2,092) | (8,433) | (19,721) | (30,246) |
| Nine Months Ended September 30, 2023 | (38,207) | 37,977 | 7,708 | 7,478 |

21 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements (Unaudited) As of September 30, 2024 and December 31, 2023 and for the nine-month periods ended September 30, 2024 and 2023 The following table summarizes the realized gains/losses on commodity derivatives, which are included in the “Loss on commodity derivative instruments” line of the consolidated income statement:

| | Oil | Natural Gas | NGL | Total |
|--------------------------------------|-----------|-------------|-----------|-----------|
| Commodity | | | | |
| Commodity | | | | |
| Commodity | | | | |
| Financial | | | | |
| Derivatives | | | | |
| Derivatives | | | | |
| Instruments | | | | |
| Nine Months Ended September 30, 2024 | (15,214) | 53,333 | (10,196) | 27,923 |
| Nine Months Ended September 30, 2023 | (25,832) | 5,620 | (14,608) | (34,820) |

Fair Value Measurements Fair value is 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 (exit price). We measure certain assets and liabilities at fair value, using the fair value hierarchy noted below. We use valuation techniques that maximize the use of observable inputs and obtain the majority of our inputs from published objective sources or third-party market participants. We incorporate the impact of nonperformance risk, including credit risk, into our fair value measurements. The fair value hierarchy gives the highest priority of Level 1 to unadjusted quoted prices in active markets for identical assets or liabilities and the lowest priority of Level 3 to unobservable inputs. We categorize our fair value financial instruments based upon the objectivity of the inputs and how observable those inputs are. The three levels of inputs are described further as follows:

- Level 1 Unadjusted quoted prices in active markets for identical assets or liabilities as of the reporting date.
- Level 2 Inputs other than quoted prices that are included in Level 1. Level 2 includes financial instruments that are actively traded but are valued using models or other valuation methodologies. We consider the over the counter (“OTC”) commodity derivative contracts in our portfolio to be Level 2.
- Level 3 Inputs that are not directly observable for the asset or liability and are significant to the fair value of the asset or liability. Level 3 includes financial instruments that are not actively traded and have little or no observable data for input into industry standard models. We consider our liability-classified long term incentive plan awards and put option liability to be Level 3 liabilities. See Note 12 “Equity for additional details. Our assessment of the significance of an input to its fair value measurement requires judgment and may affect the valuation of the assets and liabilities and their placement within the fair value hierarchy levels.

Commodity Derivative Instruments Our commodity derivative instruments include oil, natural gas and NGL swaps and collars. The fair value of our commodity derivative instruments is based on upon a third-party preparer’s calculation using mark-to-market valuation reports provided by our counterparties for monthly settlement purposes to determine the valuation of our derivative instruments. We do not have access to the specific proprietary valuation models or inputs used by our counterparties or third-party preparer.

22 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements (Unaudited) As of September 30, 2024 and December 31, 2023 and for the nine-month periods ended September 30, 2024 and 2023 We compare the third-party preparer’s valuation to counterparty valuation statements and investigate any significant differences. Additionally, we analyze monthly valuation changes in relation to movements in crude oil and natural gas forward price curves. The fair values reflect nonperformance risk inherent in the transaction using current credit default swap values for each counterparty for asset positions and the Company’s creditworthiness for liability positions. Accordingly, we recorded an adjustment to the fair value of our net derivative liability of \$2.7 million and \$4.5 million at September 30, 2024 and December 31, 2023, respectively.

Fair Value “Recurring Measurement Basis The following table presents our financial assets and liabilities that were accounted for at fair value on a recurring basis on our consolidated balance sheets at September 30, 2024 and December 31, 2023 by level within the fair value hierarchy.

| | September 30, 2024 | in thousands of dollars | Level 1 | Level 2 | Level 3 | Total |
|--------------------------------------|--------------------|-------------------------|---------|---------|---------|-----------|
| Commodity derivative instruments (1) | | | | | | |
| Assets | 115,603 | | | | | 115,603 |
| Liabilities | (55,419) | | | | | (55,419) |
| Net assets (liabilities) | \$ 60,184 | | | | | \$ 60,184 |
| December 31, 2023 | | | | | | |
| Commodity derivative instruments (1) | | | | | | |
| Assets | 159,557 | | | | | 159,557 |
| Liabilities | (69,127) | | | | | (69,127) |
| Net assets (liabilities) | \$ 90,430 | | | | | \$ 90,430 |

(1) The derivative fair values are based on analysis of each contract on a gross basis, excluding the impact of netting agreements with counterparties and reclassifications between long-term and short-term balances. Fair Value “Nonrecurring Measurement Basis Acquisitions and impairment of proved and unproved properties and other non-oil and natural gas properties are also measured at fair value on a nonrecurring basis. The Company utilizes a discounted cash flow model to estimate the fair value of property as of the measurement date which utilizes the following inputs to estimate future net cash flows: (i) estimated quantities of oil and condensate, natural gas and NGL reserves; (ii) estimates of future commodity prices; and (iii) estimated production rates, future operating and development costs, which are based on the Company’s historic experience with similar properties. These inputs are not observable in the market and represent level 3 inputs. In some instances, market comparable information of recent transactions is used to estimate fair value of unproved acreage.

23 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements (Unaudited) As of September 30, 2024 and December 31, 2023 and for the nine-month periods ended September 30, 2024 and 2023 6. Long-Lived Assets and Impairment Our long-lived assets are comprised of oil and natural gas properties and other property, plant and equipment for the periods presented:

| | September 30, 2024 | December 31, 2023 |
|--|--------------------|-------------------|
| Proved oil and natural gas properties(a) | \$ 2,293,998 | \$ 2,548,263 |
| Unproved oil and natural gas properties | 97,403 | 126,557 |
| Total oil and natural gas properties | 2,391,401 | 2,674,820 |
| Other property, plant and equipment | 119,920 | 110,888 |
| Less: Accumulated depletion, depreciation and amortization | (1,047,475) | (1,097,788) |
| Net property, plant and equipment | \$ 1,463,846 | \$ 1,687,920 |

(a) Estimates of future asset retirement costs of \$263.4 million and \$260.4

million are included in our proved oil and natural gas properties at September 30, 2024 and December 31, 2023, respectively. Costs are excluded from the amortization base until proved reserves are established or impairment is determined. Long-Lived Assets Impairment During the nine months ended September 30, 2024, we recorded impairment losses of \$110.9 million on certain East Texas based assets detailed in Note 4 after entering into purchase and sale agreements for total consideration lower than the net book value of the asset group. During the nine months ended September 30, 2023, we recorded impairment losses of \$62.7 million due to a significant decrease in commodity prices driven by a decrease in gas futures.

7. Other Long-Term Assets Other long-term assets consist of the following:

| | September 30, 2024 | December 31, 2023 |
|-------------------------------------|--------------------|-------------------|
| Property reclamation | \$ 12,381 | \$ 11,910 |
| Unamortized debt issuance costs | 9,078 | 13,206 |
| Security deposits | 1,458 | 1,735 |
| Other | 10,343 | 8,726 |
| Total other long-term assets | \$ 33,260 | \$ 35,577 |

Net Profit Interest As of December 31, 2023, we held a 50% net profit interest (the "NPI") related to Jay Field. The NPI is held 50% by Maverick and a third party (the "NPI Holder"). Under the arrangement, the NPI is payable after: (i) funds are withheld, to the extent allowable each month under the arrangement, to pay for the NPI holder's share of future development costs and abandonment obligations, and (ii) we are reimbursed for the NPI holder's share of excess historical production costs. Once the NPI holder's share of the excess historical costs is reimbursed, the NPI will be payable monthly to the extent the NPI for that month exceeds the amount withheld for that month for future development costs and abandonment obligations.

24 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements (Unaudited) As of September 30, 2024 and December 31, 2023 and for the nine-month periods ended September 30, 2024 and 2023 In March 2024, the Company settled outstanding litigation related to the Jay NPI for \$9.2 million, including \$5.0 million to purchase the remaining 50% interest in the Jay NPI, and \$4.2 million to settle all outstanding legal claims.

Property Reclamation Deposit As of September 30, 2024 and December 31, 2023, we had a property reclamation deposit of \$12.4 and \$11.9 million, respectively, included in other long-term assets, held in an escrow account as security for future abandonment and remediation obligations for the Jay Field. We are required to maintain the escrow account in effect for three years after all abandonment and remediation obligations have been completed. The funds in the escrow account are not to be returned to us until the later of three years after satisfaction of all abandonment obligations or December 31, 2026. At certain dates subsequent to closing, we have the right to request a refund of a portion or all of the property reclamation deposit. The seller has the sole discretion to grant our refund request. In addition to the cash deposit, we are required to provide letters of credit. At September 30, 2024 and December 31, 2023, we had \$21.0 million in letters of credit related to the property reclamation deposit.

8. Accounts Payable and Accrued Expenses Accounts payable and accrued expenses consist of the following:

| | September 30, 2024 | December 31, 2023 |
|--|--------------------|-------------------|
| Accounts payable | \$ 105,687 | \$ 112,218 |
| Revenue and royalties payable | 68,599 | 93,315 |
| Wages and salaries payable | 14,642 | 21,008 |
| Accrued interest payable | 4,906 | 12,100 |
| Production and property taxes payable | 19,252 | 22,217 |
| Hedge settlement payables | 4,820 | 8,911 |
| Other current liabilities | 2,933 | 2,868 |
| Total accounts payable and accrued expenses | \$ 220,839 | \$ 272,637 |

9. Debt Our debt was comprised of the following:

| | September 30, 2024 | December 31, 2023 |
|--|--------------------|-------------------|
| Credit Facility | \$ 224,000 | \$ 190,000 |
| ABS Notes | 551,536 | 640,000 |
| Finance Lease Obligations | 2,706 | 3,555 |
| Debt issuance costs | (10,696) | (12,377) |
| Notes held by ABS parent | - | (10,000) |
| Total debt | \$ 767,546 | \$ 811,178 |
| Current portion, long-term debt | (108,965) | (112,607) |
| Current portion of finance lease obligations | (1,289) | (1,166) |
| Total long-term debt | \$ 657,292 | \$ 697,405 |

25 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements (Unaudited) As of September 30, 2024 and December 31, 2023 and for the nine-month periods ended September 30, 2024 and 2023 ABS Notes In connection with the ABS Financing Transaction (see Note 4 "Acquisitions, Divestitures, and Assets Held for Sale"), on October 26, 2023, ABS Issuer acquired certain oil and natural gas interests in currently-producing oil and natural gas wells and other assets from Unbridled pursuant to an asset purchase agreement and the acquisition was funded by the issuance of the ABS Notes (as defined in Note 4 "Acquisitions, Divestitures, and Assets Held for Sale"), due December 2038, pursuant to a note purchase agreement. At September 30, 2024 and December 31, 2023, the ABS Notes were comprised of the following:

| | September 30, 2024 | December 31, 2023 |
|--|--------------------|-------------------|
| Series 2023 - 1 Class A-1 8.121% Notes | \$ 232,597 | \$ 285,000 |
| Series 2023 - 1 Class A-2 8.946% Notes | 239,166 | 260,000 |
| Series 2023 - 1 Class B 12.436% Notes | 79,773 | 95,000 |
| Total ABS Notes | \$ 551,536 | \$ 640,000 |

The ABS Notes are secured by certain oil and natural gas interests in currently producing oil and natural gas wells and other assets. The ABS Notes accrue interest at the respective stated per annum rates and have a final maturity date of December 15, 2038. Interest and principal payments are payable on a monthly basis. During the nine months ended September 30, 2024, we incurred \$41.1 million of interest related to the ABS Notes. The ABS Notes are subject to a series of covenants and restrictions customary for transactions of this type, including (i) that the Issuer maintains specified reserve accounts to be used to make required interest payments in respect of the ABS Notes, (ii) provisions relating to optional and mandatory prepayments and the related payment of specified amounts, including specified make-whole payments under certain circumstances, (iii) certain indemnification payments in the event, among other things, that the assets pledged as collateral are used in stated ways defective or ineffective, (iv) covenants related to recordkeeping, access to information and similar matters, and (v) the Issuer will comply with all laws and regulations which it is subject to. The ABS Notes are also subject to customary accelerated amortization events provided for in the indenture, including events tied to failure to maintain stated debt service coverage ratios, failure to maintain certain production metrics, certain change of control and management termination events, and event of default and the failure to repay or refinance the ABS Notes on the applicable scheduled maturity date. The ABS Notes are subject to certain customary events of default, including events relating to non-payment of required interest, principal, or other amounts due on or with respect to the ABS Notes, failure to comply with covenants within certain time frames, certain bankruptcy events, breaches of specified representations and warranties, failure of security interests to be effective and certain judgments. Under the indenture, the Company must maintain the following financial covenants determined as of the last day of the quarter: 1) Aggregate Debt Service Coverage Ratio (DSCR) of at least 1.05, 2) Senior DSCR of at least 1.25, 3) Senior IO DSCR of at least 1.20. As of September 30, 2024, we were in compliance with our covenants under the ABS Notes. Senior Secured Reserve-Based Credit Facility On January 27, 2022, we entered into an agreement with a syndicate of banks including JPMorgan Chase Bank acting as Administrator, Royal Bank of Canada, Citizens Bank, KeyBank National Association acting as co-syndication agents, RBC Capital Markets, and KeyBank Capital Markets (the "Credit Facility"). The agreement is for a maximum \$1 billion credit facility with an initial \$500 million borrowing base. The maturity date is April 1, 2026. The Credit Facility replaced the Credit Agreement (defined below) subsequent to its closing on April 1, 2022, incurring deferred financing costs of \$16.3 million.

26 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements (Unaudited) As of September 30, 2024 and December 31, 2023 and for the nine-month periods ended September 30, 2024 and 2023 The Credit Facility limits the amounts we could borrow to a borrowing base amount determined by the lenders at their sole discretion based on their valuation of our proved reserves and their internal criteria. Our obligations under the credit facility were collateralized by substantially all of our oil and natural gas

properties, including mortgage liens on oil and natural gas properties having at least 85% of the reserve value as determined by reserve reports. The Credit Facility contains certain customary affirmative and negative covenants, including financial covenants requiring maintenance of the Consolidated Total Debt to EBITDAX Ratio to be less than 3.00 to 1.00 and a Current Ratio of no less than 1.00 to 1.00. At our election, borrowings under the credit facility may be made on an Alternate Base Rate (the "ABR") or a Secured Overnight Financing Rate (the "SOFR") basis plus an applicable margin. In connection with the Credit Facility, the applicable margins vary from 2.00% to 3.00% for ABR borrowings and 3.00% to 4.00% for SOFR borrowings depending on the borrowing base. In addition, we are also required to pay a commitment fee on the amount of any unused commitments at a rate of 0.50% per annum. Interest on ABR borrowings and the commitment fee are generally payable quarterly. As of September 30, 2024, the effective interest rate of the Credit Facility was 8.87%. In June 2022, we entered into an amendment to the Credit Facility (the "First Amendment") which increased the borrowing base from the initial \$500 million to \$750 million. Each lender's borrowing capacity was increased with the exception of Goldman Sachs Bank, and we accounted for the First Amendment as a modification of debt. We incurred deferred financing costs of \$2.6 million in relation to this amendment. In October 2022, we entered into the second amendment to the Credit Facility (the "Second Amendment"), which increased the borrowing base to \$1 billion. Each lender's borrowing capacity was increased with the exception of Texas Capital Bank, and we accounted for the Second Amendment as a modification of debt. We incurred deferred financing costs of \$2.6 million in relation to this amendment. In July 2023, we entered into the third amendment to the Credit Facility (the "Third Amendment"), which reduced the borrowing base from \$1 billion to \$750 million. Each lender's borrowing capacity was decreased, and we accounted for the Third Amendment as a modification of debt. Additionally, the Third Amendment allowed for a one-time cash distribution to our equity holders not to exceed \$10 million in aggregate through September 30, 2023. We did not incur deferred financing costs in relation to the Third Amendment. In October 2023 in conjunction with the ABS Financing Transaction, we entered into the fourth amendment to the Credit Facility (the "Fourth Amendment"), which amended in its entirety the original Credit Facility. Pursuant to the Fourth Amendment, among other things, the borrowing base was reduced from \$750 million to \$350 million, and the respective reduced commitments of the various lending banks were reallocated among the continuing lenders to assign the exiting lenders' commitment. We accounted for the decreases in a lender's borrowing capacity as a modification and accounted for any lender that exited the credit facility as a debt extinguishment. In connection with the ABS financing transaction, we repaid \$0.0 million as of December 31, 2023. We incurred deferred financing costs of \$5.6 million in relation to the Fourth Amendment. 27 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements (Unaudited) As of September 30, 2024 and December 31, 2023 and for the nine-month periods ended September 30, 2024 and 2023 In September 2024, we entered into the fifth amendment to the Credit Facility (the "Fifth Amendment"), which, upon the close of the aforementioned East Texas Sale, reduced the borrowing base from \$350 million to \$315 million. Each lender's borrowing capacity was decreased, and we accounted for the Fifth Amendment as a modification of debt, resulting in a \$1.5 million write off of deferred financing costs to interest expense. Additionally, the Fifth Amendment allowed for distribution of stock proceeds from the East Texas Sale. At September 30, 2024, our borrowing base is \$315.0 million, and the aggregate commitment of all lenders is \$1 billion. Our next borrowing base redetermination is scheduled for May 1, 2025. Unamortized debt issuance costs associated with the Credit Facility were \$9.1 million as of September 30, 2024. The unamortized debt issuance costs are included in other long-term assets. As of September 30, 2024, we were in compliance with our debt covenants under the Credit Facility. Interest Expense Our interest expense is as follows:

| | Nine Months Ended September 30, 2024 | 2023 |
|---|--------------------------------------|-----------|
| Credit Facility (a) | \$ 17,624 | \$ 33,972 |
| ABS Notes | 41,075 | - |
| Amortization of deferred debt issuance costs, Credit Facility | 2,875 | 7,704 |
| Amortization of deferred debt issuance costs, ABS Notes | 1,748 | - |
| Other Credit Facility, net | 237 | 134 |
| | \$ 63,559 | \$ 41,810 |
| (a) Includes commitment fees and other fees | \$ 646 | \$ 2,331 |

10. Asset Retirement Obligations We recognize the fair value of a liability for an ARO in the period it is incurred if a reasonable estimate of fair value can be made. Our ARO represents the present value of the expected costs to plug, abandon and remediate producing and shut-in wells at the end of the productive lives in compliance with applicable local, state and federal laws and applicable lease terms. We estimate the value of our ARO by calculating the present value of estimated cash flows related to plugging and abandonment liabilities. The ARO liability is accreted to its present value each period and the capitalized asset retirement costs are depleted with proved oil and natural gas properties using the unit-of-production method. We review our ARO estimates and assumptions periodically and, to the extent future revisions to these assumptions impact the fair value of the existing ARO liability, we make a corresponding adjustment to the related asset. We consider these inputs to be Level 3 inputs as discussed in Note 2 "Summary of Significant Accounting Policies and Note 5 "Financial Instruments and Fair Value Measurements. 28 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements (Unaudited) As of September 30, 2024 and December 31, 2023 and for the nine-month periods ended September 30, 2024 and 2023 The following table presents the balance and activity in our ARO for the periods presented:

| | September 30, 2024 | December 31, 2023 |
|---|--------------------|-------------------|
| Asset retirement obligations, beginning of period | \$ 249,673 | \$ 253,281 |
| Liabilities settled | (9,977) | (19,839) |
| Liabilities related to divested properties(a) | (2,425) | (9,970) |
| Liabilities related to held for sale properties(a) | (16,957) | - |
| Revisions of estimates(b) | 2,985 | 11,535 |
| Accretion expense(c) | 10,231 | 14,666 |
| Asset retirement obligations end of period | \$ 233,530 | \$ 249,673 |
| Less: Current portion of asset retirement obligations | (7,282) | (7,282) |
| Noncurrent portion of asset retirement obligations | \$ 226,248 | \$ 242,391 |

(a) Includes ARO related to various sold or held for sale properties. See Note 4 "Acquisitions, Divestitures, and Assets Held for Sale. (b) During the periods presented, we revised our estimates primarily to reflect the following changes in estimated well lives, oil and natural gas prices and plugging and abandonment cost estimates. (c) Included in DD&A on our consolidated statements of operations. 11. Commitments and Contingencies Surety Bonds and Letters of Credit In the normal course of business, we have performance obligations that are secured, in whole or in part, by surety bonds or letters of credit. These obligations primarily relate to abandonments, environmental and other responsibilities where governmental and other organizations require such support. These surety bonds and letters of credit are issued by financial institutions and are required to be reimbursed by us if drawn upon. At both September 30, 2024 and December 31, 2023, we had \$21.3 million of irrevocable letters of credit outstanding, of which \$21.0 million related to the property reclamation deposit as discussed in Note 7 "Other Long-Term Assets. At September 30, 2024, no amounts were drawn under the letters of credit. Legal Proceedings Although we may, from time to time, be involved in litigation and claims arising out of our operations in the normal course of business, we are not currently a party to any material legal proceedings. In addition, we are not aware of any material legal or governmental proceedings against us, or contemplated to be brought against us, under the various environmental protection statutes to which we are subject. 12. Equity Common Units During the nine months ended September 30, 2024, we repurchased 1,102 units for \$1.1 million related to a certain terminated executive. As a result of recent executive terminations, the Company determined that there is an established history cash settling equity awards, which indicates that the substantive terms of the outstanding equity awards include a cash settlement feature, which results in a liability classification. The Company determined it appropriate to modify all outstanding equity

awards to liability awards. This modification resulted in the reclassification from equity to liability awards of 8,960 units for \$4.7 million. During the year ended December 31, 2023, we repurchased 3,222 units for \$1.5 million for certain members and executives. Â 29 Maverick Natural Resources, LLC and Subsidiaries Notes to Consolidated Financial Statements (Unaudited) As of September 30, 2024 and December 31, 2023 and for the nine-month periods ended September 30, 2024 and 2023 Member Distributions There was a \$0.2 million distribution in May 2024 related to a certain terminated executive. In September 2024, the Board approved a distribution of \$24 million at \$8.30 per common unit to the common unit holders on record on the applicable record date. In January 2023, the Board approved a distribution of \$30 million at \$10.36 per common unit to the common unitholders of record on the applicable record date. In May 2023, the Board approved two distributions totaling \$50 million.Â The first distribution was \$30 million at \$10.36 per common unit to the common unitholders of record on the applicable record date.Â The second distribution was \$20 million at \$6.91 per common unit to the common unitholders of record on the applicable record date. Â The state of Oklahoma requires operators to withhold 5% of all production revenues associated with royalty interests held by Oklahoma nonresidents to be offset against state income taxes.Â As Maverick is not subject to income taxes as a limited liability company, the tax liability associated with the operations of Unbridled is the responsibility of the members.Â As such, the balance of Oklahoma state withholding has been reflected as an equity distribution.Â At September 30, 2024 and 2023, the total distributions attributable to Oklahoma state withholding is \$1.1 million and \$0.6 million, respectively. Â 13. Restructuring Costs For the nine months ended September 30, 2024 as part of the Companyâ€™s restructuring plan, we incurred restructuring costs of approximately \$8.8 million. For nine months ended September 30, 2023 we incurred restructuring costs of approximately \$1.6 million. The costs incurred were primarily related to plans for reductions in workforce to improve operational efficiencies. Restructuring costs recorded in our consolidated statements of operations are presented for the respective periods: Â Nine Months Ended September 30, Â In thousands of dollars Â 2024 Â Â 2023 Â Â Â Â Â Â Â Â Type of Restructuring Cost Â Â Â Â Â Â Severance and related benefit costs Â \$ 8,729 Â Â \$ 1,485 Â Office-lease abandonment and relocation Â 93 Â Â 115 Â Â \$ 8,822 Â Â \$ 1,600 Â Â 14. Subsequent Events The Company has evaluated subsequent events through February 11, 2025, the date the financial statements were issued and noted the events below. Â In August 2024, the Company entered into two separate agreements to sell certain East Texas based assets (the â€œEast Texas Saleâ€) to two third parties. Total combined proceeds from the East Texas Sale totaled \$97.0 million, of which \$34.5 million was settled in shares of one of the purchasing entities. The East Texas Sale closed in Q4 2024. In January 2025, the Company received a favorable verdict related to a civil claim against another operator. The court awarded \$5.6M to the Company, subject to final appeals by the opposing party. Â In January 2025, the Company entered into a definitive merger agreement with Diversified Energy Company PLC (â€œDiversifiedâ€), pursuant to which Diversified will acquire all the outstanding equity interest of the Company for total consideration of approximately \$1.3 billion. The transaction is subject to customary closing conditions, including due diligence assessments and other closing requirements. The closing date of the transaction is expected to occur in the first half of 2025. Â 30 EX-99.3 4 ny20043119x1_ex99-3.htm EXHIBIT 99.3 Exhibit 99.3 Â Unaudited Pro Forma Condensed Combined Financial Information Â Maverick Natural Resources, LLC and Subsidiaries (â€œMaverickâ€) Business Combination Â On January 24, 2025, Diversified Energy Company, PLC (the â€œCompanyâ€) entered into an agreement (the â€œMerger Agreementâ€) whereby Maverick will merge with a subsidiary of the Company in a stock-and-cash transaction (the â€œMaverick Transactionâ€), after which Maverick will become a wholly owned subsidiary of the Company. Upon preliminary evaluation, the Company concluded that the transaction would not result in significant asset concentration and determined that it will be acquiring a distinct set of inputs, processes, and outputs, leading to the conclusion that the transaction would preliminarily qualify as a business combination under International Financial Reporting Standards 3 (â€œIFRS 3â€). Under the terms of the Merger Agreement, the Company will fund the transaction through a combination of the issuance of 21,217,713 new U.S. dollar-denominated ordinary shares to Maverick unitholders and pay cash consideration of approximately \$207.1 million. Transaction costs and severance and change in control costs incurred with the Maverick Transaction are expected to be approximately \$50 million. The closing is subject to certain customary conditions, including, among others, regulatory clearance and approval by Diversified shareholders for the issuance and allotment of the ordinary shares pursuant to the Merger Agreement. These closing conditions may not be completed in a timely manner or at all, and, accordingly, the Maverick Transaction may not be completed. Â Oaktree Capital Management, L.P. (â€œOaktreeâ€) Working Interest Asset Acquisition Â On June 6, 2024, the Company acquired Oaktree Capital Management, LPâ€™s 100% membership interest in OCM Denali Holdings, LLC and its subsidiaries (the â€œOaktree Transactionâ€), whose assets predominantly included non-operated working interests in producing wells and related facilities (the â€œAssetsâ€) that are operated by the Company. The Company assessed the Assets and determined that the Oaktree Transaction was considered an asset acquisition rather than a business combination. When making this determination, management evaluated the Oaktree Transaction under IFRS 3 and concluded that the acquired assets did not meet the definition of a business. The Company paid purchase consideration of \$220.8 million, inclusive of transaction costs of \$1.2 million and customary purchase price adjustments. As part of the Oaktree Transaction, the Company assumed Oaktreeâ€™s debt of \$132.6 million. The Company funded the purchase through a combination of existing and expanded liquidity and issued approximately \$83.3 million in notes payable to Oaktree. Â Unaudited Pro Forma Condensed Combined Financial Statements Â The unaudited pro forma condensed combined statement of financial position as of June 30, 2024 was prepared as if the Maverick Transaction had occurred on June 30, 2024. The unaudited pro forma condensed combined statements of operations for the six months endedÂ June 30, 2024 and for the year endedÂ December 31, 2023 were prepared as if the Maverick and Oaktree transactions had occurred on January 1, 2023. The following unaudited pro forma condensed combined financial statements have been derived from the historical consolidated financial statements of the Company, Maverick, and Oaktree. Â The unaudited pro forma condensed combined financial statements and underlying pro forma adjustments are based upon currently available information and include certain estimates and assumptions made by the Companyâ€™s management; accordingly, actual results could differ materially from the pro forma information. Significant estimates and assumptions include, but are not limited to, the preliminary purchase price allocation, based on estimates of, and assumptions related to, the fair value of the assets acquired and liabilities assumed that were applied as if the Maverick Transaction occurred on June 30, 2024. Management believes that the assumptions used to prepare the unaudited pro forma condensed combined financial statements and accompanying notes provide a reasonable and supportable basis for presenting the significant estimated effects of the transactions. The following unaudited pro forma condensed combined statements of operations do not purport to represent what the Companyâ€™s results of operations would have been if the Maverick and Oaktree transactions had occurred on January 1, 2023. The unaudited pro forma condensed combined statement of financial position does not purport to represent what the Companyâ€™s financial position would have been if the Maverick Transaction had occurred on June 30, 2024. The unaudited pro forma condensed combined financial statements should be read together with the following: Â Â€ the Companyâ€™s audited historical consolidated financial statements and accompanying notes included in its Annual Report on Form 20-F for the year endedÂ December 31, 2023, filed with the SEC on March 19, 2024; Â Â€ the Companyâ€™s unaudited historical consolidated financial statements and accompanying notes included in its Interim Report for the six months endedÂ June 30, 2024, furnished to the SEC as Exhibit 99.3 with Form 6-K

[illegible]

per share - basic \$0.32 **Earnings (loss) per share - diluted** \$(0.75)

(e) See accompanying notes to unaudited pro forma condensed combined financial information.

Weighted average shares outstanding - basic 68,419,996
Weighted average shares outstanding - diluted 68,419,996

(f) See accompanying notes to unaudited pro forma condensed combined financial information.

Diversified Energy Company PLC Pro Forma Condensed Combined Statement of Operations For the Year Ended December 31, 2023 (Unaudited)

In thousands, except share and per unit data:

DEC Historical (Note 1)
Oaktree Historical (Note 1)
Maverick As Adjusted (Note 2)
Oaktree Transaction Adjustments (Note 3)
Maverick Transaction Adjustments (Note 4)
Pro Forma Combined Revenue \$868,263
Operating expense (440,562)
Depreciation, depletion and amortization (224,546)
Gross profit 203,155
General and administrative expense (119,722)
Allowance for expected credit losses (8,478)
Gain (loss) on natural gas and oil property and equipment 24,146
Gain (loss) on sale of equity interest 18,440
Unrealized gain (loss) on investment 4,610
Gain (loss) on derivative financial instruments 1,080,516
Impairment of proved properties (41,616)
Operating profit (loss) 1,161,051
Finance costs (134,166)
Accretion of asset retirement obligation (26,926)
Loss on early retirement of debt (1,130)
Other income (expense) 385
Income before taxation 1,000,344
Income tax benefit (expense) (240,643)
Net income (loss) 759,701
Total comprehensive income (loss) \$759,431

\$758,018 Non-controlling interest 1,683 Net income (loss) \$759,701 Total comprehensive income (loss) \$759,431

Earnings (loss) per share attributable to owners of the parent:
Earnings (loss) per share - basic \$16.07
Earnings (loss) per share - diluted \$15.95
Earnings (loss) per share - diluted \$13.93

(g) See accompanying notes to unaudited pro forma condensed combined financial information.

Notes to Unaudited Pro Forma Condensed Combined Financial Information

Note 1 - Basis of Presentation The accompanying unaudited pro forma condensed combined financial information was prepared based on the historical consolidated financial statements of the Company for the year ended December 31, 2023 and the six months ended June 30, 2024, the historical Maverick consolidated financial statements, the historical Oaktree statements of revenues and direct operating expenses, and the historical financial activity of Oaktree from April 1, 2024 through June 6, 2024, the closing date of the Oaktree Transaction. The unaudited pro forma condensed combined statement of operations for the six months ended June 30, 2024 and the year ended December 31, 2023 were prepared assuming the Maverick and Oaktree transactions occurred on January 1, 2023. The unaudited pro forma condensed combined statement of financial position as of June 30, 2024 was prepared as if the Maverick Transaction had occurred on June 30, 2024. The Oaktree transaction closed on June 6, 2024. Therefore, the Oaktree transaction is already included in the Company's condensed consolidated statement of financial position as of June 30, 2024. The unaudited pro forma condensed combined financial information reflects pro forma adjustments that are described in the accompanying notes and are based on currently available information and certain assumptions that the Company believes are reasonable, however, actual results may differ materially. In the Company's opinion, all adjustments that are necessary to present fairly the pro forma information have been made. The unaudited pro forma condensed combined financial information does not purport to represent what the Company's results of operations would have been if the Maverick and Oaktree transactions had actually occurred on the date indicated above, nor is it indicative of the Company's future results of operations. The unaudited pro forma condensed combined financial information should be read in conjunction with the historical consolidated financial statements and related notes of the Company, as applicable, for the periods presented.

Note 2 - Reclassification Adjustments Certain reclassifications have been made in the historical presentation of Maverick's financial statements to conform to the Company's historical presentation.

Statement of Financial Position as of June 30, 2024 (In thousands)

Maverick Historical
Reclassification Adjustments
Maverick As Adjusted

ASSETS

Non-current assets:

Oil and natural gas properties Natural gas and oil properties, net \$2,715,824 (\$1,136,438) 1 1,579,386 Other property, plant and equipment 118,804 (118,804) 2 Accumulated depletion, depreciation, and impairment (1,174,219) 1,174,219 (1) Property, plant and equipment, net 74,209 (1) (2) 74,209 Intangible assets 6,814 (2) 6,814 Restricted cash 39,700 Derivative financial instruments 1,279 Operating lease right-of-use assets 11,803 (3) Deferred tax asset Other long-term assets 45,590 Total non-current assets 1,707,278 Current assets: Accounts receivable, net Trade receivables, net 134,534 Cash and cash equivalents 62,662 Restricted cash - current 39,700 Inventory 8,113 Prepaid expenses and other current assets 4,895 Total current

assets 254,231 Total assets 1,961,509 EQUITY AND LIABILITIES Shareholders' equity: Share capital Share premium Share-based payment and other reserves Treasury reserve Members' equity Retained earnings (accumulated deficit) 588,425 Equity attributable to owners of the parent 588,425 Non-controlling interest Total equity 588,425 Non-current liabilities: Asset retirement obligation Asset retirement obligations 244,213 Operating lease obligations - noncurrent Leases 25,458 Long-term debt Borrowings 681,377 Deferred tax liability 23,426 Other long-term liabilities Other non-current liabilities 29,292 Total non-current liabilities 1,003,766 Current liabilities: Accounts payable and accrued expenses Trade and other payables 225,051 Current portion of long-term debt Borrowings 113,544 Derivative instruments Derivative financial instruments 22,579 Current portion of asset retirement obligations 7,282 (7,282) (5) Operating lease obligation - current 862 (862) (5) Other current liabilities 8,144 (5) 8,144 Total current liabilities 369,318 Total liabilities 1,373,084 Total equity and liabilities \$ 1,961,509 (1) Represents the reclassification of balances contained in Accumulated depletion, depreciation, and impairment on Maverick's historical balance sheet to Natural gas and oil properties, net and Property, plant and equipment, net to conform to the Company's balance sheet presentation. (2) Represents the reclassification of balances contained in Other property, plant and equipment on Maverick's historical balance sheet to Property, plant and equipment, net and Intangible assets to conform to the Company's balance sheet presentation. (3) Represents the reclassification of balances contained in Operating lease right-of-use assets on Maverick's historical balance sheet to Other non-current assets to conform to the Company's balance sheet presentation. (4) Represents the reclassification of balances contained in Inventory on Maverick's historical balance sheet to Other current assets to conform to the Company's balance sheet presentation. (5) Represents the reclassification of balances contained in Current portion of asset retirement obligations and Operating lease obligation - current on Maverick's historical balance sheet to Other current liabilities to conform to the Company's balance sheet presentation.

5 Statement of Operations for the Six Months Ended June 30, 2024 (In thousands) Maverick Caption Diversified Caption Maverick Historical

Reclassification Adjustments Maverick As Adjusted Oil revenues \$ 288,298 \$ (288,298) (1) \$ Natural gas revenues 52,087 (52,087) (1) NGL revenues 53,721 (53,721) (1) Other revenues, net 41,874 (41,874) (1) Revenue 435,980 (1) 435,980 Operating costs Operating expense 239,681 (5) (239,681) Depletion, depreciation and amortization Depreciation, depletion and amortization 89,143 (6,825) (2)(5) (82,318) Gross profit 107,156 (6,825) 113,981 General and administrative expenses General and administrative expense 31,043 3,876 (3)(5) (34,919) Restructuring costs 3,876 (3,876) (3) Allowance for expected credit losses (Gain) loss on sale of assets Gain (loss) on natural gas and oil property and equipment (2,206) (6) 2,206 Gain (loss) on sale of equity interest (Realized gain (loss) on commodity derivative instruments Gain (loss) on derivative financial instruments 12,421 (130,828) (4) (118,407) Unrealized gain (loss) on commodity derivative instruments (130,828) 130,828 (4) Impairment of oil and natural gas properties Impairment of proved properties Operating profit (loss) (43,964) (6,825) (37,139) Interest expense Finance costs 41,844 (5) (41,844) Accretion of asset retirement obligation 6,825 (2)(5) (6,825) Loss on early retirement of debt (Gain) loss on sale of assets (1,715) (6) 1,715 Income (loss) before taxation (84,093) (84,093) Income tax expense (benefit) Income tax benefit (expense) 160 (5) (160) Net income (loss) (84,253) (84,253) Other comprehensive income (loss) Total comprehensive income (loss) \$ (84,253) (1) Represents the reclassification of amounts contained in Oil revenues, Natural gas revenues, NGL revenues, and Other revenues, net on Maverick's historical income statement to Revenue to conform to the Company's income statement presentation. (2) Represents the reclassification of amounts contained in Depletion, depreciation and amortization on Maverick's historical income statement to Accretion of asset retirement obligation to conform to the Company's income statement presentation. (3) Represents the reclassification of amounts contained in General and administrative expenses and Restructuring costs on Maverick's historical income statement to General and administrative expense to conform to the Company's income statement presentation. (4) Represents the reclassification of amounts contained in Realized gain (loss) on commodity derivative instruments and Unrealized gain (loss) on commodity derivative instruments on Maverick's historical income statement to Gain (loss) on derivative financial instruments to conform to the Company's income statement presentation. (5) Represents the presentation on Maverick's historical income statement as a negative value to conform to the Company's income statement presentation. (6) Represents the presentation on Maverick's historical income statement as a positive value to conform to the Company's income statement presentation.

6 Statement of Operations for the Twelve Months Ended December 31, 2023 (In thousands) Maverick Caption Diversified Caption Maverick Historical

Reclassification Adjustments Maverick As Adjusted Oil revenues \$ 619,524 \$ (619,524) (1) \$ Natural gas revenues 161,054 (161,054) (1) NGL revenues 113,320 (113,320) (1) Other revenues, net 83,492 (83,492) (1) Revenue 977,390 (1) 977,390 Operating costs Operating expense 488,261 (4) (488,261) Depletion, depreciation and amortization Depreciation, depletion and amortization 166,488 (14,666) (2)(4) (151,822) Gross profit 322,641 (14,666) 337,307 General and administrative expenses General and administrative expense 83,318 1,631 (3)(4) (84,949) Restructuring costs 1,631 (1,631) (3) Allowance for expected credit losses (Gain) loss on sale of assets Gain (loss) on natural gas and oil property and equipment (1,090) (5) 1,090 Gain (loss) on sale of equity interest (

Unrealized gain (loss) on investment Gain (loss) on commodity derivative instruments Gain (loss) on derivative financial instruments 145,934 (4) 145,934 (66,785) Operating profit (loss) 317,931 (14,666) 332,597 Interest expense Finance costs 62,176 (4) (62,176) Accretion of asset retirement obligation Unrealized gain (loss) on early retirement of debt Other income, net Other income (expense) (1,130) (5) 1,130 Income (loss) before taxation 256,885 Income tax expense (benefit) Income tax benefit (expense) 604 (604) Net income (loss) 256,281 Other comprehensive income (loss) Total comprehensive income (loss) \$ 256,281

(1) Represents the reclassification of amounts contained in Oil revenues, Natural gas revenues, NGL revenues, and Other revenues, net on Maverick's historical income statement to Revenue to conform to the Company's income statement presentation. (2) Represents the reclassification of amounts contained in Depletion, depreciation and amortization on Maverick's historical income statement to Accretion of asset retirement obligation to conform to the Company's income statement presentation. (3) Represents the reclassification of amounts contained in General and administrative expenses and Restructuring costs on Maverick's historical income statement to General and administrative expense to conform to the Company's income statement presentation. (4) Represents the presentation on Maverick's historical income statement as a negative value to conform to the Company's income statement presentation. (5) Represents the presentation on Maverick's historical income statement as a positive value to conform to the Company's income statement presentation.

7 Note 3 - Pro Forma Adjustments - Oaktree Transaction The unaudited pro forma condensed combined financial information reflects the adjustments listed below for the Oaktree Transaction. These adjustments are expected to have a continuing impact on the combined Company, unless stated otherwise. (a) Adjustments are for the period April 1, 2024 through June 6, 2024, the date the Oaktree Transaction closed. (b) Depletion expense associated with the acquired producing properties for the respective 6 and 12 month periods presented. (c) Interest expense for the Company's related \$172 million borrowing on its Credit Facility and ABS Warehouse Facility using current interest rates, the issuance of an \$83 million note payable to Oaktree and the assumption of Oaktree's \$133 million proportionate share of the ABS VI debt. (d) Accretion of asset retirement obligation associated with Oaktree's proportionate working interest in the asset retirement obligations. (e) Adjustments to the income tax provision reflect the historical and adjusted income (loss) before taxation multiplied by an approximate 24% effective tax rate for the periods presented.

Note 4 - Preliminary Purchase Price & Pro Forma Adjustments - Maverick Transaction Statement of Financial Position The unaudited pro forma condensed combined statement of financial position as of June 30, 2024 reflects the following adjustments for the Maverick Transaction: (a) As the accounting acquirer, Diversified expects to account for the Maverick Transaction as a business combination in accordance with IFRS 3. Diversified's allocation of the preliminary purchase price with respect to the Maverick Transaction is based on preliminary estimates of, and assumptions related to, the fair value of the assets to be acquired and liabilities to be assumed as of June 30, 2024, using currently available information. Because the unaudited pro forma condensed combined financial statements have been prepared based on these preliminary estimates, the final purchase price allocation and the resulting effect on the financial position and results of operations of the combined company may be materially different from the pro forma amounts included herein. Diversified expects to finalize the purchase price allocation as soon as reasonably practicable after completing the Maverick Transaction, which will not extend beyond the one-year measurement period provided under IFRS 3. The preliminary purchase price allocation is subject to change due to several factors, including, but not limiting to, the following: Changes in the estimated fair value of Maverick's identifiable assets acquired and liabilities assumed as of the closing date of the Maverick Transaction, which could result from changes in natural gas and oil commodity prices, oil and gas reserves estimates, discount rates and other factors; and Changes in the estimated fair value of the Diversified common stock consideration issued to Maverick unitholders, based on the Diversified common stock closing price.

8 The tables below represent the preliminary value of the total consideration and its allocation to the net assets acquired: (In thousands, except share and per unit data)

| Diversified Shares Issued | (1) Price per Share | (2) Purchase Price Consideration | Diversified shares issued to legacy Maverick unit holders |
|---------------------------|---------------------|----------------------------------|--|
| 21,217,713 | \$ 16.57 | \$ 351,578 | PLUS: Cash consideration to legacy Maverick unitholders through draw on expanded credit facility |
| | | | 207,100 |
| | | | Preliminary purchase price consideration |
| | | | \$ 558,678 |

(1) The Diversified shares issued consists of the number of shares of Diversified common stock expected to be issued to legacy Maverick unitholders on the close date of the Maverick Transaction. (2) The per share price reflects the closing price per share of Diversified common stock as of February 6, 2025. (In thousands)

| Preliminary Purchase Price Allocation | Assets acquired | Non-current assets | Natural gas and oil properties, net | Property, plant and equipment, net | Intangible assets | Derivative financial instruments | Other non-current assets | Current assets |
|---------------------------------------|-----------------|--------------------|-------------------------------------|------------------------------------|-------------------|----------------------------------|--------------------------|----------------------------------|
| 116 | 1,279 | 45,590 | 134,534 | 62,662 | 39,700 | 4,327 | 13,008 | 1,844,589 |
| | | | | | | | | Liabilities assumed |
| | | | | | | | | Non-current liabilities |
| | | | | | | | | Asset retirement obligations |
| | | | | | | | | (1) Leases |
| | | | | | | | | (25,458) |
| | | | | | | | | Borrowings |
| | | | | | | | | (659,824) |
| | | | | | | | | Derivative financial instruments |
| | | | | | | | | (23,426) |
| | | | | | | | | Other current liabilities |
| | | | | | | | | (29,292) |
| | | | | | | | | Current liabilities |
| | | | | | | | | Trade and other payables |
| | | | | | | | | (225,051) |
| | | | | | | | | Borrowings |
| | | | | | | | | (108,287) |
| | | | | | | | | Derivative financial instruments |
| | | | | | | | | (22,579) |
| | | | | | | | | Other current liabilities |
| | | | | | | | | (16,590) |
| | | | | | | | | Total liabilities assumed |
| | | | | | | | | (1,285,911) |
| | | | | | | | | Net assets acquired |
| | | | | | | | | \$ 558,678 |

Preliminary purchase price consideration \$ 558,678 (1) Maverick prepares its financial statements in accordance with U.S. GAAP, while the Company prepares its financial statements in accordance with IFRS. Accordingly, the Company has adjusted Maverick's current and non-current asset retirement obligation to conform to IFRS. No other material adjustments were necessary to conform to Diversified's IFRS presentation. The final value of the consideration will be determined based on the market price of Diversified common stock at closing. A 20% change in the closing price of Diversified common stock, as compared to the February 6, 2025 closing price, would increase or decrease the consideration by approximately \$70 million, assuming all other factors are held constant. Diversified anticipates that a change in the closing price of Diversified common stock will primarily impact the value of natural gas and oil properties. (b) Represents the adjustment of \$12.5 million for estimated financing costs expected to be incurred by Diversified related to the amendment to be entered into by Diversified on the closing date of the Maverick Transaction to increase the borrowing base and commitment amounts on its existing revolving credit facility. (c) Represents the accrual of \$33.8 million of estimated transaction costs and \$16.2 million of estimated severance and change in control costs payable to certain Maverick officers who are expected to be terminated as a result of the Maverick transaction, which are expected to be incurred by Diversified subsequent to June 30, 2024. These transaction and severance and change in control costs are preliminary estimates; the final amounts and the resulting effect on Diversified's financial position may differ significantly.

Statement of Operations The unaudited pro forma combined statement of operations for the six months

ended June 30, 2024 reflects the adjustments listed below for the Maverick Transaction. These adjustments are expected to have a continuing impact on the combined Company, unless stated otherwise. (a) Represents the incremental depreciation, depletion and amortization expense related to the assets to be acquired in the Maverick Transaction, which is based on the preliminary purchase price allocation. Depletion was calculated using the unit-of-production method under the successful efforts method of accounting. The depletion expense was adjusted for the revision to the depletion rate reflecting the acquisition costs and the reserves volumes attributable to the acquired oil and gas properties. The pro forma depletion rate attributable to the Maverick Transaction was \$4.71 per barrel of oil equivalent. (b) Represents the net increase to interest expense resulting from the (i) incremental interest expense for borrowings on Diversified's expanded credit facility to finance the closing of the Maverick Transaction and (ii) incremental interest expense for the amortization of estimated financing costs related to the amendment to be entered into by Diversified on the closing date of the Maverick Transaction to increase the borrowing base capacity and commitment amounts on Diversified's revolving credit facility as follows: (In thousands) June 30, 2024 Incremental interest expense for borrowings on Diversified's expanded revolving credit facility (9,077) Incremental interest expense for amortization of expected financing costs (1,563) Net transaction accounting adjustments to interest expense \$ (10,640) A 0.125% change in the variable interest rate of Diversified's revolving credit facility or a \$10 million change in the amount financed would increase or decrease interest expense presented in the unaudited pro forma condensed combined statement of operations for the six months ended June 30, 2024 by \$0.1 million and \$0.4 million, respectively. (c) Represents a decrease in accretion expense attributable to asset retirement obligations of \$1.1 million for the six months ended June 30, 2024 due to a downward adjustment in the asset retirement obligation based on its fair value under IFRS. (d) Represents the estimated income tax impact of the pro forma adjustments from the Maverick Transaction at the estimated blended federal and state statutory rate of approximately 24% for the six months ended June 30, 2024. Because the tax rates used for these unaudited pro forma condensed combined financial statements are an estimate, the blended rate will likely vary from the actual effective rate in periods subsequent to the completion of the Maverick Transaction. (e) The table below represents the calculation of the weighted average shares outstanding and earnings per share included in the unaudited pro forma condensed combined statement of operations for the six months ended June 30, 2024. As the Maverick Transaction is being reflected in the unaudited pro forma condensed combined statement of operations for the six months ended June 30, 2024 as if it had occurred on January 1, 2023, the calculation of weighted average shares outstanding for basic and diluted earnings per share assumes that the shares issuable related to the Maverick Transaction have been outstanding for the entire period. (In thousands, except share and per unit data) June 30, 2024 Net loss, pro forma combined \$ (51,308) Diversified weighted average shares outstanding - basic 47,202,283 Diversified shares issued in exchange for legacy Maverick shares as part of consideration transferred 21,217,713 Pro forma weighted average shares outstanding - basic 68,419,996 Dilutive impact of potential shares 0 Pro forma weighted average shares outstanding - diluted 68,419,996 Earnings attributable to Diversified per share, basic \$ (0.75) Earnings attributable to Diversified per share, diluted \$ (0.75) Potentially dilutive shares(1) 359,016 (1) Outstanding share-based payment awards excluded from the diluted EPS calculation because their effect would have been anti-dilutive. The unaudited pro forma condensed combined statement of operations for the year ended December 31, 2023 reflects the adjustments listed below. These adjustments are expected to have a continuing impact on the combined Company, unless stated otherwise. (a) Represents the incremental depreciation, depletion and amortization expense related to the assets to be acquired in the Maverick Transaction, which is based on the preliminary purchase price allocation. Depletion was calculated using the unit-of-production method under the successful efforts method of accounting. The depletion expense was adjusted for the revision to the depletion rate reflecting the acquisition costs and the reserves volumes attributable to the acquired oil and gas properties. The pro forma depletion rate attributable to the Maverick Transaction was \$4.71 per barrel of oil equivalent. (b) Represents \$33.8 million of estimated transaction costs and \$16.2 million of estimated severance and change in control costs payable to certain Maverick officers who are expected to be terminated as a result of the Maverick transaction, which are expected to be incurred by Diversified upon closing the Maverick Transaction. These costs are preliminary estimates; the final amounts and the resulting effect on Diversified's results of operations may differ significantly. These costs are nonrecurring and will not affect Diversified's statement of operations beyond 12 months after the closing of the Maverick Transaction. (c) Represents a decrease in accretion expense attributable to asset retirement obligations of \$3.2 million for the year ended December 31, 2023 due to a downward adjustment in the asset retirement obligation based on its fair value under IFRS. (d) Represents the net increase to interest expense resulting from the (i) incremental interest expense for borrowings on Diversified's expanded credit facility to finance the closing of the Maverick Transaction and (ii) incremental interest expense for the amortization of estimated financing costs related to the amendment to be entered into by Diversified on the closing date of the Maverick Transaction to increase the borrowing base capacity and commitment amounts on Diversified's revolving credit facility as follows: (In thousands) December 31, 2023 Incremental interest expense for borrowings on Diversified's expanded revolving credit facility (17,622) Incremental interest expense for amortization of expected financing costs (3,125) Net transaction accounting adjustments to interest expense \$ (20,747) A 0.125% change in the variable interest rate of Diversified's revolving credit facility or a \$10 million change in the amount financed would increase or decrease interest expense presented in the unaudited pro forma condensed combined statement of operations for the year ended December 31, 2023 by \$0.3 million and \$0.9 million, respectively. (e) Represents the estimated income tax impact of the pro forma adjustments from the Maverick Transaction at the estimated blended federal and state statutory rate of approximately 24% for the year ended December 31, 2023. Because the tax rates used for these unaudited pro forma condensed combined financial statements are an estimate, the blended rate will likely vary from the actual effective rate in periods subsequent to the completion of the Maverick Transaction. (f) The table below represents the calculation of the weighted average shares outstanding and earnings per share included in the unaudited pro forma condensed combined statement of operations for the year ended December 31, 2023. As the Maverick Transaction is being reflected in the unaudited pro forma condensed combined statement of operations for the year ended December 31, 2023 as if it had occurred on January 1, 2023, the calculation of weighted average shares outstanding for basic and diluted earnings per share assumes that the shares issuable related to the Maverick Transaction have been outstanding for the entire year. (In thousands, except share and per unit data) December 31, 2023 Net income, pro forma combined \$ 957,579 Diversified weighted average shares outstanding - basic 47,165,380 Diversified shares issued in exchange for legacy Maverick shares as part of consideration transferred 21,217,713 Pro forma weighted average shares outstanding - basic 68,383,093 Dilutive impact of potential shares 349,141 Pro forma weighted average shares outstanding - diluted 68,732,234 Earnings attributable to Diversified per share, basic \$ 14.00 Earnings attributable to Diversified per share, diluted \$ 13.93 Potentially dilutive shares(1) 54,133 (1) Outstanding share-based payment awards excluded from the diluted EPS calculation because their effect would have been anti-dilutive. Note 5 - Supplemental Oil & Gas Reserve Information Estimated Quantities of Proved Oil and Natural Gas Reserves The following tables present information regarding net proved oil and

natural gas reserves attributable to the Company's interests in proved properties as of December 31, 2023, along with a summary of changes in quantities of net remaining proved reserves during the year ended December 31, 2023. The information set forth in the tables regarding historical reserves of the Company is based on proved reserves reports prepared in accordance with Securities and Exchange Commission's ("SEC") rules. The Company's petroleum engineers prepared the proved reserves reports as of December 31, 2023. In addition, the following tables also set forth information as of December 31, 2023 about the estimated net proved oil and natural gas reserves attributable to the Maverick and Oaktree transactions, and the pro forma estimated net proved oil and natural gas reserves as if the Maverick and Oaktree transactions had occurred on January 1, 2023. The reserve estimates attributable to the Maverick and Oaktree transactions at December 31, 2023 and the summary of changes in quantities of net remaining proved reserves during the year ended December 31, 2023 presented in the table below were prepared in accordance with the authoritative guidance of the SEC on oil and natural gas reserve estimation and disclosures. Reserve estimates are inherently imprecise and are generally based upon extrapolation of historical production trends, analogy to similar properties and volumetric calculations. Accordingly, reserve estimates are expected to change, and such changes could be material and occur in the near term as future information becomes available.

| | 11 | Natural Gas (MMcf) | DEC Historical | Oaktree Transaction Adjustments | Maverick Transaction Adjustments | Pro Forma Combined | Total proved reserves, beginning of period | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
|-----------|---------|--------------------|----------------|---------------------------------|----------------------------------|--------------------|--|-------------|---|-----|-------|--------|--------|------------|-----------|----------|----------|-----------|-------------------------------|---------|---------|----------------------------|-----------|---------|-----------|--------------------------------------|-----------|---------|---------|-----------|---------------------------|---------------------|-----------|---------|---------|-----------|---------------|-----------|---------|---------|-----------|------------------------------|---------------------|-------|---------|---------|---------------|--------|---------|---------|--------------|----------------|---------------------------------|----------------------------------|--------------------|--|---------|--------|--------|---------|---------------------------------|-----|---------|----------|----------|---|----|-----|-----|------------|---------|-------|---------|----------|-------------------------------|-------|-------|----------------------------|---------|-------|---------|--------------------------------------|--------|-------|--------|---------|---------------------------|---------------------|---------|--------|--------|---------|---------------|--------|-------|--------|---------|------------------------------|---------------------|--------|--------|---------------|-------|-------|--------|-------------|----------------|---------------------------------|----------------------------------|--------------------|--|--------|-------|---------|---------|---------------------------------|-------|-------|----------|----------|---|----|----|-------|-------|------------|---------|-------|---------|----------|-------------------------------|-----|-----|----------------------------|---------|-------|---------|--------------------------------------|--------|-------|--------|---------|---------------------------|---------------------|--------|-------|--------|---------|---------------|--------|-------|--------|--------|------------------------------|---------------------|--------|--------|---------------|-----|--------|--------|---|--|-------------------|----------------|----------------|---------------------------------|----------------------------------|--------------------|---------------------|---------------|--------------|---------------|---------------|-------------------------|-------------|-----------|-------------|--------------|--------------------------|-------------|-----------|-------------|-------------|---------------------------|-----------|---------|-----------|-------------|-----------------------|-----------|---------|-----------|-----------|--|-------------|-----------|-------------|-------------|----------------------|--------------|------------|--------------|--------------|--|-------------------|----------------|----------------|---------------------------------|----------------------------------|--------------------|---|--------------|--------------|--------------|---------------|--|-----------|----------|-----------|-------------|--|-------------|-----------|-------------|-------------|--|----------|-------|---------|---------|----------------------------------|---------|---------|----------------------------------|-----------|----------|-----------|--|-------------|-----------|-----------|-------------|----------------------------|-----------|-------|-----------|-----------|---|---|--------|--------|--|---------|--------|--------|---------|-----------------------|---------|---------|---------|-----------|-----------------------------------|--------------|------------|--------------|--------------|--|---------------------------------|--|---|---|-------------|
| 4,349,611 | 555,228 | 1,087,513 | 5,992,352 | Revisions of previous estimates | (658,917) | (146,142) | (284,624) | (1,089,683) | Extensions, discoveries and other additions | 712 | 3,383 | 25,759 | 29,854 | Production | (256,378) | (39,539) | (65,929) | (361,846) | Purchase of reserves in place | 105,713 | 105,713 | Sales of reserves in place | (340,697) | (9,119) | (349,816) | Total proved reserves, end of period | 3,200,044 | 372,930 | 753,600 | 4,326,574 | Proved developed reserves | Beginning of period | 4,340,779 | 555,228 | 872,712 | 5,768,719 | End of period | 3,184,499 | 372,930 | 611,472 | 4,168,901 | Proved undeveloped reserves: | Beginning of period | 8,832 | 214,801 | 223,633 | End of period | 15,545 | 142,128 | 157,673 | NGLs (MBbls) | DEC Historical | Oaktree Transaction Adjustments | Maverick Transaction Adjustments | Pro Forma Combined | Total proved reserves, beginning of period | 101,931 | 13,352 | 89,963 | 205,246 | Revisions of previous estimates | 153 | (3,737) | (16,851) | (20,435) | Extensions, discoveries and other additions | 50 | 578 | 628 | Production | (5,832) | (949) | (5,714) | (12,495) | Purchase of reserves in place | 2,592 | 2,592 | Sales of reserves in place | (3,143) | (778) | (3,921) | Total proved reserves, end of period | 95,701 | 8,716 | 67,198 | 171,615 | Proved developed reserves | Beginning of period | 101,931 | 13,352 | 72,476 | 187,759 | End of period | 94,391 | 8,716 | 58,240 | 161,347 | Proved undeveloped reserves: | Beginning of period | 17,487 | 17,487 | End of period | 1,310 | 8,958 | 10,268 | Oil (MBbls) | DEC Historical | Oaktree Transaction Adjustments | Maverick Transaction Adjustments | Pro Forma Combined | Total proved reserves, beginning of period | 14,830 | 6,469 | 110,053 | 131,352 | Revisions of previous estimates | (230) | (616) | (11,841) | (12,687) | Extensions, discoveries and other additions | 50 | 83 | 4,762 | 4,895 | Production | (1,377) | (657) | (8,257) | (10,291) | Purchase of reserves in place | 923 | 923 | Sales of reserves in place | (1,580) | (762) | (2,342) | Total proved reserves, end of period | 12,616 | 5,279 | 93,955 | 111,850 | Proved developed reserves | Beginning of period | 14,830 | 6,469 | 86,403 | 107,702 | End of period | 12,380 | 5,279 | 75,236 | 92,895 | Proved undeveloped reserves: | Beginning of period | 23,650 | 23,650 | End of period | 236 | 18,719 | 18,955 | 12 Standardized Measure of Discounted Future Net Cash Flows Relating to Proved Oil and Gas Reserves | The following table presents the standardized measure of discounted future net cash flows relating to the proved oil and natural gas reserves of the Company and the Maverick and Oaktree transactions on a pro forma combined basis as of December 31, 2023 as if the Maverick and Oaktree transactions had occurred on January 1, 2023. The standardized measure shown below represents estimates only and should not be construed as the current market value of the Company's estimated oil and natural gas reserves or those acquired estimated oil and natural gas reserves attributable to the Maverick and Oaktree transactions. | December 31, 2023 | (In thousands) | DEC Historical | Oaktree Transaction Adjustments | Maverick Transaction Adjustments | Pro Forma Combined | Future cash inflows | \$ 10,900,742 | \$ 1,371,293 | \$ 10,082,939 | \$ 22,354,974 | Future production costs | (5,345,117) | (725,738) | (4,796,251) | (10,867,106) | Future development costs | (1,937,293) | (174,796) | (1,707,946) | (3,820,035) | Future income tax expense | (653,216) | (1,621) | (615,276) | (1,270,113) | Future net cash flows | 2,965,116 | 469,138 | 2,963,466 | 6,397,720 | 10% annual discount for estimated timing of cash flows | (1,219,580) | (140,870) | (1,319,032) | (2,679,482) | Standardized Measure | \$ 1,745,536 | \$ 328,268 | \$ 1,644,434 | \$ 3,718,238 | The following table sets forth the principal changes in the standardized measure of discounted future net cash flows applicable to estimated net proved oil and natural gas reserves of the Company and the Maverick and Oaktree transactions on a pro forma combined basis as of December 31, 2023: | December 31, 2023 | (In thousands) | DEC Historical | Oaktree Transaction Adjustments | Maverick Transaction Adjustments | Pro Forma Combined | Standardized Measure, beginning of year | \$ 6,743,100 | \$ 1,324,614 | \$ 5,118,150 | \$ 13,185,864 | Sales and transfers of natural gas and oil produced, net of production costs | (431,629) | (65,311) | (511,575) | (1,008,515) | Net changes in prices and production costs | (5,850,625) | (760,888) | (2,300,636) | (8,912,149) | Extensions, discoveries, and other additions, net of future production and development costs | (13,682) | 5,027 | 121,760 | 113,105 | Acquisition of reserves in place | 122,613 | 122,613 | Divestiture of reserves in place | (377,097) | (35,439) | (412,536) | Revisions of previous quantity estimates | (1,224,544) | (342,713) | (997,147) | (2,564,404) | Net change in income taxes | 1,688,208 | 1,842 | (355,513) | 1,334,537 | Changes in estimated future development costs | Previously estimated development costs incurred during the year | 70,396 | 70,396 | Changes in production rates (timing) and other | 206,646 | 32,965 | 20,569 | 260,180 | Accretion of discount | 882,546 | 132,732 | 513,869 | 1,529,147 | Standardized Measure, end of year | \$ 1,745,536 | \$ 328,268 | \$ 1,644,434 | \$ 3,718,238 | 13 EX-99.4 5 ny20043119x1_ex99-4.htm EXHIBIT 99.4 Exhibit 99.4 | CONSENT OF INDEPENDENT AUDITORS | We hereby consent to the incorporation by reference in the Registration Statement on Form S-8 (No. 333-276139) of Diversified Energy Company PLC of our report dated April 29, 2024 relating to the financial statements of Maverick Natural Resources, LLC, which appears in this Report on Form 6-K. | /s/ PricewaterhouseCoopers LLP Houston, Texas February 11, 2025 EX-99.5 6 ny20043119x1_ex99-5.htm EXHIBIT 99.5 Exhibit 99.5 February 11, 2025 | Diversified Energy Company PLC ("Diversified" or the "Company") | Diversified |

Energy's Unique Strategy Produces Reliable Cash Flow and Strong Full Year 2024 Results
Seventh Year in a Row of Approximately 50% or Better Cash Margins
Cash Flow Growth Initiatives Contributed Over \$50 million in Cash Flow
Company Returned Over \$105 million to Shareholders in 2024
Diversified Energy Company PLC (LSE: DEC, NYSE: DEC) is pleased to announce the following operations and trading update for the year ended December 31, 2024.

Delivering Reliable Results

- Full-year 2024 average production of 791 MMcfepd (132 Mboepd)
- 4Q24 average production of 843 MMcfepd (141 Mboepd)
- December 2024 exit rate of 864 MMcfepd (144 Mboepd)
- 2024 Adjusted EBITDA(a) of \$470-\$475 million;
- Adjusted Free Cash Flow(b) of \$210-\$215 million
- 2024 Adjusted EBITDA Margin(a) of 50% and TTM Adjusted Free Cash Flow Yield(b) of 33%
- 2024 Total Revenue, Inclusive of Settled Hedges per Unit(c) of \$3.21/Mcfe (\$19.28/Boe)
- 2024 Adjusted Operating Cost per Unit(d) of \$1.70/Mcfe (\$10.22/Boe)

Cash Flow Growth Initiatives

- Announced fixed-price contract for gas delivery to a major Gulf Coast LNG export facility
- Generated ~\$42 million year-to-date in cash flow through divestiture of undeveloped leasehold
- Recorded \$8 million in impact to Adjusted EBITDA from Coal Mine Methane (CMM) Revenues
- Executing Strategic Objectives and Milestones
- Retired over \$200 million in debt principal through amortizing debt payments
- Returned \$105 million to shareholders, including \$21 million in share buybacks(e)
- Completed \$585 million (gross) in strategic and bolt-on acquisition during 2024
- Announced accretive bolt-on acquisition of southern Appalachia assets from Summit Natural Resources
- Announced transformative 1.3 billion acquisition of Maverick Natural Resources
- Marked one full year of trading on the New York Stock Exchange and as is customary, the Company expects to file a shelf registration with the US Securities and Exchange Commission

Next LVL Milestones

- The Company retired 202 operated wells in 2024, marking its third consecutive year to exceed its stated goal of retiring 200 wells per year
- Next LVL Energy completed a total 287 well retirements, including Diversified's wells and 85 wells associated with state-owned orphan wells and third-party operators
- Rusty Hutson, Jr., CEO of Diversified, commented: "Our team executed extremely well and continued to deliver solid results in 2024 that enabled us to advance our balanced capital allocation framework. Our strong results highlight our unique business model that strives to deliver consistent cash flow during the full range and volatility of commodity cycles. Aligned with our priorities, we generated significant cash flows, returned capital to investors, and paid down more than \$200 million in debt principal, all while executing and integrating over \$585 million in accretive acquisitions. Once again, our ability to deliver durable production and consistent cash flow throughout the year was a result of our team's relentless execution of our strategies. We are committed to lowering costs and improving operational efficiencies across the organization, along with providing innovative solutions to extract hidden value from our asset base. The results we have achieved in 2024 strike at the heart of our business model and strategy. We believe that 2025 has the potential to be a transformative year for the Company as we work to execute our strategic initiative to become the premier public company focused on managing mature producing assets. The Company's previously announced accretive acquisitions of Summit Natural Resources and Maverick Natural Resources are proceeding as planned, and we have received encouraging comments from both shareholders and the public debt and equity markets. During the past year, we have seen our strategy and our previous investment decisions yield increased performance in all aspects of our business model."
- We are optimistic about our future and confident that our current efforts will continue to position us well to have a significant positive impact on shareholder value.

Operations and Finance Update

Production Diversified exited the year with December 2024 average production of 864 MMcfepd (144 Mboepd), up 11% versus the December 2023 exit rate of 775 MMcfepd (129 Mboepd), reflecting the cumulative effect of the Company's 2024 acquisitions and industry-leading PDP declines of ~10% per year(f). Diversified ended the year with 4Q24 average production of 843 MMcfepd (141 Mboepd) and full-year 2024 average production of 791 MMcfepd (132 Mboepd). The Company's production continues to be positively impacted by Diversified's Smarter Asset Management (SAM) approach focused on the improvement and optimization of production profiles, development of efficiency gains and extension of well life, and the Company is well-positioned to again-deliver on a solid operational foundation for robust cash flows in 2025 with the additional impact of the recently announced acquisitions of Maverick Natural Resources and Summit Natural Resources.

Margin, Realized Price and Total Cash Expenses per Unit
Diversified's resilient cash flow strategy is exemplified by the Company's 2024 Adjusted EBITDA Margin of 50%, marking the Company's seventh consecutive annual period of ~50% margins or higher. The Company's commitment to responsibly hedge production and initiatives to expand revenue generation is reflected in 2024 Total Revenue, Inclusive of Settled Hedges per unit of \$3.21/Mcfe (\$19.28/Boe), with Financial Derivatives Settled in Cash delivering \$151 million in cash flows, and Midstream & Other Revenue delivering \$63 million in supplemental income during the year. Prudent expense management resulted in the stable Adjusted Operating Cost per Unit for 2024 of just \$1.70/Mcfe (\$10.22/Boe) representing a minimal 1% change when compared to the prior year.

| | 2024 | 2023 | \$/Mcfe | \$/Boe | \$/Mcfe | \$/Boe | % | | | |
|--|---------|----------|---------|----------|---------|--|---------|---------|---------|---|
| Total Commodity Revenue, Including the Impact of derivatives settled in cash | \$ 3.05 | \$ 18.30 | \$ 3.27 | \$ 19.62 | (7)% | Other Revenue | 0.16 | 0.98 | 0.13 | 0.75 |
| Average Realized Price | \$ 3.21 | \$ 19.28 | \$ 3.40 | \$ 20.37 | (5)% | Adjusted Operating Cost per Unit(d) | \$ 1.70 | \$ 1.69 | \$ 1.69 | \$ 1.69 |
| Lease Operating Expense | \$ 0.73 | \$ 0.73 | \$ 0.64 | \$ 3.83 | 15% | Midstream Expense | \$ 0.24 | \$ 1.44 | \$ 0.23 | \$ 1.38 |
| Gathering and Transportation | \$ 0.31 | \$ 1.86 | \$ 0.32 | \$ 1.92 | (3)% | Production Taxes | \$ 0.12 | \$ 0.72 | \$ 0.21 | \$ 1.26 |
| Total Operating Expense | \$ 1.40 | \$ 8.42 | \$ 1.40 | \$ 8.39 | â€”% | Employees, Administrative Costs and Professional Fees(g) | \$ 0.30 | \$ 1.80 | \$ 0.29 | \$ 1.74 |
| Adjusted Operating Cost per Unit | \$ 1.70 | \$ 10.22 | \$ 1.69 | \$ 10.13 | 1% | Adjusted EBITDA Margin(a) | 50% | 53% | 1 | 2024 excludes \$0.06/Mcfe (\$0.34/Boe) and 2023 excludes \$0.09/Mcfe (\$0.57/Boe) of other revenues generated by Next LVL Energy Values may not sum due to rounding; 2024 excludes \$0.09/Mcfe (\$0.54/Boe) & 2023 excludes \$0.08/Mcfe (\$0.48/Boe) of proceeds from land sales 2 2024 excludes \$(0.07)/Mcfe (\$0.40)/Boe and 2023 excludes \$(0.07)/Mcfe (\$0.43)/Boe of expenses attributable to Next LVL Energy Values may not sum due to rounding |

Results of Hedging and Current Financial Derivatives Portfolio
Diversified's consistent application of the Company's differentiated hedging strategy resulted in a 2024 weighted average natural gas hedge floor of \$3.26/MMBtu and realized price of \$2.49/MMBtu, providing insulation from historically low commodity prices and representing respective premiums of 44% and 10% to the 2024 NYMEX average Henry Hub settlement price of \$2.27/MMBtu(h). The Company enters 2025 with ~80% of consolidated production hedged, and stands to benefit from the recent improvement in the forward strip. The table below reflects Diversified's full-year hedge positions through calendar year 2027 as of December 31, 2024:

| | GAS (Mcf) | NGL (Bbl) | OIL (Bbl) | Wtd. Avg. Hedge Price(i)(j) | ~ % of Production Hedged(k) | Wtd. Avg. Hedge Price(i) | ~ % of Production Hedged(k) | | | | | | | | | | | | | |
|------|-----------|-----------|-----------|-----------------------------|-----------------------------|--------------------------|-----------------------------|---------|-----|----------|-----|----------|-----|------|---------|-----|----------|-----|----------|-----|
| FY25 | \$ 3.32 | 85% | \$ 33.98 | 60% | \$ 64.25 | 90% | FY26 | \$ 3.25 | 75% | \$ 32.38 | 55% | \$ 62.44 | 55% | FY27 | \$ 3.27 | 70% | \$ 32.29 | 45% | \$ 62.67 | 50% |

Environmental Update
Asset Retirement Progress and Next LVL Energy Update
During the year, the Company exceeded its Appalachian well retirement commitments and stated plugging goals by retiring 202 Diversified-operated wells. Total well retirements by Next LVL Energy in Appalachia amounted to 287

wells, including 51 retirements associated with state orphan well programs. Next LVL Energy continues to be a strategic and value-additive component of Diversified's vertically integrated operations focused on the full life cycle of operated wells and to provide third-party revenue to offset the cash costs associated with the retirement of operated wells. Acquisition Update 2024 Acquisitions Update The Company's previously announced acquisition of Oaktree Working Interests, Crescent Pass Energy assets and East Texas assets were successfully closed in the course of the year, representing \$585 million (gross) in strategic, accretive acquisitions in 2024. These assets have been fully integrated into Diversified's systems and processes, and are already benefiting from the Company focus on safe, efficient operations through the application of Smarter Asset Management. Summit Natural Resources Diversified's previously announced acquisition of Appalachia and Alabama assets from Summit Natural Resources is proceeding as planned and the Company expects to close the transaction in the first quarter of 2025. Maverick Natural Resources As previously announced on January 27, 2025, Diversified has entered into a definitive agreement to acquire Maverick Natural Resources for total consideration of approximately \$1,275 million. The acquisition of Maverick by Diversified (the "Acquisition") adds immediate scale, increases liquids production, and creates a combined company with long-term free cash flow generation, superior unit cash margins, and a compelling sustainability profile. The Acquisition is expected to close during the first half of 2025, subject to customary closing conditions, including, among others, regulatory clearance and approval by Diversified shareholders for the issue and allotment of the Ordinary Shares pursuant to the merger agreement. 2024 Annual Results and Conference Call Details Diversified will release its 2024 full-year results on Monday, March 17, 2025 and will host a conference call that day at 12:30 PMÂ GMT (8:30 AMÂ EDT) to discuss the Annual Results. US (toll-free) Â + 1 877 836 0271 UK (toll-free) Â + 44 (0)800 756 3429 Web Audio Â <https://www.div.energy/news-events/ir-calendarevents> Footnotes: (a) Adjusted EBITDA represents earnings before interest, taxes, depletion, and amortization, and includes adjustments for items that are not comparable period-over-period; As presented, Adjusted EBITDA includes the impact of the accounting basis for land sales; Adjusted EBITDA Margin represents Adjusted EBITDA (excluding the adjustment for the accounting basis on land sales) as a percent of Total Revenue, Inclusive of Settled Hedges; For purposes of comparability, Adjusted EBITDA Margin excludes Other Revenue of \$16 million in 2024 and \$28 million in 2023, and Lease Operating Expense of \$19 million in 2024 and \$21 million in 2023 associated with Diversified's wholly owned plugging subsidiary, Next LVL Energy. Â Â (b) Free Cash Flow represents net cash provided by operating activities less expenditures on natural gas and oil properties and equipment and cash paid for interest; As used herein, Adjusted Free Cash Flow represents Free Cash Flow, plus cash proceeds from undeveloped acreage sales; Adjusted Free Cash Flow Yield is calculated using 2024 Free Cash Flow per share, divided by the 2024 average share price of \$13.47; Free Cash Flow per Share calculated as Adjusted Free Cash Flow divided by average shares outstanding of 48,031,916 during the period. Â Â (c) Includes the impact of derivatives settled in cash; Excludes the impact of land sales during the period; For purposes of comparability, excludes certain amounts related to Diversified's wholly owned plugging subsidiary, Next LVL Energy. Â Â (d) Adjusted Operating Cost represent total lease operating costs plus recurring administrative costs. Total lease operating costs include base lease operating expense, owned gathering and compression (midstream) expense, third-party gathering and transportation expense, and production taxes. Recurring administrative expenses (Adjusted G&A) is a Non-IFRS financial measure defined as total administrative expenses excluding non-recurring acquisition & integration costs and non-cash equity compensation; For purposes of comparability, excludes certain amounts related to Diversified's wholly owned plugging subsidiary, Next LVL Energy. Â Â (e) Share repurchases include activity by Diversified's Employee Benefit Trust. Â Â (f) Calculated as the rate of decline in average daily production from December 2023 to December 2024, adjusted to exclude the impact of acquisitions and divestitures. Â Â (g) As used herein, employees, administrative costs and professional services represents total administrative expenses excluding cost associated with acquisitions, other adjusting costs and non-cash expenses. We use employees, administrative costs and professional services because this measure excludes items that affect the comparability of results or that are not indicative of trends in the ongoing business. Â Â (h) Calculated as the average monthly settlement price for NYMEX Henry Hub futures contracts. Â Â (i) Weighted average price reflects the weighted average of the swap price and floor price for collar contracts as applicable. Â Â (j) MMBtu prices have been converted to Mcf using a richness factor of 1Mcf=1.036 MMBtu, calculated as the weighted average Btu richness factor for the twelve months ended December 31, 2024. Â Â (k) Illustrative percent hedged, calculated using DecemberÂ 2024 average production and assuming a consolidated annual corporate decline rate of 10%; Calculation assumes constant product mix over the illustrative decline period. For Company-specific items, refer also to the Glossary of Terms and/or Alternative Performance Measures found in the Company'sÂ Annual Report and Form 20-F for the year ended December 31, 2023 filed with the United States Securities and Exchange Commission and available on the Company's website. For further information, please contact: Diversified Energy Company PLC +1 973 856 2757 Doug Kris dkris@dgoc.com Senior Vice President, Investor Relations & Corporate Communications www.div.energy Â Â FTI Consulting dec@fticonsulting.com U.S. & UK Financial Public Relations Â About Diversified Energy Company PLC Diversified is a leading publicly traded energy company focused on natural gas and liquids production, transport, marketing, and well retirement. Through our unique and differentiated strategy, we acquire existing, long-life assets and invest in them to improve environmental and operational performance until retiring those assets in a safe and environmentally secure manner. Recognized by ratings agencies and organizations for our sustainability leadership, this solutions-oriented, stewardship approach makes Diversified the Right Company at the Right Time to responsibly produce energy, deliver reliable free cash flow, and generate shareholder value. Forward-Looking Statements This announcement contains forward-looking statements (within the meaning of the U.S. Private Securities Litigation Reform Act of 1995) concerning the financial condition, results of operations and business of the Company and its wholly owned subsidiaries (the "Group"). All statements other than statements of historical fact are, or may be deemed to be, forward-looking statements. These forward-looking statements, which contain the words "anticipate", "believe", "intend", "estimate", "expect", "may", "should", "intend", "will", "seek", "continue", "aim", "target", "projected", "plan", "goal", "achieve" and words of similar meaning, reflect the Company's beliefs and expectations and are based on numerous assumptions regarding the Company's present and future business strategies and the environment the Company and the Group will operate in and are subject to risks and uncertainties that may cause actual results to differ materially. No representation is made that any of these statements or forecasts will come to pass or that any forecast results will be achieved. Forward-looking statements involve inherent known and unknown risks, uncertainties and contingencies because they relate to events and depend on circumstances that may or may not occur in the future and may cause the actual results, performance or achievements of the Company or the Group to be materially different from those expressed or implied by such forward looking statements. Many of these risks and uncertainties relate to factors that are beyond the Company's or the Group's ability to control or estimate precisely, such as the expected timing and likelihood of completion of the Acquisition and the risk that problems may arise in successfully integrating Maverick or that the combined company may not achieve synergies as expected, as well as factors such as future market conditions, currency fluctuations, the behavior of other market participants, the actions of regulators and other factors such as the Company's or the Group's ability to continue to obtain financing to meet its liquidity needs, the Company's ability to successfully integrate its other acquisitions, changes in the political, social and regulatory framework in which the Company

or the Group operate or in economic or technological conditions. The list above is not exhaustive and there are other factors that may cause the Company's or the Group's actual results to differ materially from the forward-looking statements contained in this announcement, including the risk factors described in the "Risk Factors" section in the Company's Annual Report and Form 20-F for the year ended December 31, 2023, filed with the United States Securities and Exchange Commission (the "SEC") and the risk factors described in Exhibit 99.2 to the Company's Form 6-k furnished with the SEC on January 27, 2025. Forward-looking statements speak only as of their date and neither the Company nor the Group nor any of its respective directors, officers, employees, agents, affiliates or advisers expressly disclaim any obligation to supplement, amend, update or revise any of the forward-looking statements made herein, except where it would be required to do so under applicable law. In light of these risks, uncertainties and assumptions, the events described in the forward-looking statements in this announcement, may not occur. As a result, you are cautioned not to place undue reliance on such forward-looking statements. Past performance of the Company cannot be relied on as a guide to future performance. No statement in this announcement is intended as a profit forecast or a profit estimate and no statement in this announcement should be interpreted to mean that the financial performance of the Company for the current or future financial years would necessarily match or exceed the historical published for the Company. Unaudited Financial Information Certain financial and operating results included in this announcement are based on unaudited estimated results. These estimated results are subject to change upon completion of the Company's audited financial statements for the year ended December 31, 2024, and changes could be material. The Company anticipates publishing its audited financial results for the year ended December 31, 2024 on Tuesday, March 17, 2025. Use of Non-IFRS Measures Certain key operating metrics that are not defined under IFRS (alternative performance measures) are included in this announcement. These non-IFRS measures are used by us to monitor the underlying business performance of the Company from period to period and to facilitate comparison with our peers. Since not all companies calculate these or other non-IFRS metrics in the same way, the manner in which we have chosen to calculate the non-IFRS metrics presented herein may not be compatible with similarly defined terms used by other companies. The non-IFRS metrics should not be considered in isolation of, or viewed as substitutes for, the financial information prepared in accordance with IFRS. Certain of the key operating metrics are based on information derived from our regularly maintained records and accounting and operating systems. We have not presented reconciliations of the non-IFRS measures included in this announcement because the comparable IFRS measures will not be accessible until the Company's audited financial results for the year ended December 31, 2024 are complete. The Company will include the comparable IFRS measures and reconciliations of the non-IFRS measures in its release of full-year results, which we expect to publish on Tuesday, March 17, 2025.

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MW'. W'_+\$9(C)5<8QC)< DN>@XXYX]Z2M*ZD[*]-4T
MO9JUK.:5G:JMTHTGXS;YY7B[IQ3[73U>G=WE=6M>]O=N'.XCMM].2W7KTW8 MP=_ W<9^5^.:<&)&# = MR
V/X2<'N1G:PP SC.[.QR0];;:->E MOAOHNSTM9/Y@",;B.=O4(N2NW!D?>Z=/7&5R2NX!MP7UY56);(!"#B@\$Y&?
N@'&>FT\$C\$;UVY&63KDAP M,#!:UM%N5M*:=O=YK+WULVME>ZTLUL+MO?;KMHUWUT5NVUK7NBF., A4" H^ MP(IZ
C:!!SNZ%1S/QSNVU59(C)<1JH\N]F>38J@>M%IDQB'9M(8@[ERP'EM'L; M)*[K?S9(:(!V 9YW9)V%NFYLYVD'&
"3P:4HRI=A1 I"1J;1"XPUQG!#\$., M0LY=U/"\")AG+ +%2-*54YP?/[@VNJE9T>S;4G>^ [W5F2Y5(RBJ4M7))Q5[M-
&+RU(5]R+LQA&Y&/[(OAU0?#,'Q0(\:-XU\(:G;ZOH6MVD5W9WMJQ:*1 M)%R0"0#N4Y5@>0RD'I7^?S':W?\
9QL;E6^Q3&2=&0QM('(#,Q!WJ H9ECW(M,8#LP+\$5^XW_2<_;;?P3K%A\)/B%K0A)*30)I @MIMSR"YDNH8K:.20S;5 MW/)
<9+H"@#;CPH;^"/I1^"5'-LNGQUPU@VLPRZG4 M:C2@T\714E4<^2,;NM M!RJ2CHN9-JVJ9_7
(!>+%7!XJAPOGF) P!DQ\$81PLIVM1K3Y4G*3U37NPE% M.UD[1J:]0HHHH&9>LZ+IGB#3KG2M8LK;4+ "
[0QSVMW;Q7,\$BD8P\,Z21N M/9E(X%?QB? \ !13]F;5?V?/CYXL6*\$VG@WQ]K-QK?AB^6W\$-G'=WL<=S)I%F ML3!
L,!PZ+Y0C7S)77(;/I]?)FS_ ,%.OV[:X\ L^:YJNF:=)>^ ./-O<:Y MX5\$3*C-I" 7EBN:-W[JYM]\$?QWF;]U\$FQ5>(H&79SG*?;
[H.YRYXN267/0"VS MO)<>9Y02*3,@/ELVTL!P"N-W0,1YG=,YJLMI?1?:(-02:/4+:ZN;2^#X5EN MK2Z:
KMPIV"6)RI#8P0R#M#+3(C:#C%)/*'F ,H?[1MRJG\VAFOKGY.,&V@
MEU?; L_@*M+'X6AC7*-7VE&,U*\$ERJ+M.#5K7>NB=]7)66EO\RGAN'KXE5D MU*G*=%1G&4Y0;]]?#ND >:5[QM
&X(V\$ \$ MMT'&,L3G(& AS^[^ZW)K1-M77,K^E:UHKD7L^NKTMM==TW?*VBTUNKZ>GI; M5[*WKU%."=IQC!R"F1@\
<[\\$C'"]N(J_-FDSG(X& . ><'@=MV,Y8X5P,_> MQ0Q.WONPW1B!QDOD@[[@0""_1G/1C2G.W(YX7(Q@\$,4\
MM]^L ANW%G2"STT>]K6LMH];[MW3:MM;>X#D@':04^3C!7&0"23 M_ %A"%W@Y<97)08/4X +?>SD;F;G&XD@'"-
AC'JPY !I6R2OWN&.<,"2Q!P" M>CN5)RQ&UU& P!'"9;C'0AN RXZ/Z?*<;7XR_*+D@4V];-R?*U>?BI^&G;S3[[=?-
O717#]V@X^&!!MZ-SCEL< >);)Z(<4I. 6P3@G M^#'_ SU [Y^0<1D[TYS0?O \XP.I"'\;?F'3G(08_ =XPV>H 3NZ/C!.AE!5@
M#ST^!PV/NEE;[H,]U[WQ*-[7]ZR >+79I64K+W4K*P=5: ^ZOITNNWR5NCM M:XA.W) XQSN(SR< >P2=XR,'^]FG' P?
5EQA P(XX(.*,0[,7,8;F]D&0 5QA6Y)& M5VTKQLHN\ X%] ^NO701VZ[6M=:]?);[_"ND) +YN@SSNPH/ (\$*QY3
M&UN*7(SM /3.<"WBI^&;&C'SNO)QM'R.,@SSUR-Y&TXS >Q]>1)QF08"XYI M!D(.OW4.UOBOI*.FJY5!.. ^\FG9>EM7)CM?HJ
M:*)GV6_ =7V6E^Z5F&?F*D#;@G[G0^_3IL[7ZH:YQ'(Z[6> M/ 561LN?ERJG.;,U.TJIS,?
E96.5+&1F9F2)65F\Q3C,6,9+=9OX0PV_ G;(CKE.,K!S3@]Q&S/\$2"1^[.5RQ8E6SGA
MN&D65L%64A4PQ&9G%3C*+=Y+>HTKOGMI9: ^ZF[Z*SLK[W57FC!-)WFG*,HW> MDDTDW;JEVN[^I]JM-
OLY5\$+)*89E5U:=0 CW(8 ,#&Y*>:79\ (.@%6?#^J M:UX8U>U\1:=%S:9JUBR1B\M!-;7,IAEC9G66#RJR7"LQ!=\\\$9<
&O+Y\LL< MP&Z2UD2*#<0 ;.9M\Y&-O);S%19)%50R7K+N8QHS6)+#S&F\ S, M?<@L!D*QY"\$
8R!7#C<%A"Q"15;1E&2;D<7%QM?FFVD[VLDENM?["/'^"?[:GAG]HGP/I'
MA34+N&R)>:#H]O!74=ENMWN7(T;BBI)/DGN+VSE@6/Z65 !E^SE M<_ %G[-?Q;TKXC:%=O;)+>Z59ZJS.90-
)GN(!J"^1YD/RF%)16D+OR@8;<_ MVX?/XP^%/C9X"T3QKX4U""^M=1T^SN)@A
:*6>'<0R;F=5+K(%W()|+B[(.65X_\$QGG66P5.2ERQE6P\8Q]FTKWE*G&Z;M=QC=[7?KM%%?S M@?O 4444 %%% % !1110
4444 %%% % !1110 4444 %%% % !1110 4444 %%% % M% !1110 4444 %%% % !1110 4444 %%% % !1110 4444 %%% % !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 %%% % !1110 4444 %%% % !1110 4444 %%% % M% !1110
M)NAA :>XX.*Y(VZJRRMM'1ORM<_ Q[SA-YC4BW9>L[7UZN=[T. +=];Z,F* M?+(&4++Y; +R25!&\$EB>/F)SRI;
<=X5JDP1M)V12HYXX4\$[3]YV[BVPG+[M@_ZA"#39G>8 S+Y @5V !!!SL). /CY2.9AU8\$?+(&#M WAG)(_O%BI4L.#
MR=NTC[IP5.#D'VYVYTU[TEJEI'WTHP"23E"!N MR0,A [K>ZO)WYVO>23>MD]=;=%O=KHMM++5:6TVWVZ]VK5
M]EJT"QP O('7/< GE_N^5@.,Y*T?>[G@ "0C=D*]H:Z[V3=WI9JVGIVZVBO2^VKNN@@!'7Y.1P,G&W"4Y,8 M.=I/S;@0QP
:7&5QGG#9Y(;) (QR.=W9./0GY:4]0QW8!)#; 3DA@6']?R[3 MD.%P2"E-/)R0PSU/KAAN)Y0_*!_5@R8(-)**2[/+?
FU]FK>_ OOS?/IN+ M6Z?H]N[K5?=JM.MM-P@'(W(K=CSP2#N..80@RQ#1[0SJ6SEY5 M.660J6+
%\$7@*24E&I1KQ]G6IM**<9+DC MS=)-IWE]I6LTDU;II9G.ACH8C#25.K&<)14=[1DFK+W=&W>Z>SW:9_7/ P3
M)_VLOCM,80"^MWR#Q5X:M+4S=W,7VF^%S(8L(K2M+&(PE!QD G<\$0\$+D_J M=7\&G[.'Q]U_]FOX CZ'\0O#/O"U_#?
V&M:58W<7ULSP."3R/'LZ]*=.#]EAL7+E=6DY*4JS M;K4]E>4E&Z1_HYX'(^%XNX?
PV68BNGFN6X>G3?/.]3\$TX(WO)5RIQ2YKW; M6K;LV 5:***_F<_ =@J@=VL%]:W%G=1++-;W,4D,T;C*O'(I5E(JP:L44XRE%J
M46XRBXTXR5TTTT[I1K9IZI]!2BIQE&24HR3C*+5TXM6:ZIIV/XR/^"D/P"G^ M_ [2/B'4]*\$1^&/&^H7^I6,<,'EV]L)YND;-
&@#S/<8E*;MI(VAEVFO@EV*2 M*-T;]7"A@<(% ,89AD_>C4[EX(/#\$(K^MG_ (*L LV7/QJ^!OB;P_9O<>) MO!;17"1V\F2RZ,
[AM P!?' HP^(4...!,OP=?\$7DJ36CE&I2BIQ=M.=JS<;R_S\>^#*G"W\$V(K8>DE@LPG+\$8::C:"A-J M7+:STA4E[-ZZ:-6-7&
[Y@5ZD@*3UZKR206V_=(8J4&3J]Y8D%<=\\>G4[2< M'^/OC&?F L8(0G*!7H<87;T88P",EB?GR?,'(I ,#;Q8E@.A@NXDD\$9
M&,GG8!@2CYF K^FT[ZN-KM2EKI[1./+!/^]K=:=FUOPA;+=7LM/E?YIZ.2T> MG?1>,@\' P =V,9R@P>2 ?\ 5;CN#\$B3"8I,
%V.WY@>3Z_B6!SNP<#<=H" MDFG?> 4%LG=@C:3GH2,@Y)S\>N,(@9+>O)^4*W.<8)*_>X^4 X5QD[L(1C M!I)-6LKIR2
?E<=-O_+9(SDD-QN (+ ,..8PN2PZ?)=YEQ@H/FR?NT;6Y4G;2/O: M<5/I]G?9VUV2<1+?3= &#MNE=EII;7H SM"GJ
#K\$G.*TZ]RWOK;5Z=6]+1&![&[(XW'DXR&RN:%9N]K+[4G):0=F]+VLJ/S#LO2VG=:]].R2NA"2<],G.O<@KE0>O4
MC/EX^4KM8#=#T,9(;TXP;LD_-CMNV\OG P.I;JB@*I8[^<#USC'N#F3_ =MDET SM!C"[HZY.06QCC<EWTLNC' 8)(VXQ@?
W2.=I&()V9.%)YS][BD_P!KV\ >ZDK MC('&D#9QW.?D.2J@_!=!<\G8K=<=!@#<>*@_.IP2#U:.84 GY>>#T4\$Q/RD,

MV0,@.1M8@\\#?D;QP4,9. >5|:G&5-1E>>D8Q>EW-ZW?5=-?NTNK] \$15%Q3 M=*4E&UN9JR3V5VO>;6|5E?57%BMS-(R-)
)@L'^.@"KSL(8|3))N(D&265<JG M9NKJ#YBJS*PC 8%MW3E %>+8)7=D,26ZQL/+(!(< "96C+AHVC9CLX5F&\\(Q?
M/RK?1UQN2C!!)& A FBE60LQO/M90Q:4A@P(X)8;BH*X#1A1@,-9M0G>3C> M2C&UDW%7^)I=6MNUY)
|)KAYJGRM2C;(D9642)N4@_=#[I'P&WC'GC], _^8'[6>H _|CXOZ3X*2:C/<>\$?%6 MKQ^';2W>ZV6.DPW7FQPS^7--
"&L,LBM(Z[@C *@(>3'YC2A(H5@MY7N)9@Y MB)&T?>66<3Y(' 12090C'/'!'+@*R2R3:3|B>RN9;;4H)H98YX642QQQ;M|T,X
M*F)G'EL -O(D<<[/SCQ.X'R CGA3--I588:I)7G2G[-J-6"=G'WK
M27+:UM'JH^|X+XLQO"G\$&79KAY5(.EB*=X*7LO:)S@Y*>C;;3M*ZTOUBW?\\ MT+|.
[M[^UM[VTECGMKJ&.>:.)JUDCEBE4')&ZDJR.I#*P.""#5FORP_X)> M M=:7|=O@WHO@;7;I+?
Q_X'MO[%DL]'3|5?:'I<45KIVJ.AFDE.EW#\$TLF0> 9 M1B-L)^|I?XD\\5<-YCPCG^99!FE"I0Q67XFK1_>1%TN:%6"4E):
M;I;^'IO#&?X3B7),!G&\$G'<,50IRJQ@^[^RKV]K2?58O!|4,XW/(E/DT3*, M1.;,2.(M@ 4|MJIUQC QG+!1E=NPX\\ O|PNX1X?
P'NS4 98;VBG)24KPB[- M^\\F[7L]5:ZLVI'^/><1MF%6 _|22;BUO?5J|VY**LYM_>[',J?ZACYIQ&[Y8 MGE@-N!|C/]_M
W)|M64X"[L<@;>N)Y("##*QJ)Y"9)8=@VPE M=#(:?X2S9.>/*"?/E>6V;BQJ4'.,\$)\$') '&0 3L4,
(MVY6W9%>Y43;%S@[AU R& M!YW X#!.F|\\N,;>;N:3*KSVW <P 1QUYY)P'P?+8[6Y(H[\\E<#"KZ?G'/RD >%'(8KD8#
(00G48!Q@]?NG*%5\$H;+ ,E,:*S?>+.TTK3;?2Z MV[Z-75P23:]%Z^O: P#-TWWZ']/F..1|T87=U(P0'O7>QR1LV@(-J#;QSR
M!U[\\ _+[#&4Z)PZ|<4H.XG*],GE3C!XP"?O\$GOQL.%8X' #D;L';*["5SQGN MI&!N8 _3F,?*%)&.,'"C/8'T4M@9WY
[D[SFBZ5_A:2 MOZTE9>6M[M]6U?|@]?1J^JVZ=^NMULF(<'L/BM9*2<[TTDK:+9 M+>UK:JY,HMJRM?>[VVUTZ^\\VW_)
[RN.=;>2.*0@FZ#L))-(RX8)N8'8!RQ8G, M;9QDB,D\$X1YX9T\$D087" _R6.#(<@D|OE&Z1.J-P"[7RJBE8G4A >;,3TP
MH/R@XRNWG\$H^=JXR#4\$2BM=-;|JW1-MI/4TIX>E|. =5./M\$E:UD _?E%7OK=+ET731/L
MF/:69C>.VBQ:2YE888CS'#O8DDE03YC;2/;|Q4!M%Y&#&^(!|!#*9%Q'\$8\$C M5 ORB1=H=@ _9I" >.XMT(MGE5P[1
XWXN/+C|&B92RX)&3^8>,7AY@O\$'K,LKQ=|/M)476PM5J+JTL5 M% %\\OEI|]O86-AJT-R^9(;
MI+*!VED!)96;>0V[YMZL#R"3]=U _B?GF3XWA|\\PR7,;I8W+<55PM>'3FIR MLI1?6,XVG%|I(U+RC-,)G66X/-,.-#5,-
C.;:U*2UM?247 >A-2B -=@HHHK MRCT3-UC2K+7=+O| 1|1B\$|AJ5K-9W<+#{D@N(VCD4@Y'*L1R#7\\4O[? _,\$\$ M 9|
&GO&/A@6 M-&UWS _%WA)(Y'85\\3W\$ENLOF&"LPNED(4G=D8=/+=%'] MME?BE_P69_9XM'/7P>M/C!H^F\\XL|#S6L-
Y=6UKYES+X>A:[G>TDE3\$GV=K MFX!,1;8S,"PP&(HKZ,O'T^"?\$G+J-.M*.79ZUEU>G=^S^LU&EA:LE=). _3
MYK7M))6U/Q+QWX0CQ-P7B\\11H0GCLJ7UF\$^5.I|6C>5:\$'I)NZBU%-7U|K^ M8+Y6"MGJ,@\\DD=AC)"D |+G!|S9*494@O\\
+C'WMQ/?21U _.=V.1R4XR*I MQ70DW*(AB.&-\\; NV4A/-A9NSQLON\\EFB^X=PW8F[Y|A64A8I(T!\\MAO#(K MELC(4L
PQE0C9X-?|4)/\$4E5BHM*5U:TI)QY))WLUK?IN\\-ZG^\\-6+HR= M.HG&4>5M2M=1=M|7OJETNK-
6)NPDQD1C:@X)#\$&F|PK1QS#|U.3N?R3|B)&|AGC\$F0-N0\$YE&W:55(RSQ98 M _;IC:5.(V*[MVW!\\S!8/D^8N7G#GEL%3A
05U\$U?1RZ6W3:W:9"TUMT^6CC; M\\6KO1:Z!A>\$^4<9"YSG!W,%'2>".FS3;OI9/U'J]FU?
5:2YM[;|N6^O6]]\$8!)'H,YR>N!\\V.F[G' MEY^|R0&())/E/ Q|K8X;' SQD^O? /\$?1SDTC' R_L,9VYP=O_HRG@#^(Y+;P3C
8|AUSW8D\$XS|QS|Y M!|S[R_*#@9L\$<'#>BY'/Y' M%.<&0??)PN,&D)"CFX#A5Z-T^\\,4H.25]! <(|CD =N#LY"8 M)7+\$9
_+C.WU Y) R,Y(X|..8'S8#<47=TERIWM"26GM+;O|N|JZK;3E#3 _M=E=?C21:|;Z[1,%:XB1A|C*6E
8_/'!|PR<8P=I#\$@1DG<557)>%C<^4ZCR# MA-I8E%52&7=|[(|C^1N7=F95PK @D=4CFEV R1\\A&V|D.S|TIX^5N >GFA@
MKI7OQUSE1A)TZD;7NW:2NN:FT^9*VBUT3O=;. MVI:M2FJU-^|)*^JW35_+;:DN9I=.NHY5AC)8!MSIN?)/\$FT(O!)4"C=&A
M"\"T9PV\\A9?WAQR*"J 0Q#9'RE@>Z-DOQ@9*X&|\\R3EV MRX_U?Y)6:15;+!!M8Q0DF,@J.
[X4D [6T|D8|QR715)XJEHG3UG=V;:M'E M3OLXS3;376Z0JG?_Y|S62O=*R45%W5|NZV=U:79ZD:1PP-\$ZC+0B1\$8DDKO
M8\$_L=V&W?=4#:.XZC<*)4A,LES>1*WE0FW4,^5|C@\$(%&+YPH5"=H4@%F|/F4
M^0@2PP["5D9OW@7+%DSC^[PWI\\BC())(9,%%N TT*R(K*Z>8Z;&((4A3\$Q.4) M;<6(;:LVTD|JP(QO6C*
<).JX7A*,H.*5Y1YK25^B<4G^:T1\$*-.E.3YE"]:- M-M--Z*ZOIMNM?|])+_L? _M&3?LU?'KP9X|^V36GA-Y9+#QBL+M)%-ILT
M3VND(4&<#|9*!|P.2(VRD9W?VY^\$/|\$^F>,_ #.B^*G6XT|6|/M;^VD4@_) M<1)%%."0&7=R,G%?Y|)%[Y4QO(GM5>
(F"5555*AG9?*\"LV0?L|BQLBG:RRJBC M "[OZ7O^~/7[5VI>,%|UKX#>,=3:|U7P>D?|AWE|,?M%U86|K;B18D8NQB1Y
M1&O|PK'L\$9YP: @;Z8OA,\\?@J'B!E&& VO+<,HYS"FE|^!YRNHXCW6HR>MG44N72T;6;=XG[N MT445_FT?V\\)%%%
!1110 4444 %%% % !1110 4444 %%% % !1110 4444 % M% !1110 4444 %%% % !1110 4444 %%% % !1110 4444 %%% %
!1110 4444 M4 %%% % !1110 4444 %%% % !1110 4444 %%% % !1110 4444 %%% % !1110 4444 %%% % !1110 4444 %%% %
!1110 4444 %%% % !1110 4444 %%% % ! M1110 4444 %%% % !1110 4444 %%% % !1110 4444 %%% % !1110 4444 % M%
!1110 4444 %%% % !1110 4444 %%% % !1110 4444 ?P7_M FY_X7'XT M(1C(RZKDE1ZW^T
EPWQF|8?.N8X|-2X)/F*TCVD9C#S MM7R&(7"SB5I%*K;K@X(4RALMU)!#*%*9.UPJL0"14?[^*R3X>R)*,;PHT/@
MNO:/E6B|O7K|)E?3 _K.%'^T9RUY%**<-YPP?RXRB\$ MOM0LQ).-H|;2_E:[NGXS^VEHXP:UT2E=|NZ>EFI;]=FM% M)(!PIZ8
W*0\$W?@#&!SL R6_>J-IQ0V|'0|MP'7)RW(!|ZLV|B3I@YXQBCD, M>G_QZG(QQD<>8#GGICMMI)"<\$Y*XSG+
@8'#=^68ZSD[^1^|,FJN|>_>7N MWO&WNZ|>V\\DK72U5U:Z5CMY6W|)%9;?--Z.W:|U.<@|7/W|=L-Q_%U D<3# M
*BDZ << 9)SD#J |MR*7G|Z9)RH ^Z1Q5O)S:OYM|I WHM M-E;I _=UVL_QT=VK"\\YQ@D=1A@#N
!ZG(R|G#9VIGDG&TISG'.-IP3TP#SQRO MHX+1|2W[S|U4?
=Q|O*|L|=N..N#Y8'/S;|EB5());SMP.3QTZ|GYC84C(GHFE+^=)M6V2Y+/HUKV:=[S;K?3O> P-^FBU^^^MV.YRV0PY7J01
M\\V"\"HXZEL9!|QTV _3GHW#,>&QD|#D|9|)WMTFP @##:(P!ZE|M(8|0..IP0 M1A6^9\\ Q &'\"BE)R4(V8R=Q)^N#QG/ Q'C (|
(P177=|LF[2M>7,|4N[A= M|JB33M;8:TM9VUWT\\EKMUV|Z+5|.')PQ&Y!'*@G)Q@[%P!A2&*8 8=*0|P MN>0P(&
<'C|QG^_P'&)VH0%;DC""01D'. _#<6YSC.|YG|[^\$KC^(4'EL@K MM/3&<8|@?^61/(WCG=RX'0M75D^=M?N^:ZU4N3WM-
N7;[FR5;O?X7?YIW7?3 M>W7;8AG|QC\$J|MKB0RL"(%0\\9V4BWF0M,FX; M1+M"PMA5!8EMQ|!)&PDC!=9\$3-U:2.08(I-
|J'^<0R\$%4!40#7^>VDVM:-/8:MI5RL&NZ3=;K&[#E M'BN8UVR.KEMP0JS<< *=P&X83^S+ _@G3^T);?'|JG?
PQJT5T87\$UL%BL/C,-T\\1A|+|\$*BWA6H5(U*G6A*G?-_F?P?&KX<:G%OBMXT^'.N0 M307VAZW=SPCO,%?S%N("C?:/-
B>W53| MZT50LTS\$C8"N|J|V6 P16F=Y.5! _; _@M|\$(_"?Q8.??%V"UMEL?'H33|MXE M<2?:=
(TM@OFX)4N3\$0D;6(!/*DU^*T=HXGDN"\"T?F2.C1'GC4G=4Z|*T,1"2OO"M"4>FD M;7|?
Y6^)"\"U3AGC+.,KJQY%&O7K47*ZA|S#?|EJ|FU).T7VLWHVW+=;KD0P;
M6V&'R7*.%94@*2#@8*LS9WE58@;MI'"%LS%B1P,X"\"H6R&R\$Q@D9RP).0N3N(W M @(VZNS>4@+%.&9FWG_EF67
)R/DW'JV>&'RHQ*L^~2|K'GDD\$;<;MHP # M@,I4AE4X08" *2Q_6E"IDJ;<8PYI3<6[N4E9M7T5M")=FWOH?G:KMQ5)W45>
M23U6|JOS7;TN _=2.:5M+V)3G<.&6P?G!.YATR>["#DR#AP_|[20*;DC;CG(; MOA<'X@=2,C##CS>5')4<[\$|BF.<9SC&#D_<
<^5T! ^<-_J^,T@X&T,I;G> M2P&F=F1D9?&"N2 5ST;M=J]]+WV0M|JN7?33W=?E M;2U[WMKN!T^|D*/O,"
<94*\"=QRQ|A|U_A-B)&#!QAL9|);D,"3@9SM*GG.<() MG&#P @SM'(W;?EQEN>IP3MR0O^LR &'7#8HXVX!|J >1C
R#_RS)^Y_%NP9 M.#&\$F[[2?PRLK*VBJ|QVW7E>WG>\\A:W|ZWV|J _=7OH^SB _|AN|)(YQ@ <<8. M" %ZE\"QXCQDL= 1<%
,Y)W9+Y^\\3V!MYR,L0 01@-R1@Y)0@^V|C\\? _#G M_69YR<=#_#2M@XP5')SD'&. QXYVX.'XW!SF,\$\"GZ^M/L|);2T5O=
(O)ZUML|JEMHM4M?1= M>J|@< Y!Z9P0R@G'^^O| _VC@GGA.B<#J.^<8SD[1SL3)R8NI8"0?*,4#J3E
M<8&|[N,X&|^63G8K'=NY?CF@#|)./0_WNHV|N.7SG82< G!^7DNSU3NKWA=
MV5K1TJ.|G9ZZZMZN|J6: GIWC^%WK\\NFSCG=D|L|EZOT.TE1SGNJE -W;; MQS2< *%#8.\\,%/0@>YY#I,%*#!QD! W?
=)SQRQD,D,P&P! DSDG(,7!#! M!G^ (KG+#+/0YR1G'0C@E.#QC&3FA-W^TK|K5KW=%|I7Z6|^8|M?|O7NEYW M|+;VM?
JEYSQTQDG(|QRH8CC*)J_P [3S1_&NDE M|NR:TLHKV>G=M.:W3M""S!|V+G!.1DXQDG&" 3@<
MO&.PX;^4'H/F5<\$SLO=HP?G/7@#_EL3GYL&,%J>SMI:|4M-N|W0M|I0J1P4W EC@KT=?G0_%@K;S_%)5N;
MR*O;1(|1|I7VN-Q+D>'XBR7_,GQ=+VF# MQ^%EAJBFDW-337*KQDWS2E[RLW9;Q5ST,LS*ME&/P>88:|I*MA*|&I";3N|
MBV<7>\\EI9W5K)-1O) WU _\"XDZ-\\6_AWX8|Z#.,|).1.;%>Q,/X2Q9&4C@@_MAD/4#KTKTJOP*_X(J_M)_P|N>\$|=^
'B6|DDUK09M0\\1^&ED9V@A\\-SWD4%K M8Q22G=E))694X.6| HM?OK7^&OB1PCB.!N-

,JX"QU;ZHYIKGP2_M&;BDWS*T8IM-JJU]+I].6UU9*VM MU:)RIBW',2QAR5SVR#D#!,FT&/:PX!=QVJM+G("G<20<=
<[0N!U+<C&1@J_M0",C !B94+-,0!YVQMV6)!/^<=@6&=Z@,%P&C..!)M VG ^ZV06 !#8;YB6^ M7C R,!I!0 ZDGVY\WM-;-VD+
[Z.JVM M%:R>S6^Y,G,M=7=5X\ Z\K\C/90\O82<,&C&!S2-D\J7:P)X"G^, +GCAUZ\J 0 M%(
.7+;1/WVG+6+2G=^;2\T[VLM!=K=EYZ^79^73IT%(.1CJ;2&D_N AERI*DNQNC/(QC(H ,9*DC,>/F=L.V#Q32%7/ Y/7(P.
M#M.<!\\$8PG),A.6RAI1@'#4D@D9.2<Y7.ZOY#Z*W1?/:+??2[NFWUZ,7OO);U(V@G...N.C.1R >'4=1CD /7)(V MG'< X;GDF/
S<,'R@'<- ^7CD')#9'(Y 8FCT. M[>Q\N'<-WW6!QM)+8 /S'\V*C M[ZL4#8#M.&]^06[=#N(P=OK("2=JXYH5FDUR\EE&-
Y-.5/W?:.W\WFTM;W\ MQ=-^FK^6GX)-JTGy-KH6@F?+CRT#1A5&U\LZN-S8#CC+/G,94KD#YJ+I6ZV
M"RS'R(22<(I7E)K.RC<< \$ L% MX1.5D'HX%(XC/D^4W#4_P18[C86"R@,S-;P;_F(4Y^9V 5=M2P;L5S*,4
MK=6HQ45;TO>SLKO71F2IRA4>(^S>\$;N3TYU"-TFUO9WML;Z(BFC:V\AKJ6_M/R<3G"KB0AD4.[.#])D^4# !D5SM*C]0_\
@D_~T@_P.^/(@\$ZYJ"0^#?BI M9O9NMW(\$M=%O+!XKB"="67][>S,Z/@.TSL#N\Y:W+6MO)"A("-BWFS*P/V
M94=UVD@ALMDJ\Y1G4^*U6]^O+<C2?\$.C.M;N8;G0[V+4%D60#:MO%/,XP M:TOL[]_ON"
<Q!"G\$&59YA:KI*C5A&I*,I1C['FC*7.EHU+EY\$S]^ZT];M/_ M \$+(Y\$E1)(V#I(JNC*+;^4K:_UB
MTTVVT[Q+^;LA^R:I&^"E,J<+F!8V ")':OK6O\ #G.LJQ>19MF.3XZG*GB\ MMQE?!UX2C*+YZ-1PYDI)/EG%*<&TKQDGU\
53*8>@?! \ P46^!5I\=OV: %>C"!CJ^@[-?TR[MA0M6Y6;/\ ERJ\$\+SL3<.5Y_C(-H)A]J\$NFR22))#?'QSQR(UM/9
M2O!#"0I8@S1C=CEIE?<=JD@_Z"~K:=!K&E:EI-T-UMJ=A=V%P,X)ANX()),' MC!V2'![&OXC_-
NKK2V'P, :=^)GA"Q@>#3=00AJGAT2NVVXDGM(IW*[R"4\$ M\WEL1M3><*VR^4HDRLA M)9FW.>-I9CN"L%QA \$!7<"1M!
&&SB.-2=I5R53(_P!@C"KRDBX7R_.7]^MK\$TB9(*W"!I)\$1_#A>B X8J 79@%+EC6&-0 -SE3EM^YB M'?
KE<@D (&.Q22XW;&/^C6%JPG#\$ZOW9NF^:33M&4=;+KV>B::=)JOIY(SA
M1GR\DE+2[NK0XM7M)0Y5NUJJDW<>>3GY@0V>@!RH[CH]5'(\^5%/J;DE>.\ M^*_/DZ<!=G\4G0I][3V)A5.<+V Q R&P -
IZ,Q)"Y 'FDG:=JNO4_#H.1) M""[?EX((\^1/XL[V.PBM>U[+5]F]TX\EKWT=K:O:~N!&K_ ()*_9->1GD>LG4'H&7(R M2"A52
O '/'<@M\H;4@ [!!:(C.;*N\9\PXQR>7J] M=.:Z;O)_Q;*T5NGV6GSN*RZ?S=NE^FJ;:UVW:Z6N+C;D\$MR#UZ 9VXSU"#&W
M=C?NS<&L3D9X;[^1PNXD*#V^Z5&0H(&P*3@@@DP&(7C.!R6 YQP2"0H;&!M M)\$87T?Y@G!(R!@"WRO!8Y!
!YQAA&USC@BZ?#?7DLWK)MN=U>VEWKZ=] M&[K;?2_X=.]U_.O5]+MXSC^,@;@..A<D#L!P6D[IC>F>@CQ\4DY*+]
[!]JU M+;<#;N^L(\$GW_EX%+C.#@?Q="W/9.H!# #4[3DN67!(!=I^?/*C'WB<_2-Q M*YPS'/SI_
"70!>*6BVLTOANWK3LN9OKY+M=JRY4*^GSN[7T]V/72Z;UO]U[M"@ \$KM!8G.JD
MK6E:3O()7L:~)OOJF^SL&_3RWZZ=\$KZ7U7W,"'3_\$-K+V4!L#_)ZD;2V\$X& MTC:&"Y^Z.>YZGMCJZ.D8.Y^EU>VMK=
M1VOY[6MIV3MI;5OY62V5@(_B&>4 (^7_)(I"5)^[\V6V[OE.X)))]U;/WHQRNOX.P\$A<#&T\$8YP=V1 MC;S\W=3U+CEFP\$P.J]
[JHR=^J_?)*RMIS])NNJO=IKUZ]?*>]O_ FJ]=KO< M8.]O76W;717C%O]GFE
MVLV146W08_YY;FW#KN9U+,.03@ (WFKUVU(A49A0R)\$6\$3JH+ !SOV\$L'D'Y1 ME68[9 5!;J)WB10[E0@<#?OP
,\$*=V<;#_#(68GYB4)J*00QK/(6&;K+@M(M=YF,>\$"[#@ \$KLW'H'_(BD!@!==UIT)N\$>>2Lj;3E>35M7;72_3I?2RN[IPYG
M'FN[VLVKIR7*W=OK97NM8ONWK[C^SQ\9M8_9^~,O@OXFZ)<2H-(U:S74;8-B M*_L22GV&YY \GG(-%T[5\$>% ME>,-
>6D4TL:LI8?N17>,\G10@[@U_GSSO!91?;2\$FB9_Q\S16=VU.XOIM/W
M(N.&MHXVRJ])NS.6Q_GW],WP\3RS*N/,+AN6OAJT<%F=2\$G*AB'&--U'92E M[&NXJ+>JC5>BW?)
8/T8.,G2QF8<*XFO.4,5)UL"BFI7 MUC:%_B;7ZWT445_G4?VR%%%%%%%%!1110 4444 %%%%%%%%%!1110 4444 %%%%%%%%%!11 M10 4444
%%%%%%%%!1110 4444 %%%%%%%%%!1110 4444 %%%%%%%%%!1110 4444 %%%%%%%%%M !1110 4444 %%%%%%%%%!1110 4444 %%%%%%%%%!1110 4444
%%%%%%%%!1110 4444 M%%%%%%%%!1110 4444 %%%%%%%%%!1110 4444 %%%%%%%%%!1110 4 M444 %%%%%%%%%!1110 4444
%%%%%%%%!1110 4444 %%%%%%%%%!1110 4444 %%%%%%%%%!11 M10 4444 %%%%%%%%%!1110 4444 %%%%%%%%%!1110 4444 %%%%%%%%%!1110!
_!1^T!-
/ MC+XP_=#9+!I1J(VD6*+ [&%F3&/F:0XPC+F5,A?DYKR2*>-V2W*?(D*2["@ MVEBB)P>N0!W\$(W1\$0(_V_*7R_\
2I(U++D9#\$G> "TNC;;OIK>UW_ (JYNY/,:CLE4YXN_E?2*_ [>3;G] MJ_+T9)) (IDDA*Y6\$Q@_IL.3T (R0(*>PW'Y=OS>P8D?P
M[@,\$-CA3P<-7M334UKHHWM;FNDH.2N_M_NKK=;*9VG@_#(V\JL@('4G;P0/G&\$Z#_XP3SR#A.!,#EP" M,LIX!^4XVG
#@C;N...@)9!UH \$G]Z,)C".,@ \$DN,@DDC*JWJQX^<<=^1_M2;VVLDF_3O:~^NO=]=-=5=5_.,<@< MG.XDY ;JA^4D 4
@J3ST\TXSP"2 P* P 3D;F.8;3FG.QW*>3N+Y.X<8 M!4#.>@P_\R+L&"JAD((!JW"\$G8DYR,<+_'!UC;Y&P1FA73M=-:
*6C=Y2 MY>1WWWM;J_J]=^1;!\EWT5HIZ=6W;3R[L,@@OCD;ARFT_*O)VGITQY8.%^^
MF031PINP??:F3S@GY>2S\$?,"#HQSNAQ=>VPJW(/&:=V!U8!@-P#\$X3/_<M;2G.<8_IQZ;<@D]>H4<,T?WB?
WO3J]>]>RW;4?@?QV^/;:RLJ'=Z^HEKU\EU MMIZV;6STMMMN\$)=2>4Z(G'S=,#.<8VX'G#++#8_FWDCK%3S
MRH!5@.M+@_D'J!R0>H4J"/5B3@ \KC&;6%*.<^##[V 6[E2K?W>3DES@B7A M5RR%]%=Z*Z;OR^Z_=<7[TK]Z-R% !. M?
O<=!GY0&7)ZDAI0HXP2IX.0HQT/0) #MDCGG;_P_LUSL&&4[LT_Y&2#_@8
MR20HQDC/(P\$!"J&#!.0V)50%SY(6,X4J5\$PY."2V=Q=3_I((R%SDJ]P=DP,CY7Q\Q_P M<@E IW1@9)D7_9CF1<[N&\$,) (Q%
"65U9B=R B3=A1AL!MYSPI'.7Q\KJT2YFXO>]HZVN M,ECADC!D0,V7N=OOEE90&.5 K&#K1C:2UNXTVW[EM(
Mwy6]5=VOM>R\Y9]=66*5*4I>RI2M.*NHNFK7E?96TMH[MV3C8_+;_@BE\=(O M"/CCQA\$]4G=+?
6HHM6L6=S#)#/\$=LAAC=3N(W'FL1'N9=V<+_3Y7\ OP MD^)'B'X3?OPAI#0:.6UN_~^M64;N+AXOMFGI*;EVN&0G?
&95_"YPH^~&3[W MJUGP8^(\$7Q3^G6G&7X@+_3Y3G5X5/'<0@S(H;YAMD#G\,5_E5]+ MS@&?
#O&U+B;#44LOXAA&-6I%.HTTVW%*W-.DFW+2 (E8_T+^CCQC#.>&: MF0UZW-
C,JE*I1A)\TOJ4GH>G4445 (A_2(5_M_P6^": M1S>_CY96D CT)\X6U81P*)I[S4;NW^RWDLN""(88BC%E9BH&.GR_P!%?-&O
M['?PCM?C)^R]3?#LEN]S?Z9H5[XBT9(HTDE.J:;SW-JL8D(569P%#EE'DY M+ 9-?IO@]Q94X,\1>&9^TP\93T6_P\S]W716L]-
?Q/6WF&2ZDVL% MFEB;>ARS?,%_N,@G'^X&14:~^\$PFA)2CBZ,*_NI\9TXSOH] M/FU:LKKE6MHW\I?
1^I8ZIA=8J%25'E5VFX2233NVE=7>ONJRZ: PQZ_ =88 M)C)S\O#] &W @D>7G#Y)8@J135(89SG;N_)^7<.O!VB3DQD>6V -
Q5MP(X8 MY8KC?DEBI.W=@AG8#T6[MM.#[^Z_5*UMW8P7;II:ZUIT7=O^:VFH@/_D.3P.-C(3\WQ_
M\SIM/5LY(XI+&\$*2,_T""\WROVBZ!+:JWZI M#![%9OSOITTNK6LFM==+;:VMNA.WG!5' 4D],D9')..0P!
[<;CBE8XPH;&&1A@]0'_MI=6GR246N5IKG=VMG>RWW6UD+[]+M^>BM MUO=:N]W:SL]120!7D]E)QD\
<^_3>WW2=A[4A.-J<8Y.0,B3O:RT?O+W7I!6_N?Y\$Y6Y&H-O6.G=Z_VMW?773<+ /72UM;Z[]+?AM9:7VVLAC (M4%NQ!X"
[CQG/09+='.PSY0QM^:G\$XY)SG;GY>>Y^N?IGS_OAA@QPEWA1I_0 MYW[AD""JW7:.0HZM'G+-^\[XH^8Y!7!.. 6&<8W
\$TO9:-.K^4;7*VF]8WU7>R2MTZ;^G6P%8W&UE4J[9.4Z;0<=6 MSG:(SC@;6!_J-IXPPCDB)6.X2#;4+8;?;W59;W?1;@'
MM/NXY(#7EEME4Q=)QR)PY(,3J9_SE68[IU7Y5\$A=P_Y;>!N!9R,*NGW]U8W6FZJ]8R36EYH=_#JMLT\$
MQB9;G3;E+@)E2N%=X@)ERI!/5F4D'X?Q,X8PG&O"6<9'B*7-A\PPM6,W)MN/_M[3A*="EG%-37O+ M3;26VU""+ BG+@,,'
(C<8RN&P MK\$+FOMJO\L]RG\$9#G.9Y-BDUB,LQV(P=2\7R=&I*\$9KU2J149J_22/]6L
MASC#9_D^79S@Y*>S#""T13Z=(9-NT/A2Y.J6+>^?Q%L M&3;P/S)NPPK_?
X74/7L!;HGST.FHQ<5!*"5X[VJCMII9V:ZG^/><)RS M&I"3BI_*!6FKOU;5V^:V]@'7M@*,<')Z]^GF#!R>F& M7"
[.B)9YQ@D=B.. W3^=) /GW?ZHX)H(XQDD;C.,%R:4F_BM>.KDK.-MKK5V]4FKH2
M=DEY+>^UO2]MM+Z=;]&C/.=O4G.3DGC[W 4Z*,X89&0S!2_>3S MDX)!+@9+[MJE,\'3%*W.,%AM+] .1C) SS@9S-
C'E\F,G;G';TCG;C=R4;K@X;>3N^4+2<[<9^&%'5R#D[>1G)#=2A)^7H3CFG<[MPQW8&<_)=R1G)!&&D('1B_Z_#C'
!A@26QA@5)P"-P##)4L%SE6;@R8]G0 M\$I;7E96@G>ZY8I/GU^27W-7L&_YO?75+MKMWU>K>@C\$\$_
@1M@D\$'L03CYAC MD?.020W,0*BCN,%<#P(.)>OHZ MEM;7OKJ KICUZ.JOQU7K?M_ =:] +H2C88L?
GZ#**"]J;22<@#Y@"-O49P!A/S+@#)R^,%,P0H'S M,<9'DY.2_ =H_A'"KTDC W8*@\$5W:24E]NUUHX\KC#K\6C:
[6Z]@NE^Z6S7_M9.V[OIKU+;LD'4YQCI@Y)PR7,VK]9JZ87LUI-7]T_P71V M=MU<;\$Q,?XJW[CYP-P(%&7)&-
BE@%)7;ED)B?K3;NW>V.WVJ[K<M;6]UV2Z7=>Y!ECCB'E7;RG5@/^*8.'Q@-N&^'20^2SYW80(1_4]_P
\$:V@NKOS)Y)4&'=E1L&0 !\$L\$;J_FSZ4/!<.+/#+Z_MBBWCLC_X4L#*,>:4I4(NH51U/3[?5M.OM,NT\$EKJ%I/9W"\$ AHKB-
HG&&#*?E M8_>4C/4\$<5>HJH3E3G<&&XSA*,XR6CC*+3BT^C32:\$.D)TYQ4H3C*\$XO:4 M9)QDGY--

IG*GJ57P\USX6_M.?&;POK=LMK:W'B_6=8T=%W%?['OM1DDT^3< M=FXR(5P50.0CE5Z_/(94D9)OF989P4P%_UO!
(RN.3+G(4%(0,GD?M7_.*%K M_A+ W%53C'PTX:S*=2]2E@./ M0Q*4I3_>X>C3H5\$Y/5/LJ2ZM-NSN?
Y1^~>3RX=XYSS)Y47""QU>O0J-6C*% M:3G1M=*+4KQ>NUKZV(OWGS@M&1Y>X*RL>1(K-<@ @[-@QSRK LIW8%/(=A\ M@R25^~6(W.5X&6'Y#R=IR^),Y;#;212QEY) D<8B8E5 5U3>KMD+M<*#A0 M2R;@060G"3V321;XYF#22&
(N2J^3,91(JGG:YX8KU?EEI979"J,5[ZJRE%6>M[.6D>5K1IN[::3UMK=DTL%R\$MV M4(HFRS=3B),B3;N SG^+M* PZ!2-9\$W!JG"+* IRHB8B,=3\B-H 8\RO\ M&;(9)#\$\$DV^4R!AGD(5XC. "#J\KR)5)IW32G" T7%M7O=QLWT:OMJU<5&7>)7)R M\I;_,[1=[W:YEHM59W?5I) ^T2K@JK%' R7#84H2> &!R&)(YVJ 2>8!JH M89C*96)P<_=\WY-GR?PHJD^8K9 ^5B2" +C,426SN7.L2%W#+N5'5%;",@ M Q"NK*(8PZC"1&FM\OU\I&EC;)A2)E'S%6^5% ^=P[9)VX BMB98:K&,H\ MT)Q3ONFKKWEYJ,M5:^EUN30I+ZPU:.DF^6"^S9.*3WO;9*S?Q:[D9\WD ?, M/+*\$X^E^ISR!D\$8CY*X!+MNZR\$X\!R%R.VXD8/R9P-Y7)?*2N>!(D-NR MRG+L3,OEHF2_W&R&_3U=C*%V\G?
%N4DAPR4"G=DJO7&=N!M9E(4G*)@3CCLKN/JJ)JVW_! 0!0_-=O4X7;U8GY@."3R1MSS\W#\$@!R2.7 5ER/E&=HPI M)Z@J2 A*#_0P^4N(SM(W#!<@87GMD\ G*.I&,,,@E:.%6=MS2<=%JKSYKLF&[/RLO\ K*,_M+ B9<\$OE<93TP20\$"DX!W \$G#8&W/S+MY9AN(%_BW9; MD], DL5ZX(:0XX7.V1>201RFNGO;.%TJXVC^MH[J]N^U)4KK?JNFJ[7TZK MO9W?7\F\XSA"^5+<\$!SQM&1DC=TCZ[5]4G'-)U8%=IV_>Z\"..!F\Y(R3 M^[RAX>!)Y^Z<@ XVDX.3R=O59&(#;@8\8&:09!.2QRR8SC&1P@R!D 9/EMR M5!L=F<*16O=W:3VJWDJ,Z,K)Z,9:MMJT6N5*%ELWNJWMN[VBR2VNM5!/?>^NG M1:ZD(4PR>:"C,\0#'#>3DKN5'CIFY41QGATTO:3JPI.7[FM?DYVY*G*G%IM*ZUPC.%5@1LK^D^OX2?V3_M (@W7P@:_\A A5XW%]/'9Z=KEK9:NFJ8!-93)<+(TTA9?W &V,-(Y:-<,XY7 M? < H&KP>(-#T?7+7 CVUC3++4H.0? W5[;1W"T>4>\$1S;LXP6"X"!R>6^3\DA2W>&!>?LX!55*C;Y8;"9^4\$;?D(! M,; (P?@U_O\ <+N^K^7W4^9T<;JOM4D_@BK-+3FLJ))7ML_P#O.\$WF%12 M=HT=\$E=):B&(;GE#?+,\$;G;L4Y*JQ< F1?X0%GG[T MX5<;@ 2"0<.0",'ACNVXPV /-=F2CR)V>FC6FU M^UTSQG?VDG=:1ARV25H;J,G;36-K?W;-ZMV08+!A@[E]!#;AG+8'!RC(P2GW M,?,>>0[Y>2-H!*?/@88<<%BC;B0",D\$D M'!@-N>C+C"\"C'0^H#++Y?!FY9L\$"A*W+R\O7EZ^TU/Y63ULJ7=;M-+=6\ M M-_/7GTWLM P%SDYSVW\$ 'Y2<# M>@'R??0! 0\$.&QJTX)/O&5[\$XRXQJYV.=A4J?EP0XC(ZX(..5(P^TJ6'((& M1YHR2QVE2N04G%)MM7LMO+= M, 97CD\$YSQC&" PZKD EQR3A4XS1P1M'OW B'3CE=^_ O1EXQN.;,@C=W ^ M.,<\$GY>,F!R<^G+-G[^2\$7!'S<4[1LE[J7+U;O]*R MO?3=.JW;1JUJ;BO=KJ]_/R/RNUW7376PN/X00;,2,2#..0=R\E02#S!)?+P M1VI/E;;TZYX;'0>X7LA/+@DN2IIQX+)'YVXP@SSDDGNQ(P#DSC!;[H : M1T&XG(VYSP1C.!G)QC(R,% 'X8+;1\EM.>SWC?)=6>F_NM:.ZLMVT:WJ_Q M:3V=[O6]_P J0('7C*Y\$?X@2H'#,>24P!VZ_)T#CAN-H&#S88J6.<[> M=I=IR-J#[Q]P>F6.>!M'4J)"_ /11R?W8&WDK@?'W4C'([31====>G97?3M?9Z>[;U_X?240;?O Y#13RPY M8#C?7 Q\S>60213@'? S0NT8;VW['Y*3&X@Y^XY_@)(X8 @\$.C.[CY2 M#_ \$K# 'STIP>H.4!RI'=2."W7((XFX/EXVX(-'91<);-00H[>[39?-=DNUK M&FW?6R^7?6VS;3_!7(E0JS@('?+DL^%W\$+H.=P7 &2N#NY3YV.=/PQK+>\$? M\$? ACQCI4Y.J>\$M=@U/3XDDVEYWD CBG1&IP%CM@G6.*4_RY&%SPP8N <%#@ MY4=1_%@=,?*3&0,#EZ>B.K XV>7U%6*,!I M'02E!WV ?1<]MENE[O7[:./[Q?V=OB5IWQ<^"GPW^(&ERK-;: X5TB=Y\$=)! M]JBLH8+Q2R,R[EN8Y0PSE2"" 0:JIK50^~"OQNM 'OP*UGX927QS7\$ICW8W*9!EY\$!65OGSC;GJ]: PJ\1.'G"G&W\$F15(**P6:M8A4HJJEAZTO;X=)O?EI5(1?3FBTMC_6?@;/*??">1YO3ESO\$8"A&JVTW[:C M!4JK=F]93@YK6_+)- V;LBBBBOBSZP_)#@LI\W6 LIW_C2VA,M\Y,136D M'JQ9H=1FM.E7*X8!0^_(/'4#?L8?R/P:Q:010E_.0C&-R6>7Y9L#;CS\$< M>@>6QVKL!)4E@G^@I2_AUX9^+@G7? 'C'OCU'P[XAMX];4;210R2I%/%,K+C*?X6 <_LF?9HH)? -B? +>1QM@A S)@],8)SDNP +DC(& MU: K'P-^D5'PMX9M\PK@.K\$ E%M/LYGBDC V"+D1GR"&W, \$D1",\!6V-@*I']# MY%],7AK'8N%"1QF!A4FE*KB81C1C#W8MRE%WB^1*U^;5+5;/\0SKZ.6>99= MX.D\;&4-%0M4?;ES*+46OY7%-I-W2UZ_RJ6/V:[EN(EE"MF,KRJ@SH!L #9) M#9!D(&V+&Z(4U4CD65#*#*)&C15=?FD0C>GWL!43=A_F+C.!E>/US^?_)! M?XUZ?%>^(!?UI9K9.?:37URL"D\I+*4\$:(Q(98PV6!R@_S@X_*?Q/X%\8^ M\$-6N=U?P[K,=QI\AM\F=M/F\@7Z%\$>97. 5<,%^ZAQ,0YS7]\$<+^,!?%L MO9Y7G>#Q52\4(TJU.;4HPA+EDFTVFG;*7O):/< &\(N):Y?BL+3B MHRJ\K.FX_NFDN;FLE9&1CM\AJL?NH9\$086_I.(R28F4(5YVDG/RXVKY@.,_/7ZU2 MG*LXT<7&U[76L>[O:]0V%B3PTP:Q.IGAAMS M@Q??3 \L?,F\$!%5X2HFD558 8EW;2O) M \VYP<DI@Y.[YMQ=Y*G)\$^9R:2Y7)6;7O-I1Y7]1V6DFJFTY/L0I59QC.M M_\$E&[6:25NFL.5/35[WC]*,[N-O(^<%<=&(P=O(^>#!;J]=#&'&"3DL>Y M^;"C.. #C^^(4J3T89H&4_FIZ#D,1SZZ_\ FFM7I;7^OAOTO>WQ:)W>B @8VDC)ZO MR@X.,;>.!QACMP%&1N'.P\9<'<3@)@EK>?? J!PP"YR4 R"WS= J[NI+;1A%Z2@=WSE<'9'7&"#G/[(.]7)\61 MMA"4TGW<\$!1PPQM.3\HQGGK@8!&/ M/&"P!7EV2NWRJ+2YJ/L)VI/I;-VJ\K)=V'N.EKZ+>RYE>[5WJW+Y78 X(Q MP>S\$#:0.0JQGD='Z9*,H^4\$9"E6VX(! (VC>!QW'G'&#G'C- M73@W-?'V\N=I6]^T>5NJE;E\WI?=Z\$S5XM))OHKV7V;WU[M7OK=)M\$.U(> R M[IR[\$;MF';>64DME@5PY8<+J\;PPIDXB""WE?!9S<#D+E8"6;@N/N1L57!V MR*8?XN>\$8\$!0"\$6(8,I"*L#E6F\$@#JF4+*R MY0%D#>0>JL&1>0H+L?N\$5GAI*17K<9.+G\26_+*R;TUBW:^C6GO7N4YR52, MIRY>5)PEJ]7NQYFNG,VEOO>]GI;.OE_@8[5+*#7/Ma(C%5KF[ND>]/(S+N)1,L\$5P>2#A3G^ M0? IB<&PSPWJ_U@P]53%<.8R%;.XIR<<'T<0I)+X5'.FY-Z1E.QQL-OWUY(Y?LT_.">]1NTC22@;_P\K"G##!,A)?JW MO-N"EE&'YVBI 0<9V_ =ZR MO%/5*5M>R\=I^TEJVK0:TV3;T[WW3=]\$FEL@R=N=K ;>C,;!D<,%Z@<\$QCD MM^J][L@4,3P0I.64.,Y(/&,YX+Y\W#MDKR I!JXC ^Z!G!R>N!NQ@RCDYY ! M X#?\ 6*!NW]JT<9H5]\$G+5@ PKY(651M!^6@Y&!M.,#G< M-J@],YVG)V*.8CPQ#9),X^4_>RWZ;0-Y^Z#R?+"D[0"W+9PH_G) (R,X[C M./GVV_2UM5 MIHCD\$+@D\$=W78>W0_+24NMW;XTN6+JVV MD'IJ_7=_.="['?TMV/76VZ]'=6UT7GW.Y7&22<==Q&01D \$\$\$@ "3 MV;C>>N,YR"N>[']&)'&^NSM49H)ZG"D<<\$.,_?F&0> #Q+MY+?ZK"YP=",!0, M_-UR,],#G(Z!%S\H((.[356;ZU5K6!:]&K3HNEM MMK7UMWVW\$SD\$X&.3P".0#M]P \$^;RIY.*G&[# J?7D\$+QCI\X!^67.(Q M\I.6!HY& ^CYL>C;L\$G;CS.F6QM*_ [6Z@DY&NW (Z;>V, P#+&!/RL S\$ MC?T&46DKREI[K=KIRER,WI=\NR?33OH))!? TW;;WE>ZNM^C6I_ "2IROW' M. &],8JGEEP2QRX84>IDC.2H4#J>P]; MCQEL(R&!(\PC@DXC.-P\$JFVU?W5=?;46W)KO M))I[Z/3H-.]KI6?73M'JUJNOG^821M^]\SGJ^ [D@Y (!!8X!9^%E7(3D4FY@ M1@D?+N#_=&."!Z*1@)QQQ@GJ+C!SM)) ^]@)F(;.P(OEMD\!V89C.1M/R-M0 J[P@K\MU.;LD]81LGRNUJ[6U>OGUUIP< MJ=I-I^X/?\ A-\WD_ALG:W7=W7ZH? \!OXKP>!\VF;[P[?2+IVE?+\$+1M3G MN/-G6.+[?I]FL=E\$REE#R32!BBE2P!78J'S ?ZW <@'UK^ +X:>-[GP1\1_MOC-&2UDTCQ1I+WY1WBV6\$=THGY#J5V1;C+RS A H.9*_O"^&C/?3?B1V_ "7 MCK1Y-TWQ(HEEJ)EK)R-R3QC) ((#&O5LCG'3)K_*WZ9G!D\FX[P?\$]&DU@N(< M,ZXCEF/"^/R:M53GEV(56A2NG)4 MIQA"L[KHINE9+1.3ZW.[HHHK^-3^HPHHHH **** (Y8HYXWAF26*12DD4]* M\ NRM==?O9_-'^ MV+ P3T\9?LZZE=WWA6+5%/&FW49U:>[BMJ]UM8PP2S\,Y(YQ",^9A1(JG'D MA?SABO&NXEC.;1R+*CR@,C/RA=T>5VG+,".X55!CY 8_P"@AXP):XV.Z MQX;UJVCFL9RTV\TV=C'\L45[\#O'TB.0D17+(VTX8=,"@_ S+?MT_!+W5 MOA-I(7C#X)0S:QHL5K MTGWCJ M#AOC.O&GC\1*G0PV.J24:>)ERQ3G*3BH4:CG&"C3NU*\N5-VM_& C! MX"RP^>:<-TXO 8;_Z]? #VCS0M),7'K&WVU;KLW8_%V6\I9DBMRX1("LHP M-QE.)5C.P;C&=Q9 K@KA!ER2;!SC)'0 [E/R_!=P"2!Q\BL 8> RY.ZLZ&5 MXEAM0H\$<-Q/!OC(2ZE2<9KEJ*#BT[*ZCMUO\+YK,_D3\$J=* MM.E.FX>RJV'-HW%7MIWNFK/I9M0>W&W@DA>JI_TSZEL2?=P*4'D_=H;YMP?CFD&> M00, D8R=PYXW'^< \[3T'0Y2MG>2M=WTC'352BK\VB>DMKM=]+G.E\ M;-=TG M&_7SU?Z-"GW#-N(R-P)&0H48)/' ;YP&*CN)'&!, MH*K@@T9X;[F\K;]VJ2ZJZ;OLGW3M"]_+@('8# M')\X(T.M)J]PY5L-@L9^8+AO^&L'('S'A7&3B0GY^&4B@3GKSQ@EB1DD M=Y=H^.;5*X(>49XXV\H/1BN.#G!&6B#< @;@ONW'@4M[%_ ,DHZ*-DG#;> M[6EUI:72X77:VVKM;=Z)*^NJMHNVJ'.1@A0#P("D_X3E@H/S.AP68^9C M:>0!R!R!DYXSC:>,MN[QG!('RD,*# MG(VXY<.\&8&^\<8./[O"\$T)VOK>UG+1;j;E:-W_ "O5V[L-].Z2OZ)/ M>VUM4TWTO=6%'S8 @D<@GIO8<2.<?"A5YQ4\$LS1K\$R*3O< LI P,' M:Z@Y

%4@XY&02i\$V1QTY.6X^7<[<[JCE<9'-!8 KO5-K1489YW,,\$# M[JF501C.8VP!P5R*j\$^229,[K'L M!X."2N(AY90#@HK-
 DN"1YK(K(=B 4Z)Y5\$BN4 +;\$QN#&-G(3KP48A5.22Y# M*P5MV%SY1N\$PNZ7RC]W[NS!7K@D_ZL!AG
 Q&W8U,K483BHIU*C:33?HRE%Z M6OUOROR;25K\$UX2E*C-/-%-
 N;3O%K3E5MG*R5]FK^*^N]9(RM*Y!BJ7M::93C,-5A)7;G6HN,7%)J2OM=6::]WWK'T7"N:U\$Q]#\$Q?-A*-1IQ>E]%9[W5M6?
 Z%5C=+>V5G>1D%+NUM[E".05GB M252""1C##&?"J:M5Q?L< %4 &;G7X<>/6*&34=*.RDV @;!*E:P;()/8<
 MY!Y4J3R37T[7^\$>.C]'^M>4 M8^&:Y5EV94TU^*X+*8N*DK-^O1A4L]M5S6V7H@HHHKS3TOHHHH ***** "BBB M@
 HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "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@#^"S]H-+@?&7QM&7?S5CTU996"@-,]DHMR&')=&!91M(0 NYV-@^0QQ M7'V:~W\$KFYV)&
 [#!W%FS+EOD+?,/F 7J4GP[ER:CI1PSB^5T^=J\$=[I6735]I6U=C !ZSBTHVJ:7)*XRQ.<>I M.1L.,=6(&#SAEX&-M0-%DO-
 NQYI1N22.!QZG/F L6XPF6:('82LVWHQV85= MN PY4J" >ZC@X(SN("Y# @>W.-M]EJ][*S]FI.W6S;W_)'.C.W/)IO51>O>]
 M^56ML =6U^79)W'HWWC20V%V[22,9^6,Y'^8"60CRP&'S4UBV!R0V]"3T
 M(*#@GI^4'JW "GR@]3@WLY'CJ]=V<=.\$W#^#A=IY(8#!^*2]!&6NMY-I7ZZ[-ZM?=LUUUV>BOKY M73V[:*>A88+Y
 P<8+8SS@<F7',> RG!1.3CD!<*/P#!@. 03!)](Y7DJ!TVK'R.,=SA,+U)PQPBYs MU8 -V PO7.!QSA69U)^3!96/O!&Y2J[22
 /O\8=BN<\$L?E7[V [A'S%=RD(! M&'0R,@.1(B'(D;M&6\$A)(V@[08X4EC&N(\5<(75U+6/-9S MUL]W8-
 6U%+XFHW;5TVTGH[Z-O;[*OI=0#LQG(*JN2HQM!7N(5=H7)"KN4M M(?F8 \$+G=\$C*=S2.L42QR"1"><
 ,A=ODW: ^C323NHK1V=5*E6C1YE-RUO%72LDW9VM:S5N]K:6U4Y^R^ M=C _=5&/4C*%CM"MC#N>3_JRH -. (8H7#"!&,,,
 <8C861VC)? 4"K4.>G.2DU-.-/V5WS.-[M]K:7;DW>VSZK2A'VT
 M)2T3C%R46[2DW%6::25[Z];WOU2\$V3?:.4R>3M10A"9*V\XR<\$ @<[2% M; YE8G
 8G"A"Z\$#')!P3^[#'(QDF12PSC%6;#1]7U _6+;PUX:M6U35[QQ! M9V=OEY;DA,H(T^8L&9"R* 3V;?*+6<-
 /N[+5[WPJ@:UGTZ2=;WS25>WN(P M]LXPn9F4HPWCECH5!QY_P#;N7U,=5RU8F+QM*\$DJ\$9^~J2Y5SV3NUS75TV
 MFT^MT:T)V]BT5B73=/#C7_,OVM[VTO-.!7A"XN9:3TW<>1<]D[Z?*^ MUZ6T=]*XVR&Y!#EIDVP%\$&1("3\$?2,(.8V!RF"&;JCG_
 2K)?CQO^QY MV+*29Y[WP9;CPM?^WB>TABGV*%9!5N <\$9 !*X?QWR1PR1,3)&'298Y M06RRK,
 =QR"BE<[6XLUFU#QAIY, MF]S ATRR544\ 9U!EWHDKM?T)]&., [-X\ LZ_P#1A1117^3I_HH%!!1110 4444
 %9.N:)IOB/2; _\$36+9+S M3=2MI;2(MI!E)89D*.'I'T)P>QP?:.M:BKIU)TIPJTYRIU*\$K&&#X=ZS% ^B:99,Y6QOD+2ZI.\3?
 (GG22)D;D)*^9N"K^7@ P!4 M18G=Y:<87H,?ZP C"DCJ\ ,XW';M 'JZGQC^\$OA?XS^!M:.%^*;&WNK;4;" M[M[;;;,R-
 9S7\$103Q89&5@0IRK#E5)R!@ Q9?M:PLZZQ^S+~\7 %WA>ZBO1X9 M?4Y1X9U&[ADCCU"%9)4+022 I-
 P(T*B78K,1"K\$!: _T[~B]XY+B3+L-P9GM> M<[P-Pi5]C;,>+PZDE"HI:N56*E:2OS)PNO=<3^"/_PNED&/?\$.54E_9>,<
 MI.G3BU]6JIP=2,VM+.,]T]+QL[IH^=^L5(RY(8C.)DN5&<<LIR,X)\$ XX92*3
 MADP!1E& A!X(3^T4<;G8;<@<)MQS23"VMHH%6:-GNXUN!DRZW\$HS- 1NR5C MZ9^7:"N\$4MD-PEM-/
 [U;S4"Q\$R%CN,;%@PR 9HU;*+NQ(@);+<[P!K<[J]M M*BU-6I]JYKMQBU:2NMTWMU2>][\OUH^QK0I~W,
 [2DM5%PA&3]U7YMVE?1V M=^Y*V>#EN]GHO)4\$*3TQR5\$9R @."6"!25V[N^<= .F=YY.OPQE@Q[J]G>#@
 M@&.%?)ABAR&.:^62&R#EV8D9YVX9CN,9^~(CEMI)OY#<'. 5Y;%RS,6.[O4FT'&'ORG.=P' &%QG)VY;"OR[GS,KR
 \$9#G'W0=I MSR< _*?<[NQC!"S9V(T)=]FDY2NG"7*Y2Y7MRM)7EVT&N9->2U3V:Y;)= MMKM[JZ788-^&#;@-PVJNUB-
 XX#X."Y;YU5>)8P.C\&*\$RNZQN\C&R5A.W3S5 MF7\$05MN<(H"-D+@ !5!^4O6+RA)DJP=F?!8D+D[N'~-E!D*6*\$'RPI&:(HO
 M(C&[VB&D8L/G8C,>>G.G"E5AR[!G91;=N5!1V6ZWY4M]M=%((TD^7<[!\$ "2OR[L%6R;CPA MU="X3S-NU~X*MP?
 E/6^7YBYVQ+] D9J(6R%E5I8M~NU8R"8 L[!%?2Q8>6 MVT?%;*#L3@HHD&6+3K1A&ZC*550DTUN,4IYRRNHZW5M-
 =&G=?T _/!\$ P"*S^* @MXT^\$US-) PK77K:VM MX9L!435[Z9;:O?6U MI+=VULXCEDC6>6(E0VX!A[G[N0LRA37D# _\
 0O]CRJ&^~./@H;PK(?8T : MRMU=6^U;2J<&1LX565ONLI(!]I45/7/_,% 'P!CQ\$?;"P6&..[6LOX@- MA_X^,D.Q\M"
 =T@*#)%*O !OG]C]IUMC\; !BS%Q'Y;:M9;ED+8*%1<%MZC] MXR@\$^7\XR,4 ?::%?%Z?%"?%?
 V/I)5@3XX>"VE:18U0:Q8\$EF(7K]JQ@.1&W/ M\$A"?>(<?2 @/XE>! B=11UKP+XCT[Q'IBE%>ZTZXC5I!N0\$HQ'S+R""1V)
 M# J #N:*** "BBB@ HHHH **R->UW2?#&C:EX@UV^@TW1](LYK[4+ZY=8X+: MUMT,DLCL0]JJ]CJ2!ZD#FOD&/_@H?
 ^QS*4"?/P2VX!&LV#=#=NV[25NB-Q. M2 ,Y)% 'VK17SG\VL P!GSXR>())'WPW^)^GAOQ3KL2>8^G:9J-I=7& C2
 M./+@GE?;J?,RH'DJ,BOHR@ HHKQ3XQ?M\$!KX!1Z!+~6 'FA>"D\3W4]GH MC:U>P68OI[+SK@0FXDB#"),%V!.TLH."RY
 /:Z^~+E X*%?L?;SH/C?X,\$\$ MKM+ ,3;R/E(A +/MN"0K9#(0#O7E:%6XQ;28HI MU172+R&Z:U29VC0R>3(X&)%*S\K\$#KG !
 [31110 4444 %%%>?"%?& :=^! M?P0U"PTKXH?%;P[X2U#4XFGM+75+^VMY9(49E>0B65-JJRE2>QXQUP >]T5\
 M7K_P4) 8^>)I5^- @QD3(M,VOC'X=>)-~4>'+UI5M=4TRYANK:8PN8Y"DL#R1L%<%3AR5/#12<4 >@T4 M44 %?%*WC?&
 ;9_9?^7B;4?! _C#XP>\$=&@Z2T2:CIMUJMG'/:&9!(OG)). MC* I4LQ7:-RX)R*Y5O\
 @H9^QXA"O^X3_A>/@HL=NW;K%@0VX]0?M788=LXVH0Y^4@T'_ @H M5^QZ)!'_ ,+Q%;R<8 M>Q&.,@G-R."W[L'O"@R:
 /M&BOB\?) !0K]CTN(M_P#A>)/@H.21L.LZ?N##!*D"Z)W;#Y@ SOCRZ;@#31_P4, 8)91\XT444 %4]0U"STK3[[5-1GCM-
 /TVSN;^~^N13MBM MK.SA>XN;B5C]V.&&-Y'/95)KX^ _X>#?L?AIT/QQ\$A["I1MIS I7 MRY^9@7V@-PY5EVT ?9M%?%[?
 \%"/OV/EW/?^A/V!1V[,D:QI^/G;C)N< <% M6.X@*CHS\$;URC^! !0O]CU)*/QQ%[!R]J%_M:RR=X&&-P#LR0I;W_)>: M
 /M&BOB]/^"A/[KRB" (7CX*63<58-K%B-A)QVP^TDKf1=H8M&'X!49I\$
 M_P""A7["TDAC3XW^&#=02P75[%MH7_6YVW) U./WN,[>G)(! /M&BO&_AI^T M!^OC 67X<>/- \5,N_?:*7V]RQ\L

>YQG'I TT[3@;5Y6D)V%<97[N""',9+ M*?[W7 5J?][43L?YJ]>NSY;JR=XO63<+P1@Y =#[OWEX)HX'SY/1NBDG(Y/ R2>^X9V#D9:G=,+ M@D'C[ZY^Z?O\$]&)\ ZL'YEV,#1UXP<[MHFKVWT^2TLNJ]?*N2"V6QG"<9QU!'JB@K MNQYPSD9 S"/ED,#L^7B&2JOD1,&^] 8CRN'I^SJI632YU\37EM9)Z+1+DN732;N[N4?WD5?>4914==';SCKHF_=V=&] MN)?*F. C)!*D@*0V!;A";6%\$%&! MCRN+I^SJI632YU\37EM9)Z+1+DN732;N[N4?WD5?>4914==';SCKHF_=V=&] MN)?*F. (4C&YBK[<;&"D-G"8'(YPVY-JC/(-1)Y4AV;G'EW,*X\$1P+D*P4MD M*" 5V *0P\$BO@D&R7MS#"ABZF.1F)W[E>- @F4)+.J4"C&W!;0%MK-5:7;(M7\$(66.#!E.6FE.\3(=V3LP=LA VN2K;LJIJ-.5&C5K3CK&5HN V4XWNWHVV MTMUJ[K=7K!4X5J]:=325-2DDGI>\$G=/5J[BW9I]\$]=B6.1)Y88%+%III(5PA M95F0AW).<-D[CC8%(W'M"+JS0O- (S :5BNA'C1- JHAMG0*#EW8J?)V' 2- MH!*Y;?8C925E2,1O"9&4(5? WRX7JR*H. NXHS6RMH[M^EE&73S;*&!P4*E:MB<13IT84[N M513LFKMIW3>[U?WH_7K_()) L>6?Q U> [^/ C*S9M(T2=+7PQ\$Z,C2:@L;. M[;\$U)@6"Y (DB(:4(1ABOSE ;D^%DWP>_F^)OA6=-@OKU_\$T1C79+?6KN MXO+=8Y,L %1@FY=BJ?E"A@2/[+ @E*O#_P:'^"AOP-X>L+6QATW3K1;[[+% M(UNM06VBBN+EP"07;RU7=GD*#7/^'! 73X?;0+JH!&TJ64!&?YV^&?C C<1B<8 [-SRA7RS+* M%2ZIX6JJF'<\$FU&5;/MZTY.S:<5[K2M 8 B=X88'(/"+J& P4%C\!6PU; M'UHP;G*->\$XA3DK6ITYQBFBM[VNJ/PZD/R G)"Y*DHO+*%X&D!3SLY49+8 MRU5YI 522,[:@-(+ <,DC*95_UK,2R;@%#J'(QAU##-/AD\$SS1E"ERA"=PR M3EAPR[<[QPYRJ_KG Q29 G *ML .PDE<\$E07V *"#DLQ_Y:D@ID9! TSA4 MI_5Z>RJ4Y/I?WHPLNK5MXM?:UMJC^DY87%1J2MRM**@MVW'W9223O'57M9J M^G1%:YE,5I/<;UO+JUCC A'S*W\$[DJV6Z*JKN7 (+LQZ#.?F5E#/7HWP*5-X\ C=* &7[U%]->+/+7KB0 MS ,*..>,VQE5OE8>8-^3L&TD#))Y'X'M9!0XFV>(LIK4HU8U,EQ)>%.7\ M6E1:IRCRWY6FT)-.;7WMJUP1FT\GXORK-.,W&5+, <&^=62]^+=G25OY%*ZN MDU)IO2Q_?=16!X5U9=-\.:!K47,>JZ/IVH+!["M(IP,8&;,)#(Z5OU_A-5IR MI5*E2M*G=.2 _O0DXO4?ZQ4:L:]&E6@TX5=.K%Iw3C4BIQ?:5-6?4*** M*@T"BBB@ HHHH **** "OS%_X*8?LB6O[1?PH? 7M%MU_X37P(MVGN%).(I) MH[F[1JLD2EE6+*NP#7T"?\$V8\0Y5QE=5TL7EF+I8B/M2\$9+VM&:TYH5:?"2OUON> M%Q+D&"XFR;'9-CZ<9T<90J4TWO3J2BU"1%]'%OSTOH?YZ36B+=ZK8W1.:J\ MZO=:;GX#? M#WJYH=M'9^&O'%L=>M%M(V@M1?7VHW;R M+EZHJ'+S24E;XEM='^5? M&7"V-X4S_9=BU.FJ->I%OG+6,>? EA*.CY>:FE-VO9-*3YM[*NDR"1=P4A2H MV?PL P[YS@D@#<9SP<'-+D'!!Z<_)XJ9'!.<# /*D8;&*,@%O+O[ZJ]%;#] MJX08. <<=-NT ZYWN^L M?9K1KX=FU;*2;T5[?22NW'1.34?)-K5]%;U[!O6_FG!^);X_."9>6'H< MY?8Y\$> "&H., [^A&0F#TR3C/&,C,2YV'+*<9%'X09X_JYS@'A2Q)W'<=V MW.2I!#>'1E<9(4@X/'7'S;2<;CD*^_CGB- <@Y!IO2VJ]KI?;/1YWZH=JY;C.&P0"Q(X9@,*2<@!L@9CP#RXQ1C;D_W MF4C""\KW//.!P>!.!EAE1E &(# /?1-+=0=G93_ .7E]M'Y65W'JK@KI=7HNKVTMTWT MWOKMONG X.?F;"EL9!/Y'& AQ_=/04[@84C:<>G!X7=D;U_?#D >7@CJ# MYL9#? >)9N=Q^;D\$4URV;>B LG))2Y09-1BUK[REOUU6J ML@TNJ]6M^KO& 2^N]K*W;>#A@.W757E%P: G-7 9J_>TEKI>S;4M;736B/>V2?&DOPX :3^\$OC)7\$-WJ7 MC70?>UPYX5;76=5L[>57]:12NP>8TK!R&S\$?!-?W7PRK-%*A#) (H=2.001G M(-?Y[D6KR:!!Z;XCMO-9_#^HVN0V9B;W\$DDMSXB#Z/?W#RN9)6F>)DIV:OI;7E9]!T445_!"_7X4444 %%% % !1110 M 4444 %%% % !1110 4444 ?Y\ P>_.&GQI\,VC/V5;PQJ5S8P7_PO\5/ M=K!-Y8D']LPH RI@O_K'VV0A@41E=5(K^J?)KOXOS&,(?)#>@11\$A%P2Q4 M,S\$N_Q0;G!;Y6"KN.6(4FOZWO^#UT[/VFOV1W92RCX6^*6*E1AE&N09&%(+QG M!#ARI(WJ2L>UJ_B"N&5II&1#&K'<\$_.W<2,@ \$9.01P1@@@GJ0#Z@F_:]^., MTXG;Q%;\KD^<#GRU4*V- @'S,#N7LA"EG(+,[_AK_P"),NQ>-X@O"XD68QB< MA"P;.P\$H2\$V]&^8AOFVFOE>B@#ZGMOVOOC#;74-VGB*,D- Q.0%(>:7Y219> M%&#N7\$;(2,BOU)_8W_.#B?][L?F270?)"VFW[C<>\$YM:TXZPT5M-[E_WF21)462- UD1AE71@Z,/564D\$>X-?X1_P#_& M^G)[.?'C2'X@_";Q]JOA+6[*[M];B]TF^EM9I+(72LUNS0LK[3F48768=.8+GY@-^B:ZPX X.%7!)Q#C8_NY_/4>@ K^07_@ [X^%WQ1O/V2?@Y^T M-X\$OI;/0O@=X]ND\6&"4)*(%UA-9;*\$J[HTN;::^ (W!WJ'. %;^OJOQD_MX+!_F^_ \ P2^_ :!":?T\XM]*0M&D1F8PZ_UU?R[0 =IVKC?T')>@# M_)7]K[XP[KIV\0WKFB>.3=/D X"HPRF20F5Y.5S\,^_PW_@S_P#VR];M1_M,?;X.?'\$5Y[@^)?A]X??P;+ +YC/JEIJVIWE^C94%E2UB"IESM#!B"YY M_A.=!;W- _R,3']J@7'R;&1V7<01QA58;>]<[>^*_;W_(-R/BC<_" (*Y M?LLWLFK-IOA_6_\$&MZ1XCB:816U[:2>&:- K'GC'60^"BWCWX2>&-7GM;;X)ZDWA>3R9B@4RP?;&7:ELB_JR79(!DF967_MS&+,R%?)0[Q]A_9'A[7M6Y_P")7HVJ:C\O#? Z%8SW/!['JUP?6OV_C_@H3 M=C^T=^V3^T=I8+I+A[CQG\2M=G\$EU*9)E^P7DE@"3(JR,#)D<;RN0&V@B-A MN_.6M?VN? C%(O)GJK[4OI1#&TY?#RD1(N<5UPRNZ[5+JXVB0]:C_@%\\ M_&OPU_X)>_LZ6OQ'FEN/&NNZ/JOB#5)9'#@>VNKZO=7NE[<\$@YL986W_X8," M*_QZ? AWX>U+QCXM)>%)\$T^6_P!9U7Q#I=O9VUN#/-E?"/X>6\ELBA-ET/"FE=[@/X_MC8_J@*%8E!NV@_AN-[YYL;J^6** /J:+]KWXQ13I<#Q'?>8N&.V?;N;UADHV_M_RY)8JWSG)0CBEA_:]^+\\\$K2CQ#>MO\$B,AFPI65"#QM(=_R8=%_00H!9>H^6 M*DA.V6)O21#]X]T8'[YP%_WB0%ZGI0!]12_M6?&"\$Q%_\$>H+','N]29LG;A2_M,#."<-DHS_!J]@H_MI_X,V?BEXT^ (?C7)K6? Q'JD^H1_#2\$GD+^6WJ]E7<9_MV9CV*%:%64DK(X9DW8Q&W^?^+D27,;LC-&C2\$[L%E8\$D\$XP_P_PGJ2[%@#_M\O\ >)_P9/L&6_M>D#:"W@\\@#"@#^S]3Q\N6^ID_D_G@X_P?Z\$M%%"@_M[4]]Z[:0%((!&-I48_#C)&#_MD?M9,\$_98 M_:5<@L%>7QA8J."P"P]0DJ#@XR.A^E?X3&JLKZIJ+HI56O[QE7).%:YE* MC)YX4@#SDCC+-_7D\$<;\$B+S"OW"NT,51=Y M4L418FB3]K[XPO=?;QXC0UDV(-^? <"Y8@*6)&#_*G!;?2?E>B@#ZG7]K_MSXOK="Z_X2"9A*!I3SMJ\$EB5 &*Y!Y.24;!&_*VW[7OQ@MI3,OB&]9;1_MFX*%@)^8RCRS@J.(R3@[R,"0/E>K"2(+>="@WN8MCAL\$;69F!4GY@1W")*_<M GD_@'[C_LJ_\\%O/VN/V2KDW7@#5K>YD*D9OTLW!;0,L@*O8R!8]K?NT7_1M_M[CYWRO\?= _P1^_X.#?A!^W'JGPP_9[\? 7[6W[0?BS1M9U*-=RHM],8Z/;P74_MZ-,+2"!GD\$@C(8_OM4\$1C*_Y/%>P_;XW>/?V>/BAX9^*_PU0:EX95>'+ MH/:ZII5W+97:6LSQK?6ZSPXD'7-NK12*I&X\$9R_5(!_O*JZNH=&5T895E(96_MJ&!((^AIU?CW_P19_);JTA ;N_9#\#^)OMLL_C'POH>G:9XF-_?1W6HWM#T#_MS2VFLEN)T.^PNX8VB,\>W<^Z=HV"" /F_)WEKX%(%:M>VUK'<+;7%Q?SVTEM9"W8AG+Q32+/B)?\$6_HS_MN'^+9^UK^TIXR:_C^_WCGXN>.M8U'7+ [Q!]?Y):RZE?27EQ;6S,8X\$S\$S!&* M((SY8C*0[<1*14B@_:_X^+G[G2Q\2_\$SQKKM_%K'B?5[[6;R&SN7BMO/ MU"519"1\$(D[QFV;8T"C8VWPJWUS7IPD\^NWXDW_QR*]OFXEC(B1M_MT.%<1MR":BJ'#A4PJC^AG_@EU_P<)_M!?!LC>./ W@;Q7?P7'P;N?;\$4GC!Y_M5MYKO^S9)UEN!&3!LS_V&9'SL&\1_A!_-'2CAK'RO]D>/_"FC M>*+)%D27R8M6LHLK0LZ\$J6C\\$:>G&#@9%_J'-%%%_YH?%@O\$%[X6_X)S_M_M.ZYI[V]W8^_V2&2- 0S[LC"KN^4%C@%FR\$&7(^6O\>.3]K7XM6\$UW;0Z]>, MBZC/*%EN& <#9=LPC8%\$S]YD8[O.8J]*LB;J_P!@;_@L^ZQ_\\STOVJ7=#(H^_M'EJE!U.YE53CJVUF#;5^8E? E^;!K_%CU=XVNKA5B*NEY=[G]#;PT@4?+D*% MV':N<_*[LEB_?VK_P#!HY\;O'? Q+;_>^+MGXEUE6[O8/(AUI3HNO)MR!NW7IAT/WB-O '(^]C" MDK_GY4_?4K_M=_&"2"&%O\$5V)\P@B? EBQ'E@G9RJKD=EI:PHQU2;JKKXOS) M"A\0WRB"%8EQC=R2['Y",X*^<'<1DXZ#Y;HH_!HIOVO?C%/DK^([WY%BC5 M1+H2\$';QD_?-ZY"@#Y3S1+^U[!8I9GN#XBOB]L_T^XIL;5&0BYV+@A@J_ M_P0=^*6:*/JT_MA?&G(U^!%T;H-]I);>T6TDDISB3+E/NN0[O*#!KTOX_M'?M6?%;5OC7\#=#,O?%\$UJWQ=^L5S^_P7BN/&NC+)D@#>?)>13NV@%N#_\$/ M@>O7OV?<_P#"^O@CC.?^%O?#7&I.?A_J]%;Z!]*3[_=IZ'C_-'^[KX+*GP= MX3*%F0^&M*LR[6*G2[4J64? =)&CL>*Z6N5\"@+X(!'0_IX5V_ =!IF_M_ICC_3%=50!]J?MT:G=:+^QA^U5J]DQ2[TS]G_XL7[LY];!6>U\%:S-\$P(! (M(=I@\$\$@V@9K_!7#^V!;8OEWE>(+TLMVUV6,[\$N9=N]&W+DJ0"!G.]64-@+W M^TA_P4";;^PU^UX>!_QCE!8!DD@<^!=;_4_G/R^IP,@/-KX+UB:-A\D6-[!5!(8A\$6,C@.?)5ZOVC?_(-;94;_ (+)_LL; M(B ='^ (R9\$IP'C!:_UYC_*=C%\-DM2DABPW2Y(_UR* "BBB@#^/_X/J%OB# MXA^N]>@O[-N>&KV2R M?;F^P;LA>_#0+64JV!Z[@H*\$C[V_&*Y-R/\$%X29)6*>=\\FV3<<;=N.&8-@Y"[1@G%? Z"W_!ZIG_AB#]FCK_R M?;6,XQ_T+EEUSSC/[WYLX_AW5_F4_?4MO_M= _&"WWE?;\$-Z6>%TYG.%=@@, M/DZ)U7C/)')&,> (KXB=4C+&?YD0,&8C"#DC_M=HMLH!;SXVC=G.S+^U;_B9PX_RV_._%/[67Q8N_B9\8[C7[XK;^)]'7+7_M) <8^W0L>#%\$5<[VWA6DC!"]0%+^16\GDV_-C:Q9AC"X4[2Q8A0^T+?%CQC_%7[+ MUYX8U*YL=^H:ZLBP-Y:2!M!N482?

(0S'%."6+I'M =8WR?WLU GI \ !ZG# M,GBS|ER=G=H6O|858U9CAAI+OP,'#;3\AP.#M0.%9J /XVT : \ C\$BA1XAO
M3MMI(\$+3EVc,@^9D.T!2Q+?,)%#(K>6-X4\$N/[8'QA|MXQXAOU#V\%L6%R-!&AQM0=A@<<,P..F0<\$ ' .14% 'U+
M'^UW\7TBD4/B&J9)'QYFY|PH1S|GS'0IV|>=6Y\$J|L2N#;T _JL7XPV\$MM.GB& M^:2UN4NTW71*&1?D'''+RBK !FDY90QR"
>3G|H4G<0,[1N|3ID# .IY(X&3 MC)Z D ']|>]O \QS^V3^SG=:-H%E?V5QX6EN|,M=6,R6
MZWLIDTP9GB4M961=LA8W60 MA6&2"?|@W:V=NT[L@;<' .3T&.N3VKWS|G/] MH'XB_LS? \$K2?B=\,O\$FK>?%
\$E@SVKZIH|Z|G<^2Y|+?VWF1'A##((|P:=7X ?\!'_K (*L^" V\|V= " ?A M[5M2,'Q&\):9;Z#|#:KJ227NM7NFQ-!<2(LR13RS2!/-
,@L\$&/GRKG|_P"@ M HHHH _@I !:GF/QG\8,(X2KIID7RR DJV:|[(U ;>D;QG#ABP5< '(8MY%" M\OGI&\<9C6"/LK;3.21L/S*;;
"@&W@|P%)S7L?|0*WB?&'QEM:3S?*T\RE MQ% Q|"P40
G|OF*3^['(4EBQV9KQU1=26L2@J;AT"N\$7(\$A.&VC[X3C;71WO_CUF_,\RG%6C M+G5I-6M[WPI|]=-_ "AY=_ .G&T%%,0B
1MA&,N,OC=@,N5"MLP,%L#IR|FU1C KW9JTTT =4>:RMRM14%ROK|UD|)7; M;:ULSQWK-
^ZVTHKM>SLVD|^;5R;MKZB\OM)!&,X.1R.3|@[QSP|R. NVF MYZYV@ Y|'P /O^CD1|##^H^?) =X|.5.XC/JN>VS:3V:/|^ -|X-
^| QSQ08 M'+|MZ9X'WAA02,9#KD;"N%08#YI:IUNE|Y2:MH|IVAZIZV?3FT%9Z-<6Z; M^ZW1|)%WTN|;
SSNQP>O<[(@,|L<9V\Q@|" 9^|T%)^ \>Z#'JN5!;G+=2A)XSC@4 YMV|NQDY& 6#\$8 '9 MG8=L@.,,
<9+1N!!)R"IQ =*G;SG|;,.48Y!S^|(R 0DNEYZ?NV|)^|7M-|4 MW9|W5TUY|;V:T6MKZ-VVOU6RN|[3H,3ABNTG&0-
IRV.JC';=Q*,C)SY?RU\$ MNYKC;A=C1QGD\$#>R,Y09)!4C:R)G*KMD/S*^)|@'8L 6!;[K\$*#N)CR,X79C M ^(\UW;LC=EC).\$>!5?
[3C"@!-XDVMN&6(Y&|N X#?/P%|JH349*[LYJ44Y* MSC9VSLMGHW:P@ \$GW>(P"GR M_/N*D,B@#&Y50-D<. RX#
5"Z3O/YBQ1E5D2-=F7W66_+=LI1=XMWN^6R46WI+E= *VURJ1= M[#J;|@'^ZKX "_ 2?@W\|_ %V-&M?L=MX?\
#NF6\,.#=-+@8&!@=MXQ/ZB^B|P7 _.;U>(|?04|64QG+#.I"\:E>LY1A**E+=E M;E.ZO?EC;23;|AK|M?\
@KK|;+QC^R9X@|0K9Q7.N^#-4T|_P!|)9|T=T6|N M5MKW82-X/D-N^3Y@%8|-P/ZE5Y#|> ^G? \$3X1^ .O"NJ1>UO?
#V13>4C=-.M:6<|S;YX8D'|.#@ DD"O\|>|L|EPYQAPY<9U*#-R|-\%7J2INT 8*M&->*| MU*4XM=4VM#^U>.,N6;
<+Y|E|HQKRQ&68N-.G)7055*4J37|Z,TG'S1 _|6J32 M"(Q"/+.'E55)*PKD2-D=?G5EZY?&T@DJS"3/*MPKI\$LA*094<4C)9)
W168 M_+E22K' 4ID"\EAJWAZ_UG3=4CDCGCO;RV\E(\<37,I*R#Y6\(&% 7"NH^7 M!#8HW >|;.,%\$7,N-
IR,)'I^7Y@2&ESP,%AB'K_=[*33QV5X/&4H<|I D=C<'.+J8.<|[3#UJD|)J2LTX2MRW7O|D|.M&\,T%M>R6H5;F2(R0N%
M96&2(DR#A I|(2BY1|8:OA)12?(U M4IZ|UW=)|ZIQ6CT6|5IUIX.I&HIRBZ6)ISLG=IT[-6U34;Q?9ZZ^A_,Y^P| M|1)?B?\
LQ?"WQ1.8S,-!M|'E,8?F31HX|BY?#-(3'EF P W#8R23|9U^27 M
1J|=V_B'|DC1O" LUP7UGPKKB,7=NP(|,M%>:Q<26V,LS;'R64\$?Q\$J2I'I M^MM?X4^)>3O(>| B|*?8/#PPF?
9A&C2LTH|XB=2ARWUY72G%KR>|/|:N \ M>LSX.X;QO/[257*]|%23=W|2%"\$)W?| BB_E;4****^&/K3\^OVSOVP+_P#9 M?
U'PN9+P71=<-M|>7L4|#[5-]=%D5XFPJ" &W8L%""=VY|JM|O| @HA| M\$/'2V=EKWc+1M-U;4)
(8+.W#3@SW\$CK'Y2H4<@D, ".N6+'EQ)&VU8[4:3K#AG| KDG|7#\$L,+@_ S)6!OM!OM MUS0J|CU#1KR.^@?
S\$7@=PWXL>&T,?0 MHO!9O@:U;#XS&T;*M4|4ZJY=6G%|<;*TH|79_+GB|XK9QP#QU|!8JNZF758 MQKT<-4?
[KZO4A&VVUI)M.V|Y6V_A_P!"G3M1LM6L|?4-.N(|NSNHQ+!|24D M0|&&0#V|@&KM?RE?L<_\%0/B-X+|?6NB?
&O6G'P|H 81!)F@BAD13(7O% MR4EV\$*|E|[%,*5_3A\,OBCX0^+7ABP\5^#|]12^TV_ACF0%HO/C\$B|P)8XY9
M0AP>FXX(*YRIQ_/?B7X3|3>&>92PN:X>=;|3M*ACZ4|NCRSE)4J=;C&,:SB
MDVE|K;LK/W5^O|"^).0%+&0Y54PDYPY|EYI3I)2;<%LT|4|=ST M6BBBORT 1 HHHH _
#_@J|^SG%|OV>M.4GB>|)ASRQ&(YXK^'S|LC MX(ZO\|OCCX|&WUI|BT>^NI|[[0=O*3/+<7RGG' ^/K|_-|+\$Y/&I5?/3A6E-
8J1BVO=53EG*VSJ+96|XY^|DQPDHSP MW%&8%J=;DV B^6|JVK348QFVWVG3DG>SMR3;;;C;YB3?O92 J*24.,\$[3EL|D
M;0/OJH).#L|)P)1G SMR,|1^0.7HH""<8YR1&A?R;4,7,B1E)\H@'FJ2JEF M&#D*=PR0 6V,2 K)DXW\4'D;OESCGJ5*C<.,E3_
OWBWW\<4N&W<9*E54 MK@?WLJ|QN93G*@Y+'#@9W|E);<22=N20?E))##J<8:0X;C<%=<'&119+1-MO MW-%K?
1^T|V5^_3YE?>I:|K|TK>4FKWOT7J|(3A0> ">"021SQM!8#VSN /L0#+ZMQ%\N:0 Y8\$<;3POWHS|Q' ' Y XV|
(FR=I.QN#3UEI|R4M\$ _P"7EUYNNUWT>O2R2:\^BU: M?5);7LDM;:W_ #@8 P%+\$GY>,-
R2P"! .64#D'D9.25/W@!C&,\$8RV|Z|YX MWXP,@;=IR?GR*%W#.XN"6/9?E8 DA1P=Z|EPQ/E@DJ>0*/FV'@D|["",J|=V3
MGC.S'|([OFZ4M' /K|J|K)62<;P7^+=K3>=>H:Z^BUL|^6+^ ^RU?;3I<3OCC;C M/0|,?PYP=G7|(&YNN3S0"J|B#>?
(2O|QNO1%SMR3HI6D|6JY26JVLSS2Z6_.R7: ^>|>C|IH#DD' QT&#V|./?C,F#D=0|>C) MGE-V*1)&9\$=CO |C<;6!*L"
(XVY0 C:QX^; :0EL#&>BY|@<%1D|@ "0C M5L> >:8OGQS&0!_ +P@7*J/WGS"7_.|YE.00X 51E!E.12G|/WWS/V?|,?M71F)
MCN3NGW\$9W/&&8J| (5#%N22/Z_/^"2?Q|G=?LC^'8+EHL^%-8U;PY:1H'5E MTZSN&-HS*S-Q|[Q@KA4BUT<2>
(|:W8J6"7^I-&DA;S"2S(ZY* MQA6PQ4@*P\)'TQN'Y9OX7/-*:7/D6/PN/FY+14:LH4)\DFF^9NNU96VDG9 M; T|)&G-O|
|07A92;_M?#UL,E=>|[*<9-;+F@XZV6WFT?T)4445_DT?Z+!1 M110 4444 %%% %!110 4444 %%% %!110!_G\$_\KTGD_M-?
LC2|%;9|+ M !.Y4J5#|I=>MOO-SO/&|, ' 5.\$QG\ \$%+(9I'D(52YSA%" +G@=,X4\$Q _G*_LE _9+|/%|_|
*#EOUSQ_P| \ + P+=7\0\ 'EIH@ Q >1 MYV?> +J,|@ A>/_ 5V=5UCPQXAA,^F:A: MQ!X|B
#\$SD'F;R|WH<;58)N;|D8/7G _@F9^UZ)5@/PKUWSF4-Y:P1LV 3O/^ MNX&
&CW;2ZY;:%>ZO|, #_@W|_ 9H^>|WCC_@D=@Q|XJC|0EN=3U7P+==7=P\$@5 MI)&U"6-
PPDAERJ|O"Y4C"X=B|JC@U^@QI 8T^!IG-RWALM*8)PSP>7Y19B4|O| M-@A@WS9R<@8(|;< ?XMGCW|B|HGX8Q-=^+O
6J;:# #+(TT(*;\$1Y2^\$D9F MC*IMQM|PD_ZL|D+_"|JR75K=75G>VWD722Q"X5D9)\$>% '09|Z>8|P#|R@[M"202|JLSXN?
|S|O| JEGXS64UEXM)*S2+&-8F:|[93M|M|H|D?9?OL#|S=!@;5 M!|9OY?/^"S'_ ;3^\$K_ .%2^,/V*?!DC>*)/N(M4|1)>7P!^Q6LC-
>.."3 M96WO:@K\$4(#'AUX44 ?YULT*Q+"4?)U<1Q|R_%OP1K<|J|I=KK-
K9Z_IAN;F/2KRQU(P6EY;:9XX2T7|C|T^%1.5<@9>|B(_LZ13)(9%N\$F B("KC*#I)Y.' M4|^6)6,G*G<./#UKJRSV.|R|-(
M66155P&3E=X' (8!20*)|K^#- _@T; X*%Z9|8OV?M? \V.&&O&Y^ (OPK_M3 M7_ "6GRHL6/AW:7&GVD"Q)=M)-
*+O4GF<+; *Q(G;(CC 7^R^@ _HHHH ^+^ M@HPV|?L+ M5&((6;X'_\$-660,8S&?#6H>9O"D"KE^ ^"H."1@_X;5?|DW_!1
M;SO^&VJO(QO_X4?|0|E1E/^&U#< 6!|.A4%<|<'7<*_PV: /Z|?^#3: M[GE_X*2Z(4B187L|+|MCZ'^Q= <
<5<.,#F&8N2_K,2,X")_JIU_E3?&EK7_ MX*%Z|L61\$UC<="=P|R|C|:VOB?P+XKT|:->2QR'4|O|./Y&|^97F5D(&Y6
D\$"O1: ^ M)W|KGX4|_?VG/CE\YH9\$D|^".M=V0%<*/-A(F2Z"N S)E1.H3:VWRRIVJ MV4'+?LX?\$C6?A)\VU3P|XOT2>"6-
Y(V"3WT%K. T;*Q!@FDW*6 M"LN0&YBOD&3|J|Q:W'(8M'.KID94L- MR %5(=@?EY% '^ \Q|/%>G^./A|\,%NEWL>H6>O^
O"6IQW<3F5)7N|!L|I MOWAY=EE=T=N?G5N2:|K|B?^" \$GQ5OOC'_P2I_9!|9ZM?1WNLW'PVM+'4BK*
M9HIM/N9|>..Y57% _|J|MYM|YOD*^OSPZ\$A/E OOSJ'R8Z-W4"O| \$(\5WAUGQ-XG MUM65X|2|1:Q?^:H?
8_V|4+J|5ER&8*XD^7S#D|@,DAB|J5K_ (.Q_C3_. ^ M"77BWX>&\^S3?
&3Q|IFA1Q*L9DNEV|ZCI>MM%EG5TC^0.Q17),:D;2FX?Y2, M N'M9L;S"TB0@@Y=MG.WABXRI)8^6P|!991&:/VY_X-
Y_A=9?%+ @JW^R9 MIU|I\$&O:X;\?;XFUVNR8\$FM&M8Q)(MU^+EI8DE9#N\$?R%1&YY\$@_V*H(8
M;:&WMXDA@C2&)&J0D<4,2A(XHT7"HD:~%15 55 %?YIG !FQ^SQ-XF_M;:%^+WQH_U_29I=\$\$_#*:U|-
ZFH<0IXIB|1Z=#*F6BV,\$M)Y&)W;MP50J-EA MI<4 %_E_U&?#N|^+?&\$C^&=#MGO-
M8UV_M|,TVTC^ _%.VZ21E1+\$EM=Q^;R\$&X|3>F&8-C;N499B|4O_#E?_ @H1P/^%%>|)OF*@?Z-' MU;US/D 8^;
(W)P9%0\$&O|DCP%X0\X|I\)-I%B|0>#/#\$*LUK\$"%BT:S5?E MV8&T%AMQ@&X<,0I'5 _" &>%^VB>:,=/&BXQ|S|JASL.2
V03| ?@8 /\8O_ M (SSC.-GS|L4I_P|""* \ P4(&?^+M>)N"1Q;1GD\$ 8_?Y|(1C W_,F-9%&ZO|G\ X0SPM_T |J|QTQ|JFC^|UVYV|O
MO_/NSOS\F_ROW=' AGA?OHFGGU_P!&B<|OT08WG|(& /X-H)! ^&1@_ MX(N?%!X9XY#\|/\$KA'.5-K\$RD/(WG
N<|@GR^<_P.VY4@BO|?%| @TT_8J_ : M5_9.9?M,^&KX?:CX-T,Q?"SZ<| &B?:!Z9?*|QJL|F|KN-7W;Q&P|N
M\$D2R>7 _S_PAGA? _FGD|S|FAY|X<|)CYU 7&,(|F\$1MECIZ;HNEZ.9SIM ME!9_ :+|R(TCWB\$,
@VP+NLX.X5FRYW\$LS\$DD_U****_/GO|K9|) ^RI^TP@ M 8O\ /C&H#&+N4EOAYXB !7*[@2<|&AGU?X3&I KJ-^IY*WMT">>
<3R#N ?S M /L*_ P|VC|K60Q?LK?M+RJ"6C^ /QBD R24^GB)A@97)R.F1|17^\$ _JB22 MW>HWC9Q|J|=V<#!=YI)"1C&!R0?
D49P\$S|P0 ZCX;_ #7Q=|5_%FE>?!ERZ MOXBUMYX|.L(&6=K;33X7.?DC(/3+9&T'!QJB'_ ()D_M?"=+?_ (57K@>2

M,3+F!>(VV, [WY<%FW8R0%&T/NX^O\ _@W=\&Z\2/^"K [-?@ Q'\$;C2+M M _&3S1;
^ [R #5T\;N&#KQ1EB);WUS>&WDUJ _N+2QTVWAMTW0+-OEE2(O%F/YF0DNAK 5=K "Y
M8@^+=A# P!K_P#9J^*NM74MEH7P[^,G@#Q%K=PFW='HNC^U)S&Q6-G6 MW28H'D6, !';&Z2OJ)\ ^\$'Q.\.?
&GX6\ /BSX0F;X\,?3PKHVBW0YG 5I- M-UFSC0+9F"NZ@[],<.XXX8\ /1Z*** /XA?^#P[|LR;P7?'AM^S^X'1PM
MJOCCK4KF'XBZ';RS+<6FCWFE:C1'49-IWHNUE#C^:NS^T27*16T;S3W), "11 MC+R--FU!@ _V?DP.'VDAAE6
/H[|FG|DSXT_M6^+Y !GP<(\ZAXKUBSM[;\ MO+;3XUEDAM[KS?L[G>R1XE,+@?,VW!##<-I H@\
_P#!MY\=-6^&5CKOB+X? M>*;3Q7+;SF;3Q'8+MF2./RT7?,\$:0ER5+YCEZ^*5(\ 4M_P;)\ \$M]%_9E_M9&\%?M%?
%#PPMO\&KXKP2:J9SRLDL.^!;|#=>&S#):Q2QW1BNY&=2[H&0= M2!M_JF\$<87:(T"X VA%"X!R!C&, @@=
>1S0!_BL_M)\ \$E/VPOV;[76?%_B MWX4:|IG@K2[R9\$U:]MD6!T@B2=N(IY&:)H- RA-[\$2*PP5" F HE2\,C0J\
MZ1FA=^#K!PP0[E _=DR,J^V05."PV^YO|V? \: * 9J^% [3OP[U^X?;\$S1UOO M#^H^:9%MUAAG5YHVC=A(8G/S!LD=&8 MG%?
YPW !?[@ _@_XF_96^(\B3X\ L MU^# +F\ 9WT^P=HMY>,DDES=KJ\5ELUEE@L WVI@SL)P_E\1MO?; #^3_X
M9^<-0> @P+X+TZ>*6|8>*>T&P6V[Y[G5-2@L81\$<\$>9YLR85261^KPY M%?
[=O !/CX(WW[!/I'GP\$^>]S7\VK>& AQX4MM4&I.LEW#?1Z)8PRP,5^6- M(Q\$FV\$9\MS)R-WEQ_P'9U_P;/?\ !/I/VO/VV]#\
<^/= "N;SX<_!G4;;5+J7 MYT:T6Z(D^M:3',KVL T=(9K0/'\$6C8;9'Q\M790J9%0%4*.B@^/H!@4 +111 M0!^77 !9YF3_
(I_M4LJHS#X=WX42 E 3E02PP#DC:!DU_BQZG))<7 MMU"\$C'DW5\Y8+L8XFF>1B2O^T]_P6<\$Q_X)J?M4"#/F_P#" MO;W:
5 (#^9 Y8\$!#&#X!8J2%!) ^ BNWTC1:GJ1Z,,J^C(V\5232(X.2" MN 2RG#88*!I&: /!"\A
@S>9[SJN3XR.L:XMOA;H^2L9SY2ZW.%VJ]"Z@+D^*V M!NC4>:K!?.* Z;M?YC_9H[\ AM[XX[<[?^%6:'YG3I_PD,N/[K[V,XX\
MO>3\VP' \$X* "BBB@#^!; @>6,Q?LJDOB5!=U[8F#ET X2%RYSC "XS@D; MCP.<_Y^_P!GE ;*K^YI7#;O+YRV
OW01R3@8(<\$QY&Z\$KG:??@!\!_S_ "2]N&+B1Y-VQ(N6(*+!+QC&00Z@ M@\$X3D ;MCH ?57PM 8C_
&AOC%X)\B/X#^":KK?A;49KB^VU_UA5X9)+6XF MM9T7JX&+)-"R?=Q[(!5ZMC MX_UF&")@>81J D;,:)E9BB@-'& M?OV?
V. @B< \4VO/F=?LQSNPJYS:\ NQ MM8J3P#N'% '^F?^"8G[8(S_6JUPX\WD6ZD\$1D\$,/WF2)0<1\9+@J0]_-2
MG_@F)^V%D@?"K6^&91F 9V;U)/F<*?N,W(\$GR#/\6O\ 9+ X8[^"7./#B@]5 M.+;(8+L5_P#CU^ \4RC\IL.U0HI?^&._@AD8\
J%# +M&+;Y413L4?Z+QLDL?A+PM'.NR=/#NB),NW;ME73;82+MY (<.,#CTKHZ:B+&B1J,*BJB@_#" MJ H& !@#H !Z"G4 ?
(/_!0,X_89 :\YQ_QCE\8IG=LZ^!M:&-Q!Y/0+ &3L MR-V1 AIK<-"A7RXSYMNL8++G W-N(4D%2P,B,>I;B^YAC_9&1_P
,X_&+T_Z\$7/,>=>#SU!Z],CK7^&/) (TFW))5%VH#CY5SG "@ #))QV MSC)ZT ?T2 \ !K2?) X+(_LYQLL1_VD?\$8[F4LZ_ ^
=;E38XX4NI!XSC.&(Y M_USZ_R,O^#6LRW' !9/JG^8EAY.C \$A7VE & ^ ^M0KPWS'C!D"GU<# PO^ MN;0 4444 ?
QA_P#!ZK_R9#^#S/P/CMK^52V/^*;LQD\$?_P^A;L_3C_OK_@6VO\-\$)(&23@?4T ?9 M'[, [!G]2_[7^AWQ-
X1^!OP\U7QIHW^A/6+30]=NM-B61;+4KVS^W06TFZ2\ \$ MC6Q64+ <;=GY3CZ5_P""\
P4(Y' "BO\$WRE@?)&CZKZ8GR0< +@;GY:_N M37J]A? !E#H^GZA^S^VA;:G9VUZL7QV^*1[9H@X!3P-8^Y'90P7>-P7<,G#%
M,U_1_PAGA?OHFGG/7_1HN< ?Z(,;S@D+@_ (#YP64Y- MR!CC#DX"M\@+ -Q7^SG_PAGA? H":>3W/V;+G/#?P8^9<+T^0
&+8_P_U'_"& M>%_@^I_M_HT/!"G[F/E7Y?|L?)-O?YJ \8?&\$8_ ^"@MK!.TGP^*2^KHL M?F&VC#([NC+ \PGW[24564_-&6#-
&H^]WOP^_X(U_\!/#WCGPE)M)OI^EM(P=D\$X884W?S22%AB+Y0(D\$LG)9*_V+I?_A2:-HVT2P"MM^|;Q_M
C8P:!*\$C8PRON!TKU^@<<<>E% !7^>Y_P>K' (J'IEC_%>X:GK9PX?.%T9N6Q\IC]0? MG^'\!OJ".O\|_@]5+?
)#^ROMWY_M76BJAM]JEAH8VVC!RXX!8Y" J,'>< M^&=RKO+/*T:0XD4,H!7YI=SH_IY.4#^<%"_J[OO,-WV+V/V!VFOBCX,TO
MQ[Q,'>KZQ9XUDXT_4;:%6BN-H+2;"TBG "OL+ >8=H7D/L^_YY9E,\\$C;LS M;CR0\$#<6;82SM@G))5\L&_USO\
@A/^R[/*OZ/ 3'_9TU36]2\O= M1V0(E)+N1E>6:W7.]FAW-N\$@>9J(I5!ELSD _S;C_@F?)_M=6S;97A=K2\$ _ML%4F% K!I3&C
^;G# <95_P""6?[*QJ8^QCX2GG^P"#J]U- N4#LX#9M3PI=L M#.3D@MAN #_ \$VO\$GBOVCFB\F2&54,4BLBQNFS?&026-
Y#<0SQ;I,(*S1&:*\$NHR-Q5%4.6PJ_A0 ? M2W["/_;OQ<_8B^/7PX^+ /P[UZ^C@) ^*].U>Y_.R7ETFD:C&'D@GCN;:&5\$=
M^2Y=Y5(>!,9W!0?)I^J^JHKP/^U7 ?AM()M>^% ^E,J;_L-WI= MM?>(&9VN6=E22 [2L^86-0Q#>#>1N\ O]PMR?
ZO8#5N]!"A1.'+RKV<_M4[K2U[ZJR3374_Q[SB[S&K^4M)3BG^VC>FO=6M=1=N6[MKNK1,999&.\$E^LO MS-
A2B.KY&S:Q+,IEV*,F)5/-2X_.X]>_V<9P1_U.X]0^2_I4C<%P.0 MY-+G6NMDTF[-R7^H)Q72SOVO>SN>.[\KW>E-
)KJ]MHR[:KX=;VLW=.X=&)SP_M0.YW!NA&W[H;:-O^D%APP&5V@\$D!^F^*@X+8P./XB>.\V_-&% "DC_#SE
3JY1]WKD=1G!SZ)G,I^YCG IJU^KI^Z=XVG]MK_MWHVOJK:Z^*ZUZ,E7TM>@FGRZ^?X=4(I C)/(R<_JN,JQZ8R1\@(^8_ZSY>2 ':
M03Q.2?J]K)W8!5OXH^B9W(H.#@^ ^TL>@X&;,@?XMW(R1\GW6XQA>O/=<@@ M_P
)'R[6/JN>)"2P"+C@A+ELN7E:M)1]ZZ<9->T>F_*(^NCOH/9+SM?1+^7_MJ[Z6?EKNK"C_^[G!YW<\$!/^!8DI@A2Z@_D
)Q8EO8 ?>J=S9!&TG.?GQP_MHY5@>?G%+GDMD^AXQC_#?=XP5('L?S#&!ZCCTZ_Q#B,?-G=27_M+:[KE4;\RUI]7Y]
[_ %=?A;>Z\GU=]O3KMLV^RZZV!AD,H^KP1P2PY7IR3D9_MP>?N?=8Y!"W8D9E+!E5B6'.0QWDC(1?O!6)W.7&25&2\
9ZMMW(3A>H2MQ_MJ[2-N6Q\$N214+2>0LTGR9%NZD.3^ \4N-\:MU(8!LMU"@[_- MM(>)5R;?<1)"(U8\$-@*
JGI]Q>5!F'0Y0_*I)@N&21IX"S<^6RV,80#S;PC_M]S% C)VDEV8H5P,A\,XBHX8>6+Q]9JG"83G;E;,>6,>+2>EW;6^JO:VK:M
MP>[JX3#1IRE^I7HPCRQO>_G*+[-DV[*6EU9'_ _ \$7_ ("R>-/BAXE^*VIP_M[M+%\%I,^D3W\$,Y22_DNY//MK:8Q>5YUN(MDJ+
2!N+X9<)_4Z..!T%?!?_M_3B^!|KQ?V9!|FF?8?LFJ>(>X74:D7B5)VEUK;>A)&&2RKYA9NPH;P.!_M]ZU_B+XW<8U>-O\$?B'-
'5=3#4<:6P6#][GBJ.'FX2E%]5.I&401KHDE_J^X3_M\O(X)R^K^O^PH8G\$8>&*Q-E\T155S0Y_-0:]W97?5L^AN85N;>>WD
9)X9(M74]"DJM^!SD8*L14U%?DJ;336C337J]M4?I\$DI1<6KJ2<6O)JS_A_:;*+M MX5_:Q^/OAY\$-
I8Z=\0&FT[<#&#&EB^GVDSB!0#&(O-D?>57:K;MAW9*_@A#J MQ,@V_:'G8;FRX*_NQM8A&(VF1!L (+
[2C+O;]>O^"SOPWTGP1^T3X7\3:9_T M))>?%M0UK5IMC&.:58;Z^T7YF/S,EO%(?O;44@MD,P^Y#^RY8H9X"5?
6\55HJ]5O8SDYTDNMWS1_M?-'E^6Z=P-EC\WS%1D5F@V1LLC%*.]2_MLHP261=NT2?,^=RL0JD@=\$,KM&S>4WEF-
BJD^<&,AR2"?EX\$F2)QM(=VY0(MU"B.0D1184["5! RP4^ ^_2[3;,:>J?|O_!|"OQ--%XT^.'A2:Y_M_P!%_L?P]+
M^;U\$FEFF"P.8M-6M.I&=&2[/6C?3;FM?0_TR^CUFO]I^&'7PDG-M=\$G9!1117\W[B?G+_P53)\KXI_8T^)\ACC:7P_8'6H)'5F\
MB2%6A64%0Q',H7&,Q13A22\U;53<!:D8FC#B"\$%_<^<!"MI=B6)R^<5%QO\$A_MXP=R!MW]T[';AJZ8?LJ?"PW90-
'>7>J^!4M[>%\$WN\O]M)O.0I!V@L1 MD_'#_#_#_9MOI]S?6LY>-[2YDT^= I4I+2[!&,[GRK^]J>8IS&P\LEPU?Z6 M?
0AS55>%>)4Y6^9H4+LVU4=.]<#7>C7:3>_ \$NV#_MW5_8R6MO-J/[QF\$TJ1W#\$1.1R#TQEC_0=7^+7B%P5F'
'%.9<_9A&5\+6F\+ M7<)0CB<*Y/V56/,E?3W96NE--7/J0N".+L#QGD.%S?!RC><(QQ%)24G2J]J;_M3ZVDO>5_-=
HHHKXD^O"OP<_X+9_F#6 ASX.^-5@D,5UX(UN>UU,(C)-?1Z_M[:S6=OOD0 ?Z,VYAYC["&SC>%S^=?_W[5?PKTKXQ_
GQJX+U>_SPSZ>ZC_MJKN;[9IEGQ^ ^\,)ZW""7#F>4JDJ<?X!Q1<:7/I&H7FE7@,=I%W/83QLK;EQ*=BL^Y+E4C.TC\$^W
MHHX9K.J1S2N3LM1ND !X5FVCYN<[LC._M,KN^G]2%/GORO62O?];L_P I,5#ZMB*]%Z2IUIY)JWO1J.*2347>RN]/2U]
M%"@4SU!X)93DYX&WYAV!11\GWE&WBEZ#
^Z>API!7!4,#G8>II.XUO92C=*T7>DG=WY=\$J]>;F6B^7D92A*#2GIS^Z;U4KV>^M[6L^J_MWM:XAQ@_-
\R__03@(\$G+8^R<2@9Y?.78) VG^*ACG@YSGN?X/RQC((MR<4= =W^48QD_0!QDMDD'JVF)9E&#IUZ\$KCY?4=>^V]
[N?^'V3LVE=WONM?)>F:ZB<9R-N <\$9; &!@J]"< MY"9^RL?G8_ZPX(I>I!SP > ?FW= E'? ^3H<;L;U_MM5_5[=+1OI^?
GH])H;P"6/W2 =I8XY^]@Y!_!OQ@AB2G5L*!S=?FQR2<9) M &<\+VQCY9 "3A@:#D#;G!_N]#C!.".H_AP2I(9>3P

GE9]>R5O6+6F^EM/O:4MS"J26.OI#DE%X_UF#4-_#L&DV9:9(D>X2]>[\$4*NW[YE(8,J9^ME8]Q1?R3\$*.C\$.Q =/-PN_J2
M\$=-KLA."JG+G[(\$S^_5UN6DE[TIT\$L13G9=JE/2_M]MEM91?Z^X9YE#*./^%
<1.4J_.&84159K1JG.,+ZMWMNN7=K=.]C^X>BH;:_M9[>=3N6^&*56]5D17!_ '\$-35_B\$TXMI[IM/U6C/]5X24XQG'6,XJ4?
2237X_M,****104444 %%%% 11110 4444 %%%% !1110!_G'_\L?_'O\@]C) P^&E?V2NO^PK4_,_P#07ONOH<=O MH>]?
M[7XB_ \!N%VC":I>1KJ?E49;NF>&9) M_P!N;X6:_9/HDMIIVE>* _T^PF39?VGD0\$SZK>R00&.,ZA/>NV^67=)) (Y@_M;:H_@?;
(9@WW@Q!Z^D^GD<^GTX]*_P!U;_JLO]G^P5^UA^S7\5_@7XJL%O\]\ M9^%
[Z#8(P^T=-_9H)OT^2!OOHYN[.%&9#%&9>0<_#%_&Q/V?O%7L,G[2^Q_M3^#?B[3+G2-2\

^+M<2RM+N\$Q2_V+/K.H+HT^P,Y*36,43J1U'W01@L?H5_MP;_+1,O[.7_!4#]C'7;C71H'AWQ=XNL2"BR[GOHK"P,0KR474D6HRS,D; M6S7%M 0C,5;15#HRU_LC:??VFJ6%GJ5A/%VN[1HKBVGB MF3YXI%##%77D!E5O50W&?JN;_-(D_-?1OCK^Q\^O&6CZJ_9^R>!=%_ZE?;_M@SOJN@64-C=K M VS(459\$*AE89).[-'WK1110\5?%&T\$JA?JJE_ZQ_\^M62^(\W,VT#,X01Q7^&Y7^Y_P47V?_,_M4>8VT#X(_\$+M'.1_7_P"\$;\$,U#8N #U;^!P&^!GY@#_(-_J3_P#P:5Q&3_@!%HCB8)Y.GW3F M(L T@.BZVYF5/RL_7VN6WNH9?)52SR+_*_K?Y4?_!I>+<_!%(M"\UF69,*8 MP!5#;C_9&M B1N B@9VDN_QW!4D.0A_5KKJNF>!? G@[P'&Y_5L=9MOW9;R[B&Y95FWJ]&C950E=V3_.S:Z_/J=U;Z?I;SWVI7UO: M:= \$D3\$W\$]QMA\$8R<,<9BVV) 70D,(JN=@!_!R?!\G3\$,\^_P#;/3QUXXU/_M19++?7\$7QG\565IJ%\$S;20SWWAVR6;0S1O+ "ADMHDW0R12RQNJ[B02_/ZIJ_ M+S_@C%)^+X, P#!, [J]DCPM#1..5JMQ^*M&UGQ+&L;1O/KVHR7,UY<3*Q+&5 ME,2,YYDV>9P&'C]0Z_ "F2?ZN3<,_P!;!_!DO^JD_P!Q_P#T\$T?XW'_<(\ MQRV_!5S]IJW<_,_P+M)RRDD>'K0KO0A%WX?)&S@X,>U3@_["^+M^V9^MS[/GRV;XP>'V#;,@!_"V^X8\$LARC<@.1("N%D5PK??"_!PNZO\!%8?VF2A MRJWWAE_0"% WP_9C**?F1?16+,#G) (#X) 85G\$O97\QN#MCC^+O@!_I5C#% M0NJ0A!_!XW122Q(0EI,8RI_/IQ/P_ O@3P4,YQX2\C/)SC1[,9R^(EW;@01C.<@@_CUK_.U4&/4=0B#%D6 M^NL#MQ/(\ 1P_,_*3] Y^#@9'O@9 M]!7^/_P;9G'_!8#]E_WE\9C[Q7KX6U=>WOV(R#QFO)AV@_HHHH S_:2_M\$6DZAH>MV_OJ>D.K:RV6HZ?=QB6VN[6==DL\$T;<,CJ<\$=1U!!_?XO7_6NM_9:_X8]_X*?'[X3Q2Q;W&L_P#",KN\U.VM(D9(SBVA_P#"#OOX76^@?%\$ _^%G)#')<>_!/?@02IY#"%"CE72=%NM3\$4D.&8K^(\SP0Q)&=L29_/Y,((O_.IRB!(WD_/3Y?F"%@B<\$ KN._E0V2PS M_MM?&C=4BU;_@F=^Q+=Q%3M_9\VLH4@_@366F+;29V@*"SP%*^H##:2N&_M/^)?;6X99IG_7&LBJ<\$J90\N9QRWF&_JAQYF<J***_A8O_@O% MXYG^(\7_!3_!_A_\$%RS_ NM6>E/N;6^2"0!^JV&R0" MWUG_,%J="U/P_ P4E_:3T[5HWBO/^\$ON+HI(FQ_)NYKB: !B"6+!HF5@Y.6! M!_? \$O[_/CBU^&7Q\^"WQ"GE,\$?@WQ_X5\274SX6*.'2M3@NGD.WYOW4408J< M^>IQM0',H!_N6? WPQ9<^"O@U+^?GQ1P6\$7AOP%\$X6T:UAA41%G^H^CVEO&D. M%4**JI@+_M&T<=J]4KP/JE?QU\3OV;?@7\0[6YCO+? QI\+!7B2&YB?>DT>J1_MZ%9W:NK=OJ9@H?FC8%&^937OE_!7F_Q;_%OA^XR_#WQ7\O&NCV&M:%XIT'5MM%NK74;=,BW4:E87%DLYC96RT#3B9!AAO1Q73T>.&_E63S\DH22J\$ MW_M_O\ V*HHH_***_/RZ_X+H/9/^":7[5*!Q&3V+XA%D%=A#G;CJS:2H4@_@D\ MJWW3_BP7<2R:IJ;_P_6YOGWG)(J:1SM!8;F95*@_3JXL>1FOJH_@L_M\A MP32_!WEE"_"OKO!50V^V/9D,"_I?-&?C8I+_PX/^*UJ1(U'4,\$\WMUD_WA M]H<\XP#R>F,@\$4_?V\$ _\&_*Y;_@^YWJN/A7HIPQP7"_"00A0#_+6U@1R7_M58\A7:O]&O\QI[_S2\$9_?^Y?]?A9HIC_OG7IDSQ'968,">4+,,%Z_Z_M<_!1110!_W_P'K,JQ)^R@3%O*Z/K4GF8.45/\$,FOI#+_!S9#'_9Q\RL=I7_M_/YOX8X95\1A990B2_)(PQP)[JSDLP4D,WS'&R5W'_0\$ _X/7!7LJc\!MH: #KY8A27&2!YGV?OC('W,Y0@?_MT,4_%%%%_!1110_4444_?(/_4"Q_PPU^UYE=P_X9R^&,_\ _""ZW@XX^MZ<G((QDBLK^VD?&B1P&^?P!K4D.Y9B2B9P_H\$DD<&<M1A@?J<^O^C+_(-9MC_!%C?V=RY/F)I7Q',7[H."3X%UT29?:2K%6SOW#<_<MY++C_7_H_****_XP__@]5/_&\$/_L_3GX[_QC+!%<_!%_V9X_>^>,[3P_"_M5!7^._(Y"4PN2Y.SISM)Q_ =IR^Q^7(89^5L?Z7'_!ZH3_PQ!^S1U_Y+MK&>_M0_,\4Y9=<D=!\+SD_=#5_FK270B:V2':8H(U*MM#_@_:9E!P=V69&5G(R,M?#5&T_T9A_@R/8M^S^V=ELG_A>GA(X,C%O^1"L=ASP3_!YZ_+C%?W_U_M_#]_P9&G_C&^JLX<_P#)=?"?&5Q_R(5AV^JGW^CGK7]P_!1110_4444_%%M%%_!7>[_P_JPSX@_99&0,ZIK(W@8_XDSX)4@D9.'*CY@X/R5_H15_GO_M?^JN?A?(V5^O_"%=9Y\$0;&=&^,G))QQ%JUL9)R!0!_!76)7\$6[9G_#;>,<#!7@J0_P],[TV\TQ:S<>9/KJZEK:2P_9[_&UEDEF=T..,0FY_RC^ ^NOGCJ]K#_MX*Z+^T1^SAI9?@OKVPF6^JV/Q\^'_ (D\+:SVT=RPN=0TRX@MI+990?+NED8M+#,A5T9OO!2P(!_A*2AHMT&X,BR\$G;V1G(K"L5R<*&SGE%VMM&3^Q'_0O_M_!JE_8]_X*?#XB73ROHFMZY+X+U:S2YC@C(\6&'18;BX,S+_8H1*J.>2I_M.QF'WOS^_O^\$W\\$/VD/C;\Y+..T3X9? \$+Q/X0@AEA,;):JMS90A@57&_MV.%MP_8JZ^4_QZ>6>#O%5SX2\9>_"_&%EX@GAN88KBWECC@F1989HF#QRQN_R.CJ2K*P(((0!%%M?%/_3=^)]_ _V\$OV7/BIJET;[4?"PFT#7+V])RUQ<3FX1Y#AGY8Q9(+9_M'<_H_D\$^/_YA^QD\7NTO_+0,[?_"Z/&3^4F)HJ[_MVK773_'O.\$EF%3G_M;=/_F2DEHVTY:6W6W,MWMHI\$FU_#,<_IA\$Q_8\$XQMB_Z_%BHV_N?O.IR*EY_MPIY)Q@8.XJ0I8J#SC&XDL2IG)[1F0^9*FU2J;!&_K8(8'+2.5W!=IZ+AU4^M8_V%+!\J,..I/?F7(_X_P5SD+R,,?G&_5[>5GHU^U^WV5?751[6M;3;[=QRP'&W/+_#H#W4[<?_*_W%OW@&SY:_M"0/F/)9E!RP;VY&6'4XS\4=L8(I,C.,<?;0[L_7^]G^/_&.WW*;,@Y!\^&'_M#>@>N<=\$Q@NHPYS@PQIKRM?5)N_OVGVC?S6EM;^33803:RWMVTN^S[F_OKN)MG;M;4^L2OWL?ANQT!^JG:LRYP0RG*_,2.H!:>1@GY3&X&_#;,>%/Z'_O_ [&]R'<_F6_G&_IN503^#1T]=_ONGY>]6]TG_MU_1=MWOU3?7==VC.YP0!MZG/_!Z_[W3J_1QT_\$LJ]"H_RP+SGYU&Z,KN48X_M^=<8CL_)QNM4M_E%LAM)QYI*_,W?63M9_MZK>UKV:M9J^M@F:*"+[4_QE=8RX5HV8(PB"8)8_!7^Y\$V_F"SC++7K[//_@_MOBC\=OA9X_MM/EOA<^*]??58E#2*U]OACGDGWD[%17"^849E_8%2,>5J%5_MU8HA3"@Q\$ _@2[JQEB!N0D:):(L=ML.G6>GP1H,(D5I_D* M*H[*_G[#BM>BBOVZE2=6I.K_N4ZDY3G)[RE_N4F_ MMG^JU.G&E3ITH+EA_M3A&G!=HPBHQ7R22"BBBH+Y]/^"Z"@IAX?A5\29+8RVUK?2>\$S(NTLDJY)_M+?1@ACG:?.+R<(<=K%B!NS_[NAA:&W1&B@N][KM<#;[6,9.Q)_M9%7[K;Y,+P_0WARD]M%>B.)IE7[*VYG3C:RHH(PX9&4'Y?E;#?#P_,U_KM] M\$/\$8C\$^#>7T,=^Y5#_,?#+W9^]2^L34*B6NK9CJ"]N^US<&2>=4A4AUDE**%EW;0PBV89BK;6)4*=AQ_M,2_VT?U3.,+HRB^:4Z<[J35Y]%;3XFV\WI))6MN?S]_@ZDTJ.YHQ@[=;%VG_M(G>ZLG!7BNCJY7TM]2?M3?\$.P^\$ _[4WPL\9RM)#Y]U/HLDD;KGR]7N;&V0_"MN=R'^>J8<8^0@G>@8_P!PEG.+FSM;@=+BV@G'TEB60?HU?Y_#(N18_\$;X:Z_ML%5DM?&?AA#)\@PH.L6+&DX4%P5#D*^L@Q\8*]?*YX:=7ELVZ+I2A3?1J/_Q:L_MO>?NH_N?Z*6.@\ASS+%*3G1Q5/\$6)+M];T'5](NXEFMM0T^YM9HW&59)8F4AAW_ZD=P,5_!%[5&^&0_BW\3=%,M+):!8^M=P@9<;);W\$*H04*[58?*&_"G*C[RKM_OTE_P!5]GIY,Y^FTU_#A^V)MX;_X17]HSXCZ5+ "(I9M5NM58.G[QUU\Q(BLW_8;2IULNHXF,=J"]J49U.>3CLY."23T;LDG>Q_*/T\^2_L')<;,]]%2_MHZ?:IJ4)I76MXRE)K=7EMW^9#_%#Y@R#N!27_D9AYBY5#R>I(PN0ICY\Q2<4R_M_Y+E;M8PZN= \3;_/_EHI\$@;&5(RN1N8@[MNX,H*ELLDD1@V8)EE5.58\$*Y(M.W&3&@_#R_YK[0BD+^]8#:_S(Q5@F_MTYH5)2BKM\+ZP7O1CS.[UL]+5Z_=,^\$X_NI"_O_DG&24D)3?M8_MYVL*_@FO7##EDENA@O8)5D_0?N18U_M\PIB4.7<SBE]?_UZBC5G_QC=&7+449_ Y5:3;JWZ_7_M&D(K1=+XSK4.9^[\I33]DJ=WIS^C3WNW:Z=OZ%****_S/[M"H+M]JWBO+;XM)T5X;J"6WE1AN5XYHVC=6!X(96(((@U/13C)Q:E%M2BTTUHTT[HK_MS3U%)*47&2O&2<6NZ:LUAT?Q! ?MS_#_.?X._M2_%+2)K%K72_8\27?B+0H\$(6_M/^Q&CMDD,<>!E1_-(QVJ47>2H!90/DPO<_2/E&0_M2),*=W(_W(1,MT4H@#;I&>0A@%][F&(56^4*64LVVO]L_M_#BN?%WA7POC*M]JF^I8.A@0Y3I]"5095VQNHAE5P),\$2Y):1BP!7=A]LAYR06)&1F"X&YE4,P!SN;_R[B&YPH1I5DPR+M*1HA)!"DJ.&V;?F&_M!SDY9\H0_HS^PQA&K.ZC3]]+5IK:=VVO>O_U^!>JU/S:O)SJ48WJV\E9M): MN\$')6_Q)M]([7.""?=#>PXZD_C(7GYDZLV9#IQ2\VR#V]>0;W]E!RO_MW@0_12MP.^O7<3B(M\$\$(UKW;=){<^E!Q;_-'LV[M7?5J]M/_L^*B=EMH] TK]?3SZV=@QGCYC\S<M%N1WQT^_,R8_28^KW+W_D?>_P!@GJ>G0?+S^N>_N.GI>+0F0F;,<%FSN_MGIQ&<G>%49G/#YP?Q_#H001@[MQZ?_JW?U!/*[2#PP(+T;_NF[I\W_7\MO*VWS7TT=JEN^P] ?Q[+I^HOG9?B+C^([CPO(8Y^N^7K@X/\$F,1*,_GB@<\$<_M_9)!^SNY!R2#_!JXGYN0;,@3?GIJ_ *W2[[Z]%=[,M;+731;7_M]([G_.3DEL9.=V>!\I(_X\$""?<!!4R\$X=*_Z?);+NY0=M/<=ZB:\^J3OI;N_/Q14;\TFHK_U]M=FE;_MO;75NRN21\$#ST4\$!7'FY8\NB*=I)P%5E4H0&8\$Y&1D=^_.\$H\$ _\$+P9XN1_MI(9M\1V_RDP8H4:2;_#S=[,(&(_9EF_C"%7#8_ '%O*RQ[E52W[O]VG+M)DL_MQ49)8\$DJV2=O7#'_1.K/N:T_C18GN;_1E ("PW,;IMK;6/F%,G(_?%!^#@D_M^1Q%26,R?81TE4CB\B(S4VG;JRU=J6;M9WUMYGC?E51TLR_\$?T<%1Q=%\ MUVW>%2DI)-WLVK_V35DTV?Z_WPZU\$OX_\J\$S^T"?7AV^+^]Y)W=:_1:3L_M"S5LL[!J_M_G!^XP,8_U?7^4628.>7YWF^"J*T\+F6,H_6M_#Q%2*_ "Q_KUDF)6,R?&5_M9%6CB;IAJ7;GH0=M&_NN[;!!117DGA1110_4444_#M%G!%!!1110_4444_%%M%_!^<+_P>QY_X:5_9*X(S)*_%&,A1G_B>VXR_O)&1C+X;_('R!37\0.??7@'_MYEX()Y!^Y(J0.3T'_?V^?^L?_"5^(\7_!N7_RAO\ V+;G_)KCH"/^8O?=?4^]?M[0_4444_M90ZLC#*LI5@>X88(YXY;K_+&_P"#M?^9V7X3?^!1BU^)UOI,5AH?Q?A\$7

M>V4EN%5,B[?T^T8+X@ (B#>LDD08 .R*5!+N5 _U.Z @& P" #V7PK=S.G^QEX
MTMM.26UTK12^NF.G>^5GRUNM2M6M(Y4C/SR3M&LF0^/,WEV;;R\$VN>G? [S9+ %F _U.O^ #2GXGW?Q _X)5:%I^LZI]J&N
M>& /BM1[!^99H)I+?3>G&F1DR,Y^K%\$54 X"! %"A: P _I!S&!)5^*QF@9 _M\$# +E\N5P8R.0V,D9."N0
2P! _P!&/_ @RV^%UJGP2 _>Q^4D@:_U\+ :A8.Q; I MF3[VL_YJ7F.BEO+56^ ,516=N6RVXL?WV?T444 ?%G _!1CR _^&% _VJO
0NA^ M! _Q#&!N\$S^PUJ&TX7);G QANN=I(%?X;5?ID? _!1JG[" [5#;4; BR7Q 7# MJ6^S^?+J2V!DY0\$MGM _&O\
#2KB6PN\$QAS&?[_ MUHC8XY""L61J]2\$(5WO\$ O_)JLT %%%%'PG_P % _@WJ7Q _8\$ _P^\$FAVL
M5WXB\9?!7QOI7AY)@N(j8FTB<6DB%N X^=5(^,YB\$(* MO!VK(1JOA76; _P _DI<(1J.B:C<:??;4)/ES6[1A6;*[?
G^15 _WN[^ _ZL M;VVF62.*>UN(9(1%5TD22)T9^5@596!P0P((/(?XAO _4Y^".N _3]M]H M3PEKUC/IUQJ^Q2^=^)
[2UN8#\$W]GZ[XLUB^M955AMDBE27Y' ^?;S _Q)(! _M' _\!#G]HC4 _V< ^"E^P&\2Z _J,NE? _\ "8>
(+ ^+=Y+%.Z^9:>.*0L; _ZMW8 _M\$%DD^NLI;<&&\L61V) _V;J _P8 _@_U2K0X0 _&+X= _%BRM%N+CX>^,=_\606RA
MD2>70;N&[BA!15D6X,2]H+HAQ59@/F^!Y^S^#^57^ _7/[P8^ _,\$D,=O _\2/ MASX6!7W\$ \$4CRI#
<:UI=O>?76^0ERR32^!#\$D(9(_NU?B+IG MPP _X)M?M@^)OUB/1;A _@IXPTK1;A!)(Y9];U.P.VL;6U,3(YN)&=F0+(G", M=P
_ ^/= _P4^ _!(^ _[;O[AWCE+Y]1L _\$^QR^)% _IERTK3^VF3^*=3DLA\$Q M9OW1A960 @ _P%Z^M^PSVKOXM _M7 _L^ _
+73;C5WU7XN>!4NK2%1^!/_3Q# _MI _\;!> _U^![(6:0M@^7.P^*QO\HZA>76IWEYJ=W^*]Q=7L^EW=SR;[R/<7\$
MC/(\KN2SO(Y9RVYMV[/!R] _T7? _!K# _\,+?XA _\!6SX3S.SI\$>I^ _\)%? \$ _M+69WN+>*Y@MM1T[3K&XTV1TF1T5C<86*OJ
?;!>B _#KP9X; _# _M^ _\;9+/1/"^DVND; _;1@^D5O;)@^JJ "Q9@!TSC)ZGKJ** "F2 _Zj3 _JHPH/S<+_MYSM^D\$ MK7WY_P
_!JXG _!5KJ]#\$S4R3W _A9^YRS 0Z%9X?>69B9%5^0><.;0VPIM/YG _M _LI^ _\;X< _M(?!7QY>&(6WA+XA^ _UOQ3H _AZ"
[_)=1O+2V=A=SYC_Q3D,1G<0#^8! _M]0^ _/W; _ _#;4Q# _ (+# _LPA _FC+ ^,UPV%W ^&KW&Y/G#^IC&[_&V2\$)K _80
MK _"M _P" #5;]G _!8;]F!MBN1)XQ 5EW3M^# _D@5 _L)4 %%%M % _!7^7] _P>?\$\$.PUK]O;2 _AU^Y?4?"GA^PEJEVI!^2^4M\$NO)52
%P_Q+_Y; MHV>3G _3XO+RUT^UN+V^N(K6TM8GFN+B=Q#%\$@RSN[8 _XDX _!) K _&Y _X+ MS?M/0 _M6 _P#!3WXX?
% "SBMH;L)M, _\6L4#23VWD^"WO _ (6Y7>7^9HF5MZ _G _M(^9\$>X4 ?
C6^&TU/)SLB)^TX98\NT@V^1\!Tl.4^D[E0+A&^!5@/JG' _@A;I? _M]E _\$M _V2T^SFV;[_^&FD7S)M]N(.;WBB4%[B:8H(XT
Y8O^PV("5+; _=F?E _?["2/D _MV\$,%K\$H?L[O^ _@)\$K0R(QW\$".X#R%_9UW,X)^*80FY0\$>_QY;%?2A _@ _& _M9
O/[/3AG]KFR\$U]; _!3MO#WAI[4XS;*;>Q7POX.O+>(O,D6IES8HJ222, _ML;,%^4(XI75XV#8(YW*=I49&^0 _PZH3M8#(!!(P2 ?
Z27 _ _; _P#!;KX= _M^ (_@ _\^?V/_CSXPD7XH^&=6?P7X5OM5NBEC9>\$;*_U^S^ _\;W=QMC6&UM[(IM _M&#E@BER5+?VDZ
X@T/Q%:_F]T^5].UBT^#F,W&FW<_Y""4 _E2\#NH; _#*<\$C(((_MR#FO\%7PEXP3^ _\;S13^\$>OM^"UNTNA,M[I=U?;2PR)MRY0!
MU&Y1M^Q^K _51 _P _\$H _\@Y% ^)/([X?^3Q[82?^ _A^ _M9FUWQ^J&LZA=6 _MJA;2W^*Q375 _+&C[(V)&PH4W8)92Y_A
4.HK\K/V4 _\@K#^S3^T^IX _T5M: _M^G([PSXCUN6, _+1FU _4/G32 _\$BB:5VPI;40NZNS9(3!6OU_M;JWO;""LY
MH[FUN8DGM[B%@\4T4BADD<<K^*0010!/1110 4444 ?ES _P6?;? _#M+JCS M4:2/_A7UV&16^ELR(%!P^67?M+
(%8NN5^DG%?XL=X8A]>K>82%^ _ _/E _)(_!P ?V\$? _!FD8 MQ^V _\P^=S?"S11&1 ?
&O3/C&1U17+ \$CA%91DN\$; _3AK _> _X,T3C]N#XWC: MAS^*]%!+_#+_#XA?E3G@[_MH&,D,ROC:K8 _P!&@ _HHHH _@7_
_#UX2>3^RIA _ML1^V%KP9=P&Y _P#A(^*#9D% ^AQG=MP6V@ _L^ _*1XG\$B\$JRYP02",@@X(((_MR^1P< _\; _M4^!GD%RS
_0M7^M _P#P,1 _M _CX; _\ \$> _V; "OCCXE>& _# _M?B&QUGXI&ZTG4]0CBO(5N/^ _M7=NQA))G2>WCGG3^ _RRTTAC!;[_T _\ _#;/_
M+1Z?&?P8<[_2CY(Z@>IQ^RC _EHF7B)Q_2 _#ZGHKY7 _X;9 _99Z _\+H^QD= _[;Q3X""1; _XFT&
[+_B4=+_N([FW/CMK^8\$U8\$+PP\!V&5) ^ _&^ZKT^UK^X^O^TG _ (AO^ _D7@7] MB;X(_M; _XNN
_!MYO& _Q4V;1:1.E(_@2V\+VED _E _X)58MY3CYR(V8[B%(_M8C^H# _B%^ _G^ _\$J?OTGW6?;3 _R\$ _VWMDC?OX _"?
_0! _1M17Y) _X.!? _M@I@D:AX0SMF/_ _\ _!C<*G34#C/(S8SSC.XLG. /]5N/% _] _&U%?SDA _\ _OP7&X1WGA&1@9 J?;Y06VP^BBB@
K _#W?^ _#U8# _A(2V6 _REA _FM@]3D^1FRH _M _SM)^ _R2 _&W _%9! _P!^*O/_ _= _X/5<#Q%^RN3L _Y^FM<\$ _3C^QVZX^5D]0?
MG!^ [PS4 ?P87)C,IB),9=BA(^4@ _D!0.%Z!^D^*Y;WP;HBZ7X>^)]@WPS MXXUB2%?+BOO\$WB(W _SK=PY5\$#SM
/_NY9SE5)^0+_? _E _P>>? 33M#/_P(_ _C\$3.AXJU\$>"YD\$^*Y30;2 _M^51)<+ \$KN2DNUD>21?)DVX4E _G!^D,XCG.4I&RDR^:Z9
W^*P&T=B _WR^X!QD _MX&0 ?ZW/_!KC^T5749VL^\$D86 _U%?!!? _!G7X[TSP] _P3A^)^GWSJ6 _X;^*2SHH+(4\W0 _#\$
M!R\$DW,VQ6^RJ^4KRQ+!2@#Y7 _!P^C)XU^H1/Y>G/_G8I6X%FC6>1(2&8G _M+;C[0X _9(1%22?G7^]C/WAL;]Y^ _\
VJ5/K[0\$4S?& _M7Q>? 0%HB2 _O^Q:3["667/WF2 _RG)/F=2<*>10K^L@E:6 _HO(1<[SS(C^ _M,A _X.U,8/(RD!17^ _
LT^ _LOM&^*Y%# _WHW] _W5 _D^?2#;? 9 _92P[MKKW5AMP1^5!W%?F(P.&!)7!QPR?
+_JY1D, _8YYPZ\!&Z1@^@)\$)!E3GTP03] _\; _=ON[R!JT+_M/9L8 _M _Y" _PZ^/_8#G^\$ _[,?H!#^A<
MZ)^T5 _=>L4HV5U/_ _O;7T71.M!KI9 _M=5LKN]M[_!23MN^02!@D\$%N, _8 _\9()^7(9QC@ _K _!#?=[(ICDY_VCJF
M1N4<_6Q(>X!,\$%L[3T^F<9Y _<.\$^RL?>(RY,>"R#_T]L;N@(!R#SG YPS8RZ _M _P _&R _M^ _F^V3UTZ_7V_
[Z)O1W[O1^DM^VT.6S&^R]20%/(_4A3^ [SD)@^Y!Q3!Y MH9(\$S/A<*&8><68A44\$8&PL64G)PC@Y^+FSM(7;D;1D _@G
Zj2" _\Y.X\$(< _M [3S5:%9Q<1W#RQ _NH0N=[,3]5FFM%UO=[_NQ8DRD4C9Y564C _ML^"NWM!\$S%9% _S/Y70#)?
S73W^PM _9G^\$7@F\BBCO\1 _"EK"?>5NV _/_+ _ _ _S#\$4 _ML:X/3]37\.?39X@C@^ _# _[_#06)O;1N^JPIQO;E4:D5
M=O6/3 _19RCZS9FF932G+_j3A)Q=H5j]14^6_U;U%WEULKIM.Y].4445 _MF^?WN%; _Y^C5G8GLJ@DG\
_T^O# _VCOB=IOPA^#7CGGQJLPMX/_T/_ MMX92ZQA;U^MYK>S^9^ _>RXQDYZL8/9EV!KYG%E^&HRJXC&XJAA: _^*O*
M=2O4C3BEYMR.3^XNG@,%B;5.C3PN^K5YMZ)*E^4]26UC^43 _@IC^=M8^ _G! _M4WB6TP^T3X;7_QX1T?
RQ\^D^GRBTO3.XSL, _V@NBR\$\$_(I9SD?GI<6[AH _*,MOE7,CS7#\$CY%8)(/_Y>5^OA&"C\$>W=@BYJ.M:KXDUO5?&\$&LW0N
_4U> _NKJJ MN9G)EGDDF< _VU<%H=FX@+_L)#1G) _5YEA#Y<@;:[F4HFZ]C.ZG^*#4E)=)Q@[ZVO9;Jf3M)?RL^5Pj1R5! _MR?<
_&*,ZVE)7OIJU)S:Z _BZP.^T^70;J)#]HTW7K/5AP"=EE>1W4H&TLRj8 _MX@
JEB1^A55Y _N^ _8M^(_ _\$ _P#9C^\$OC57W _P!K>^F5FSGYK&^N[C/_<"V _M&&R=PP>,[1 _#G/%<0^?
=F2,6LD,L< _; _E@ _\D=NR2L _H\$A=P^5^YP?E(_)"Y _L _M _X) _ZQ;Zi^PY^X(7);3+36+66,MN,+ _KFI3^AZX.^Y4,P!R>H^)\)?3?RJ
MG44X5;SF+_FJT[CAUE=VI3P^NFW^12G[+9VND?K _%9]%^7&RI<5^0Y;*_M<73JY= _K24%:_M(XBE)N5W>[_@IM;_INRN?
J1117^ _!> _GCUK^/7 _/K/HI2 MZ!^VSXMM+976RNO_G@ _4@#R^ _=6K _@+_A2R,SC) _& _MY]; _
V>)%2.\$>*_ _#C:3! _=,F1S)I _JKL^RD@E< _!^!G";AM^D _U)]\$^O! _M^+_^I2FXT9DF94903^ _GA73T^TXWFTek9M[73
_)^DKE\,7X=2K\CE6PF _M:X.5)Q6jC4C6jJkW5DU" _WKM:VI^0^R22\$HV _9\$(Q _) _H#;E42,=_N,AB%V?+_MA@J8QBK\$=Q _"9
\$+_QRILD+!69!NR75B."3M5I _!DLF,?K,@A#,R!XP8HC)) _MEB _%P%V8X+_%=TBKjJ1Y>,M41?9MY/[K: _MZ#(7GCM1YBD2^(H
*_U^481+_j6 _[5G4 ^6Q#^*NU0XY3/R LJ?j5>6X _M#P31R9^615)\$YE^*_\;6!/_ _\ _\X^B?AOB+_L71]MA<;E;)10HVVYDJJ2;4.F
MLHSOK.U^7W;ZGTG#&95\DSG).JHU/?PF.Pj1\DK3ITG5]Z+;ZO722LUHU>_JO _M]#^TNH;VUM[RW?S+_>Z@BN(7_
<4R+)&WME6!QVJQ7RO^Q=^7+_XT?LY?#?Q= _M9SBYD@T^*RT^49O,60R:GHEK!8WKEE ^ _&6^90><[_] _^J*_P;SC+
<1DV.YCE _M6^A^GB,NQN(P=6\$U:49T^Lj;YEW?^G\$S _6S^*]JR[<+_+%;<%R MP88ZHNUF/EJQ _>
<^C^3F!)QK2,Q;RTB>85#91BQ=W+_D;0C\$NPW _#EHV^8! _
MN8 _; _%\&77C _JF3XU^%M/C\$FIZI\O\$5OIOREF2[;QD;,)M! _\=O&.^ _00#7\ _M _"VMQI4^IZ9,4%UIC?
V28jY3R[RPD\BXD90I/_UU# [W?AVZ_7^F7T^L^C6 _MX(XCR64 _WV!SB/L^:DG/DQ5_8ASY=&H1J].2;?
N[VUYC^#O149/[+_B3^TA%) _MXK+9ZQ23=2DXTKMZ^Y; _ZWU5[NS]Q=%92Q#;58_9!CY##[P^11R^F+9(Q _M@9, @
T]L _& _&[_X^ _*G _"/(4 _U/_+9 _VG[P]U2NZ2M^7 _RIZV4I))W7 _M7FULMU:+_Z6/Y1CS)RON[/5+_W8\$\$ _9]AMSC)^H6!63
M&26!C^(H5X+?>(RF,XX _&%S@D\=\$)9O+)^L2#2\$9 _P?F(/)&>HX)0L, *_H MP^7 _^>3^0 _="O3TQ@XSPQA>
<"/@^FDKI=7R^=_^;FM[EDFO=6KULGW23^TW M]^NRRWO;?TMI=W? _
55SCHP8,PQD#YP,G;TPRC.X^*KRPZ@!OS;>I)V8YQ@K[(_@ _M ?(1^P^? _\ _...*7&3N>>IRO4+SRJ _@; _& __
<\$2^#"^@L".FTC[QSU^&T _M< _\@84CGD@[_".EK2:2Y;JTU%^ _^J^Q=_+K96ZNP=/_+?36VD= _KKNWTVUV2G[O _M
_H;C.XIE23C!8D94 ;77C(H;(Y&>2Q^)) (QR!QQD 8PX/4.II)/X,OX>3FW _MjV^*=JG1^WI]=_"LWY+7?
HUMUTV6UjK _:3B6^4 _P _[) (YPN2!P _V%0XR _MOW& _") (6P>&X+8!+_D, _#P), \$EL@+_+R3GBF _4CDC^AL; _@A_6!N%7)QO

MQEB@?/O.;<+O\LM@ Y;V'< MI*KL8IE37N4DF@FBFCDVDG^(B([8UF&QL-D,Q&2HXW;MF>=E.;&1E: &'"(91 MO
8>44)&/F.&R\$41= /EVY4G"708^4ZR((. "Y+ E,M^ZW#Y6)/D=1G8#A, L M!S5H(C5C)7O37\$T8V@Y3/D'"X6
M,D,R*#NQ^HWO%X,^,5U,U\3..L#4CRN.=8BO!6T=+ %*.)I->L^L7ZZ'^K'A; MCWF7
'#&);;JG0HMO=O#SG1U\0:06G8***** 3[***** BBBB HHHH ***** M"BBBB@ HHHH_P X3_@]C_Y.5_9+_P'R6>*/[W_0O%
^'QU_P,F?H; BSK R3V?K M A>^Z8!7?G.; ,ROQ" X R ^4 [%G3 DGUQT)/,7ONOH?:OV]H ***** " MOY+?^#O7P)H^L\A
!,\$>.+KS/[7^>.)O#UGIH4\$Y6JZ;.)=%L+E<(N2=X5E M#;EPN& K2K^5 P#X.XG3_AV#XB0F+?^)\EX+8!F,S" #X@M@,(K=
1\K;0H< MXA(8@G+>655E.O[Z ^#)?5I9M M8_,1TARP^RZ!X!NRK& B7N :U/+ \$J_X !^H7)WC..\$ 7^!&\B:&1(BR2;\$" ^
M8@X8CL3ZJNT;K\$G^]C_(C+9E\4_MMW1;/YX7^'\$Jc9.1K.I[VQC M!R44,P8H" \$ RU '^@I1110!\7?
\\%%O. P" '&&VJO(&7 P"%' \$/(.T93 A& M]0W_%@2^1]TJ"P.#@KN%?X;.%?IDO !1A7;]A?J]K8XC(^"Q")<!\5_X1O4 MP)(9?
G!V#<"S M^#/VWO#_P ?Q8"+PQ\1 MO#^D>'K.91F*;5])TZ.JOED094_.G,E"D,ZEF= W) T\ C0_P" #R[X#ZEX{
M_8Z\^_Q82+3MY^%OQ\U_ P#% ^B2YAT?4)TS3K I7C1E4+=SLJF3C!;.,Y9 M0#_.NFN0DRR#AYHP<\$ [_LP*!-
HVV\!KQ25+ MMM/\$A?S&F8:DIP <(&9P"0U _]W5?RK_P#I!W;4X?IG M !, &7PQ8WYAUSQ9!6? JDUK')L>32/M\$WVX-
RLRN'CV[VW878<*#_ 517^; MI_P>0 M%;UXD _; ^\$7P\$T/Q#O\(/X1UC5?>B!>'VLGEC4_LFC M\^<1B38Y.4& SE0#^)J.(?
BAX:M \$FMQ2I(E\D'[\$88;MA<9^K;RR,? NW&OQ7,\$J]#N 70QRL
MBNHP%EB?;PQ/(9B#MP<%3WQ^T7_!PFLD'_!6"]I=90"Z7_AAMA#@*#H%DX1E M;:R\YAP3DMG+9K\63+-,AC(#
%YF.,?,269SR%!\Y* 9R%P3LP_W "4>(> MVM:D!A1C[7)V]"!@'[HQ\HP,G&2?)1XB'36]2ZD_\ 'W+U/4 _>ZGN>]8-% M
&] PD_B+ H_.ETQ_P ?4O3.Z9YQZT?^ "4>(O^@WJ78_\?E M8%_ 'N/P1U[Q)??%[X<6L>JW\LLOBW2(HU-
PY.9+N, RSA0"FX2\$D?N]PSC; M7^Y=!\%D3X%_ !)=6W2K)\OARLK9)W2+X/T<_V2%)RP)R0, ^@Z5_A= -65X?C
M\A,94)"]XTT!' ^U?Q(]>Q(8@^!1R.H P!TCX\$G/P0^#9]?A5V#QTY\ (Z1_MTH]5HHHH ^??VM',2[*_P"TM(O!C^
/QB<\$@G!3X>)>(F'Y(Z@D]N: P)M[5\$DEN]1O&^#ZE=j>%Y9YI), +MSU8\$[%&^ (E!++RH&+OMLF&Q9LB7_NUY
>ZV&5)8V:6W/E M])\$K"AOW,9E'Z* _\PO^"C*#RQ!??5Y1_Z1-B.U9=A*Y.R)8, _Q8DR\$!GR M>@! L?2VA8?
_MKV_P"7B+N<#^+UX/IWQ5+4?\$.B:59SZA?ZG96]K;1O++*]MQ%(@)&<,0^6Q[=N?N@FO\9N/_@M[_P%%YA,Y_-
\3!D02X:>V!O@5XR^\$OP,U<^)1HPR@B1TV_YAOB7Q5J_C?Q)XD\9:I(TVJ>(M9U?7
M)!A,O>:C=3WEU\$R2+97E&P!@5.5WEC&&TOB=40'/QL\32>+_VO3ZYKMY) M+ #)=W&2&-H.T:RDS",%F##8U<22@
M,\$#;T9_B/MC*%78[68T ?7O_3E^#_Y?OVX_V: ?AG##+ /9Z[\8?B:YR1_M%H" ^)M,CU2081\2+;2%%^4!68* @9^W\A.? VD?
#+P^X1^V@!UT7P;H&F^M'M,\$F'XL],MTMX=V, #.U.@_Z<5_F_P#I! P3;8_\$3]I?X,5\<^H
ME^%_PWTK6.T" #5K2\B_M7QJ_M9=\$UC3&2%?SP7X>U7Q%XX@+I!<7MI9W,MMQ!6BD8#[.964IAC\RAE!;?_C[_
!7A">)_ACXYU(PXOM)K+7?#_Z^G7L4 MBNH+6_\$>P,3N5\$;:AQO#G#.0A>JN((KJWGM;B.98+F&6">))QE)(9D:-2-
MAQE71F5AW! ?PQ?^? _WZ[\8O%VI_M/_ +,NA:_HFB^&?!>OZUXRT*PB MOI=3UC5XC;W\$3111"=H76%T5F93O950/N*
SN86"[G95WLJKL9>"RH]A \$VJ#TCP+!6_ 'P[\8^M'O\$6C: J]5WX;4DEM9X[B_)%R\3AMJ@9#*1@+MS@?VZ?^!+O_M
(.FO=U\3?!OPS_&K(+2/AC\$ND^\$U>PLHFO5.X:>)I99+ CZLKV.:&9H M[BSNEN8)>%VS02>?%.JD!<[(@)(Q@YR H.0"?
[TOPF^*7A_XT_#[PQ\3/ M] M_:/A?Q9IT6IZ5]XPMW+;R*,2#; &3 M(V^4 ?Z*5O)/# =00W-
M*D]O<11S031,'CEBE4')&ZDJR.I#*P)!!!!H EHHH MH_+S_@LV9A_P35_.G\A\O_KV]"KQM(9E5]^S M]JFIL.&-
U>IC;./Z'_L" #R #+ \$= ?G"A@5W_P" T] P6@0R? \$TOVJ45@A/P M]O2&W%2 K*QQZG"D8PV1G"2" _
_BOWL1DU/4E+*NRYOG).&J]25MJD\DMC M+7@_4Q;_TNX_@_XY4G(R,8R01_G M]W%S)=&9;_D41@Y
&,YR<]#DG+&XV[<[O\W^@/_.'KVSR/V5LIF3^P=>*2 M?_H'B([EXX.X'/S?* #_\$5!_P_>&\$3+;=Z(8D#@_P4/E@FT\$C_.6!))
XP_M<:,MR@'O7AA^&^<_@+_PWIOA/1=.:O[/3_Q_013E8@+V3SWPO!&79FW!BN M0H7?#]H#^UK\6 ^ADU/UQ]H8
GI@D'.?;V,\$N %, <>4/S [M(=SIX'4DCWIE 'U#_P_?%OMXEU0]0';@Y.WE6(! W2'Y95&%50# #L;)* _M-
:_%O'_ (R:GG_KY/IG&?][Y<[< ;/X/_>5\NT4 ?4+?M3_ %F^@N(I/\$NJB\$1_M'S2MTR' #\##;@1M?'QC< 4+*SL!7^G]_P
&M'B/7_%7_!_X>ZQK]]+?W.] MSKX6:>1I)/E\1.BA^[\\$9V88G&=J%0/FK_JKM@YCNMDJQ_NE# !F">8K.HV!C MC!V\GJ%
(!5LALC_5S_X1)/_!+_X>1DY5+G7RHR3LSXCU(G/["BQ(QG=@\ MC: 0#^GJBBB@#Y" X* _L ?M>1A@00>AXS@G:5;##
M_#)DE+B>=L2[%SS\NYGY'.6/&3A=JY]!9O]S7_(*!8_X8:_\RNX?,Y? M&#C&>?A A!:=P<6S%8RNXL_Y;("E@O\KFT
%%%#%?'8?_ZK_R9#^S/P!EVUC^]T+=GZV2V%8Y3>+&5_I7_!ZJ?>.(?V9^G/QVU MC&6*Y_XINS/'WSQG:>
7ZH* S3 _>XBCNBR_0^6A7.'!A40_!\$* BMNY2V M8?;R\B@%NRU+5M/M1387US:Q,Z;+:>5DR?F"[BIR.>=K8!R&4!
(G_X2CQ% MU_MO4NN?^/N7J_.?O=0.]8GF.\$,>?E)!(W>O.,XXIE &]_P)1XB_MZ#>I= _E[E]I?XN ?UH_P"\$H\1=/_!U+&
/_/77H.@^]T';TK!HH Z6+Q%X ME=)91K6I;8AO) S(022%._N,L"RD)"Y8G(57_TQ?^# F:2X_8A^_UQ>7EY_M/_7_\$>8D]-
H'^8RCN_Z*0!*%5LX_(!!@,L=JC_M<);@C&_P4L#_!P?&:5N8?V'/CE(QC/V CXM:)(FQRV\$AC@, #@J_X/52W_"0_LKA=^?
[5UK:H<*""PT8XP,\$[QD#?R\$! MP=YK_OAK_/_= X/5AGQ#^RP.@\$ZIK0)W#C_B3/@L!;!DX8_K]X.#E _\&5V
MACW,IEQO#E6"@A00?FVCL"V6[9])(!K_97_." \ M _^6G[;!G?=X0MI6_M9F#*6DAA,*8X"XVC(W !L_DBO\
&HNPXNQ?D65]YS(K;@Q!VYZG;TQL_H MP!NTG_99_X(\$Rb;_@EK^S)(%VG_ (1&%"#G=^ [5(P7X_#;%!8)\H2E2
!%)9;#&?;IX<M#!*j0QX1G(;_OK_41_P" #P75= L/V\$_AO;7R1//J?C;7;:RW_"03+;%, MVW+#+>"1Z"!R/P(R#]0<'MO!_?
K_P.Y>(<P"R_P!A M?XBVQN3)/^%X:TX\Q<[M&TS.2LJ!NG! _D9)X!7F/_1^%O\$>L_L5_\$"
MZT.YB@_@7XS:O%K"5BTBZ38\$.0B.%R!"8!"CDG(4H]_:#BC'QE\9PB7"+
M!IT43!1F9);%4=U4_+^["XRL@95&"N3Y!%\$T=O8B7Y4C0%L9(B5L;C@85>_M-K,"&C_*@L5+5ZY?_LQ^_7C
NLNT06)B/GABL2V2>&/_ P"KN7*7-94< M.Z;FE=S]G%ZM7LJ]_+>W5V2L?X]YNV\RJ.\$922%?
<;=D6WH<;G_=@C,%.0'<*DR_H8G@# ^8\=]HSTV_M.W^LSC<>20PQ[,W/G3=K^+3DVTU#W' VVNG_,JcQKISE9/7E;3O?
F;_DG= M='HNG+9NW+<7KD98\$@GG/0G=@MU(SSOW<@[LJ].HP23R, *3\O7_?(^X@(\$ MV_S8_P6/=1]# @D9V=
<'.*Y,Y1)G:2"IX.[GDC/S9]9P6&2:M3T<796MKOH;S8K[7M=>CYZ+KKI;F>ET(W%2#PK-CC(YX)!X+ M>A;^\$DJ5
VL\$(!^;T"CD8_MLCGJ?4YVR?>8XC!/ !OYQC<63[QY(XQC&W MG., "8948(+4' !S_!\$VY.%&.>N0NPY,0X.6H5_M)@)
(L9W\$A#CRT7OTBY)QZR2]K;6U]MWHM&FN@NV]D_RY.]>R^6R=KCEV MAQR0K.@9F7("G:"Q4#DX_*@#X&XX(
J3RXC=&\$2_)YOWBG/DD,?,!9@#N! M)+\$8RJJ2#B D\$.#R
!NRQ)4= \G'S\$\'("YR#Q362/;L,7\$<_UI2Y).W+)02NTY.]U=Z\O\MK^[_;=*Y<9*,GSM64)/5MOF MO&*>]_A3=VTM==#MOA-
X+N?'WQB\%>#K!9;BZUO7,*5;>\$*95CTNZBO&9%3: M5&Q%W2.,(H^=6!7"]J&E6XM-
+TZU52HMI&TAVE0A7RX\$3!0<*01RHZ'BOXZ_M^"5O@6W\8?MF^ M1DBWIX4L;O\ 4\$E.4*W&G20VVV)B RF8%
I0>606Y#E,>,ERS(:.=5VG.IBZG(TTFUS+ZK9M6OIH?WY M] %S*5A.\$LRS.T'+XVG34U>_+1IN;C_AO67FVKOH% %%%?Q@?
T^>?C7_P6C^*M] ^\$ _V=]*^'BRB*3XC:_# !+*CL)HH='5[T+&JJW\$LBA'? (V#_ .P?LI7\LG_M
6L^)]AXM^/A#X0SM)M[V]IX@E56<#S_ T^X6%PI 3.[#<N;C# +Z;3L^; %R92',RR,ZIUE_C8ZL"R/2"
(%0,Y.Y0#M\$A;Y1\KC +A\JL5L5;,9=>9 JEODUM PO)4K MO9P3D*6S_M+_L/_L/"A*R3C&,F!2C%QC&T=%91>Z5VK*VFC_
,QIUH8B[@U/_MF2=5M.ZJ73M;9WDKJUKZW26\TL.JSQ[V8%)]8C!_Y Y5B#G*^N&1P% XV_SD_M!6_.DJF)&V/@QK-
MW#A6P@5CN(R&X>7.#G8&!&"4I58I)14X2C)W;.,?FN: MMM4G)Z+2VFUN2,81C&;>D;14GHFM+6:ZNU[KHK-
I6NDX62":%7!P" S? =^7AE M!V[@,L'!,C% A'@H>"K5_5I_P1EU1+KJF6XTM)5=M'UE8)8E78UN\INY=C+DE M
V2R+CI&7+_A]J\$\$\$&XN2Y.ROO+/P"%40'<2V,\$X*%2' 9I_KX%?TE_\$}) M9DO?A9\<-
+F8M+I7CW18Q\^]2L^CSRC9D;@H&,+N?;.,CN)K^4/IF4X5/'2G_M*\$'>AFV75&]J*6(C]7:SFM7K?
O<_HGZ,]3V/B/0G]N(RNO!R;?OKV+GRJS M:M&44K.W2^KL_P!X:***_P FC_18*_G%_P""[6B0M?A_P-
U@/ME;4=7A*EA/&#A#492@ZV(Q !N*W4+5E9ZK3W% MUW2/R?QLPCQ?AUG:7_,J).W:~!RIH?
4AFNS,W1_//LL JV0!%R?>/?@C8 MVP*%R!CRRH!'55_RL%^!,V1% @>:0LTSN%K#?_L^7KLN(W1,3L8^<68**>D
M2Q2&0Y47#P.<,0N] ?ECQD#_R8P%QB/_F10HY=Y%O,V6#AH9'9?FR3*&R<'KC_M' LWF9.[&WA2%7_ :A<\Z_B?
M4K2:M)2UMILW]JY=H4Q*QS*CA0%)&&"H0.NY0=K;B?G!ZWVOE79_WLB(9""(R]_NP

MRXX'E[!MW,0Z\$(N5A6\LKRU>*&#.5B;+[3Y3EBVYA@ \$L,+O5047(V@KAG9^MVCAI6\A6I>\U9WY\I;MH?TW?
 \\$.OB)%jGP\}6?#&6Y22\)\$^()M2\MV"W*VFN75TUN\L0R0 M)\$@4JQ,J" HP<-N)7\J' !%+QRWA3X^ ^
 ?"\$DA#>^/JTFU;RC9MT2VU>^>8 MA4@/AURIY989(^8E* JOK &#Z2O#=#3AOQ=XEIRIJG2S2K3S;#VVE3Q,>2<-)
 MRK4JDFO_4_U\!#FR**** !3? M>#H6=Y87EKJO%(6T4B,RLKQLI#*>4@X*G@C@ \&OX*?C9H*^&/C%\5+9
 MJT,9\>> *W\MT"K# ==OA j\$,!M(8 9&U,B,98Y\J\+#!'YC?Q3 P#! M2WP OP—
 &Q/&WA*V7R\U2PB\2ROO"EFU:ZN+U#RS8W2\$\$ X!3> JN%8?V5 M]"S,U0\0LQRN57E689?2K>Q,?
 +4CA)U?;2:ND^15H[.VEVN?S%]*+XUN\$PF+E2J5K7Y:=;V;C#9ZN<&T\;(QCS0&:YRW48#8*H"K@DCY
 MP*C(P!47&"KV:JR6L&FVHR5DDMU9Q2=^ZUMN?P"XIUJ<,\TJGNV3? I35I- M6L^U\ /1^JN2@!?'FJG&,9 W'

R#R%*@C/3N 1QG/ M:P/N?>7@&D{

K7OW2JH=OM=\$TM+MI*TEI*ZMI+K:UE][Z]7YZ!P M,@ECN9L84GJH)(/XCC:2!Dl3@AZ/W=D(N".3.?G'JS@ @]CP""YX)&-
 OI@8+4KI:6C M;7ELY:TW\5^UGL^NK6S8OZ;U[1.[66S25[H;!CY=N<<@=[@#!(^;:5P"\$S M@?+@-'7*G)P&4]^N"
 <\Y/8MG_4\N3Q2\$KDRG_9_!-[P\!DX_D_Y9@!6S M\N%RH).<9ZD\$G !R6QU^3GY<;F^!\1C
 IOEM:3M^I+>2M237+)^K^,FTWO=J*U M^KH\;6:T>CO&Z77 _""]GYQM!/&T"Y",^R<<8.58?Z[J3GBFO&NUYM^UIM
 MB.I5&*"(DJZEP/ MF56&#YC\$^66\$6,\$5%-9GRX&\$CG;T_W2%W_N#(03M7 VE%QP&#<[Z2W0AMH M[LY*J 6.8R_ *_\$R2
 "03PSX+8JU_Z2&\Q/D2) ^4! M\YVC"Y:RAB9MM*=PNK\WNY1@ _\HN6W2VEE+V?O2 MUW3:=U=_ N_—
 ,%+EK7Q)^TH3S%#H7B\#362D*%9@FKO@TSXR%\$;19&P^OVNGFW"[1N>PLM2DE1F&&<1@G.5R6V*
 MKM&N5_J*K _+Z5&"6#:\>)W%WCB89=75E9*V"146E9)?N;O>S;5\+ + \$P^ MCUC9XSPOR3GU>'J8NAS=TJSG^#FU?
 JK:=RBBBOYV/VX**** "BBB@ HHHH * M*** "BBB@ HHHH SA?^#V,G A!7\DKDG'PK\48R5./^]\;G V\@9YP^6R21
 M\A45_&GWUXS\R\!=_Z=Z_M\X/8\ _*_LE<'GX5^*".%&? \MB>VXX(Y(R",MAL@C[H4U_&GWUX!^9>"0>1P0O)\![@O\
 Q#TK6_C)^R1XIT^XD?5!/WA'Q;>: MS;K(Y1&US48IK(&_#MW_#.AR<^8/EW_1D@ _\—
 \ELB!UD0(P8QM&_8\Q3_/!>^N6(7YYF)P#@!B_.L0?E#8SGDCC=N.ZO\ 37_X M,W/@Q)X;_89\??
 &B2/8?_Q!\1>%EW'YS PB6N7:2#8"1"K)_D)_O\G"AR MJX(!_8O1110\!5? \&@K?L?M4!WV#_A2?Q(;;O^9?#E^R*%!/++L
 OXXZFO M\RO\R/_ (*^4?V%OVJA_&*X(_\$[N\X>+!H,*2&8"! K<2,%) K _#< MH _J>_X +88W_P""D.AR/*59+*?RHP WF,-
 %UUFX)4*J\ZL\CY5=75AL_6E MJ_RHO^#2_P D?%)=-_BL7^P70C\!V;CHNMX+!C>5\W _ELWFL\!#_ _%7; M_"BBB@ K\A?
 ^"[PFN_C7_P2L_P\!Z=ITFI:I?>#M N\AA@6:=)[#Q'I%P MTL08KL9(4E.X2)V&[]/Z]5Y_P#%?P?I_P 0\AKXY&:I MS9>
 (O"^LZ;)"V M<-) 8S?9R<% _%K_ @J'^T^LDHNM \?%GQ_M3X5GUWQQXIUW7\]0F5@P>^N[@AP#A%6H.V-
 @##^&&B3>)OB)X M*T^*S\$2ZIXQ\6JP(@59%FURR2Y52\A_5JD3J=RXP&*9)/^Z5^SOX\$TGX9? M_OX3>+!
 #@2WTSPPYX"\V5O#*\$L"(QTJVG_N_L*96,&OVH\^"H7\ /PF\;VTT_A"[U?Q%K>K&%&9T_L;P\?ZE9G_6QJ;Z
 MRA4?;H.7X=JG_9;L+.#3K&ST^U4K;6%K;V=NK\$LRP6L*01_L>6(C103W/_ M%JBBB@
 IDG^KDSG&QLX\W3T)S@^AQ3Z9+_JYA_&5_PRA<>_L;0K*14#T.><\JA^1WP\]*W?C/Q1X*;3!+? M:OXJUBUT*SLH8C+
 +/J\$ _D0B_%+;3=)Y0VGY5;&XJC;_6W_ _.(5A_XO? MM+HFXH+WPP5))90&V69_1SRR<\$*2%. 5"@*_ _"["#V:_M@?LS^
 _O'EZ9IZI_PB7AYD46 MEL0HET:S+ @ \$1D8<#8;&J*!#^S_Z?V=8XZ?>EOTSG^K?>?KSUH_R;)/
 M^""/[3T9?PN\;,\$ACE^;1)U#NTB(T:L)" B*W^L)"SC!(_8*I_X(_M/B1E
 M3X7^_6C6:VC!.@RAVCF0O,Y_>%5>,E=JL05'WAEAG_7_ LO31P_.L1P!_P> MEOT P!_J^@!P!V'
 XH.F::1@Z=8D9S@VEOC(((/^KZY4'/J >PH_P F3X?? M)\\$?*?VFO#OQO\":B/AIXO6SL?>\$>E7MS<2: #/LAC@N1O9F:1D7#)N;
 <#CYB&C9_M44_ZM'PETFYT#X5?#/_0KV,PWFB_# [P9I_W"PVM%?E?X3UWY\JLW8?P?;L'_#Y*KY\NTJZC'R_+@]"1G0(WRC(
 M&<^<P&_0^K8/S\L_\$+N_4X6I)E4+"X8LTB;L;K;C:P)4 _^I*19"3\S;PY)#@_ MUI6%DM _/VT_O/=2OYJB*WW_*T8QL<0@L<[C,
 [QQN3E"R@J55[G_AWBDC_(MT#5QO%EF!_G.<*"%9ON#)"RAL_9!_!@<"#F@Q&<<9&_G;TY>A]1D^@D5;QM
 M!/_L0W8=@7'CHB\LV!\JY(_#) K18O!OB0"99O#VKB18960&TE5050/N8E. M_BAF.3M;(&58*);T9+?
 [6DZ^7J,B\HZZRE0\$*LK?7:4I =>J MLV_03(HVJYC4 _[/V&?V3 _!O%?L?PI_9^&PQ;>?!"UAI5_JGV9>[U6]
 M1I\J6>VO(TDL4EW+&_1R57=G+&OKJBB@_HHHH_*K7ME::C.SV];Q7=G=1_MM#<6TZ'2&)"OO1R(>&1AP5!/"JS10!^\$A
 P4_X(3_+/?[_=U^I7UQ#X)_MFDA\FKH^D6ZE[(%)PNDT!8MY: _'V[B=I(!^?S_P_%%A_@ _^TM^SC)>? M\$'@[X-
 _#7QGXX^_VF6_K\XFM\]#G_O(&>ZBD8R1\;11)W(_7B1V8**_UY M*Y_7?"OA[Q+9W_AK6D6 _!=QF.?SK>(RLI#+D3;?;#
 _VTB\F.002" ?X_7_MQ+^&/GCCX2^J)"WCW0=1\Z _HFDL=1M7M)U0D8<1MR_#T_J4\!8JO\$W(E
 MF82%7R+>)F++S@*HWY_P=ZD2GNH[@TSUV,JW%\$DAG:)2Y1%4C><)Q'_FK_MZ_L8_%;]@
 MGXZ:U_/BI;+%KT.F:=JPGM\GV2XTZ_@ \$UJD3Q22HSQQL#,@D+!E#?ZHL&/_MD[X>>-
 J7^"C7PQXVT.>6#4O#N:9KEJ8I#\$7FTVZ2YCC9QSL=DVNO=21P<\$ M?;[5G_!7J\#2OVMOV&/@_ \5+.^@O=6D\(^&]*\4)
 F?8O%KHEA>VDS84" M>(R@/&/_+X4BO\#NEMU:UCN8B=J*(Y?8 _=E)4@IDY(D5PQ4!<\$AF#9^E M[_P9K?;[3_%O{&?
 Q<^"%]=33^*!/7Q,O?%\$*2NSB/PWJ&G:/I=N@RBCY+F#" M_)@LH4,C\$@JEE%
 'Y=-\%GD5_P#@FG^U0KOY:GX>WI+E0P!5E90<@X#; M%7(189^4%L"O\5G425U+4_IX^VW0SV(%PY&1C\Y_/3&0#CBO\J3_-
 (+0^(_M\$T?VJA,"8O\A7=JN"D@L0RE%_4,6W2;%VX^;.#@5@D_R#79SR_P## MRQ(2&!4_'&7*_Z<5_!1110!_S_-
 _'KK2>1^RI&D1<3;+K;_P_2&'B&1E0? MQ\$N5X5>21D>.+JE_2_M/'EIHNNM)W_L\\$/3^6K_%7*)SL;W(X!^?
 J CPR&Y>4E&96:+/_G+_%2JB_M_NPL3C;JWY49B\$([EX'_9D^_Q&_6GBOP?X(UK6]"OC=+;W]E93S02_3_M!
 <;9(T8%8I5:.1OX9%90&VDU\ _PQ5^TCS_ _6Q\3#'"SI=V,8&YL_NNRD' MUQRP4^((=U?XFI>7"J&PEEX[UN_MR@3:
 [%5/E1*7P,OAC94?/(W4!/_GJF0Y_XIOKCCRH<<#&_&);\$/S1#/_RL30; M@X!_C@ _\5?M(DX'PQ\39W;<)@^5DAL':<9.#A3BOJD
 ?\ \$ROV9< \ (V3Q;F*+NNT\^K M?>8]SC_4<4W_ (=D_LR8Q_PC?*\+CRHL:22#R#M?Sj""2_59>E _\^.\$/V+
 M/VDAP/AEXGP2N<:9=X) (*_GY_/O\$j.V21N!)%?Z?G_!KX\^7?#W_@F[X" T3
 MQAHM[HFI1SZXWV: ^@D@E&_7\JRH5D&X*K1L2Y#CS%P@5LG\J03_P3(_9D.?\ MBG&YQDA(@W!\^&!!\$F/E5UQM4#"
 [OFKZ]^# _ _(!GPA\$Z?X""VAV'0).> MXDBC(4;SW_\MPY8(_HPTK_8&YOO.S;2_/4J***_ /D+_ (*_G;^PW^UX>>/V_M:_W.^"@
 M);_AAO\ _IV@\$_ _#_7QAZD]/^1%UO/_#R!D@<9_2N=P_PRY@>S.XIF7+_M;COWMVYQE_C=6^/7((
 !_1%_P:S@/_P6/_9U=F^>/2OB24\B+EBW@37_Y#@;_M0P4CJ9_X8@_9_MHX/'QVUC/_/ ^*H)5B_MRELARFQ""X8
 _2K]A\ _@G5\5?VTO#7C?Q# _ _" ^N>([J\% ^(\T+4KG2M.74_M(>2[LDO8S<_#+\$J\^8LF;HRQ2_A)]*G_-
 9)V=H+!IDP75F#*3E>..H:_ M\&EZ8.FG6(Z)+2W'48/_+N.#ZB@# _ _"+A_P_\$*P\$VG]D:
 [X7^_Q:=PF="G"JT"N8U4"0G\$N\W+ @& _&="ZY&_X()M;(\OPO_M;D?8 _* P!@3N2/9PHC"1,&8 _VBY3SE^92P4FO)=
 (_9IPZ:29#)SQ:0#G) M;/\$?7<2<^I)ZTG\JEZ800=.L2" I'V2WP00001Y?()&_F"76@# _ (JF_X()2M
 M/B%]OPQ\9M)]GM7C,6AW)W23LV0_SJ^5V_*<[(4^?!_B\X?U7P_?ZQ\1+_U.S@U2R:T>:W@T%;=Y(JPRX21C'C)"*% !_\^
 MW\]&OJEZ9S_Q+K'G/_^B6_ _;_9 _=X"KCZ#T%688(+ =EO!%_F<[(8DB3;_ [M451G_SCH_.PH_EHHHH_*_SWO^#U7A
 PD/[*_WO^0KK(R(E8#_C _&>2QQQ_M%]UMN3@>9_T(_SW?^#U; _"0?LL[EW#^U_!:"S\$E3HS948R%R.^"S\;2]6P
 M(!_!A4S/_N.PM\];GC/)SQ@@YR01D*_M3PM"T<#;"(F'W=F#C)!!3& _"79M_5#ABL_M_M
 O<+!\8_&2K&4D,6G;Z;57;EFK0HFULH&_J\;L\;L(QKR?;/_6_E1A.1AD' M1F#?JAOF"@
 M)N4MOQ\$*Y0_P _" _W""9+!A+GSKE+_#L>=3LE&*ZMW;?71+_MU=S _!SAMYC.RM4YE:3:2M?
 W8O9R5[OF^:M[UE:8&1XMO\$10^@L=KK\O7: MP^8\$G_6J;85@_T_& _/O=JN1@A@_G&_P.T#\$YC\Q^ [2,&\M"R,SE8B5PN07'
 M?^&E!^90@S(OP!ZN&2.0W5NA/(Y.<_B\AN_L@&U<^FOG6P!@<]\\$]0A&%R>"I(!/_!*\$Y!5
 MNI)PHZT6DDUUTBWR.WM':U2ZM?163^>S0M/O]=KK=7]>ZOIZ+US@J,[_<_V MHQO!&5PO4/ZM@H&6HYIH[6-
 KAT\R.#+;NSDH& _!VDY*J4 _^Y\KKN(YD8L/_MQO\ E5<= _PSMPO&TXVB/+?NSE22#Q\$GFR2O* DAB\G>1\H8N? _6IRIW\$(0
 M\@#);YU88)S2IZ+ EJ_RL_A]Y22?NNS7/*[7!6""G)Q:6D')MK>_MKIJ]>_MZC??U9^S?_!#_1TUCX_%753%&K^?>

#&EW(D*?,3JD[1&-.@+7\$+JU8U?2PN!@XVM"&ES2AHW[RJ5*CE=W MYF[ZG^G'@+E\,O\ #C*>2+C].J5L0TU9^]R05_E#3RL%?@Y^RA7V?[/? MCU?B)US\6?&6TLMi=6_A>V1OF=) #NKFU!'F85M_P QR,IM4IE6X'JL/B/Q M#;,>#/%M>(<KQUCM(M+9+R9V(555"JC);"C+;!D#? ?P7? \$W59/%Q5^)&L)_ MI#6J>./\$JW;OCY98YM3N1MW'<%7@/(SN>^/(<GVOH2Y/MQIGN>3I_T,%@ M*."C5Y*+J8B'O.=QW_9=R2""JY+3 M<0J6C5 AD>2,G;M&10IW[BN"7+ 1R=(VWJQ(R:(9KA7G)J1V4L84W,,E93S(? MEYD"JK ="4G!R=H2\WX9,,WD"- F6C9<[U5ADEL!7;Y05"QG+\$O7^H,HJE M[5N*;<-9I]K\KCO?17^);,.;O _"G[?U(O6%H6:? [TEHF[WW>JOI9M+X4G_M?(JD +M&P;50@#:06'0!6&!N<9&[&W>HP3S(A);,% \$865HPC /'G88\IG:G MF_Y@C)#(5,O#(%8M?.;>5,C+&T;,'S'8,L*'VRLH+AP Z!:"K\$EMZ@)39O,B MBN=B2>:.\$J4["S2<8VJ01N,,J#G. QRN*5)I2BIR?ON2C97LW+5WOO>ZVYM M=- @Q%&JH1@W%4YN\TEJH)JL:?.9Y" (MP!51D +A5/[Z?A\$)/%\$;A8= 'R/J.K6>H'(^*>UK8R1F3!&YB_2%;^59P0 MIP? P*N&E\$6(P^<2,,QCDJY43].JJK\$D?>9_G'[X&_T@9R#(%PP"C=T!_G3Z3^74P\N)XU;O^SL_M\;3CRVBJU"HJKDG? NE&*E=IMZ(-_9O_4/X@Y!*;W>KC;=#JFZ'C1U>.(~N&W1ASMN+&WC M!!+J_4(W@8SP3PX[CU^6/_5^V? VC^Q[XV\0+&9)?#0NXP.'@MGB4ZD5MU M[GP?B=2C6X\!XHA. +9=66BU3A*\$H_\DR6KT6_0_DAGF'E6"A07&(W(!5BS ML2C[CA3(<#JW_2_X^7*;*L6Q\$P3(65MJE50^Y!8 J%)4)@%FRZ,I7FH;2_M9C)YB83\$2QYV@%_3YB#DL<.? DW<-(\O+59C\$K2,9UD4B5Q\$2R9\L57#,I M&XH"i9@RR;=BLJNO^Y&\$=.,%9W?_R_,IJ#6MVW+6[DNEI_V2M_E%RP.YW! M/D5Y^3G+W%HO_7LM7OL,,BO,9 BK&Z_B,@JO_L*29W\$8+(W+8B_9,N,*6M'_M!\$K1Q(B8D2<,(MH5%(61, Y"DABX+97:6!96Q2Q+Y1:0.L@\$A0@*"%SB%CP_M %8XP3PK\$9)4"M_Y+ED;[1L!V'8!YQ\$>\$P/O'=CRP3E,\$L64_G6/)*=.3CJ MDZ<5>R7[J9.WTF.NDU9I7>AAJ7FJ+HNM^S7PZ_7?_!/_MOQS_.,(%^V?)M=E:0.=J+6%F'&^/.34[5=5=?HP!Z&OX_OA? K_,A\XG_#S4;=F2X@!>\$U@<EO,N?;\$%K#<*>7_M&W" &3()"(S%U(0*!_?,H\PN_)TV8'=YEC.MN]28\$)(X&0>H/<&O\O?IO9=3 MI<<^YI" G*;L,DLL;.6MFL4@X)WTFYDZ[V[KI8_O;Z*VJ\XSX8+J TU>AF\$ _M<1"GHG%5*4(2MU:M&"?9KNV:5%?%?Q*? U4%?RT?%M/R:1!>?"/CJ(XUFUJ MTM)[D<1Y.XALK&_UB)+69"FYL)T7>"VDYV_U+U_/5_P7DTCR_"WP(UJ")OM; MWC'6[39XEVB/>VJ@_,P&_Q6_#W\F;6&WJ6?/!+&'@;.(LL,!AE3+R^8 MH(5R#M*L#N,FYD("?,70CRXTC*G9Y.*X(!QZYVD@JK#@*PWL_Y.WBA&8G#(Z_M88JN[86QAB-Q7Y6DQW^ZR<=1Q_LY".? *VI2C>,5I9*6J=[M7= MC_,YI)T= &YP4U4U=I_)6M*RY4K)^?^N^CW"*?D78<[?NC<2.[8_&]CDJP^X3 MM8X&ZF\$X"D8&2O4\H/SXY&T\\$,3]XD;_5R*IDDY!VX8@(@@K@_M))5B/F(M&6Y0[&_%4DELAN"O) (Z=%)QSP#MC)QY9RK#!S3\HWUO&%U?EE'2,M7=M MYW,MF.<\$;<@G(7Y=O&XJO_.]XIVG!5[M^:YE'D: <8^ZIP3Z\3T_SN+S^3NK MMMJ.VN^FNMUMTT4X^ [P1CK@ \CO>G3^>84L6*D]2PR"[=5_'SKP'&P.&W*0&)^8LH(!R P4M@_M#=#TD)QN/R@&#"?E>U]=TT_MM&AP<@&@_JPXY3.[Z'DJY_B^ZF5/\$!_]U6F)(P5SGY#DDMX!_I/7;C&(B#F-L1MU#48YZ;1.5YKE.YKV<5U; <5\2_FLMDKW"7+?3225U>VB>72UORW= MK_W?6UMF^8H;4.JH9?)5WPC.[_ T;,"K;5!520(V"Y8!F*K')(GEQ,B1IYD_M_P!GPH;&1JZ084,PRX7DDR#YL_94R1L,H4RLKLG\>Q6P2K9)D M"L,!#DC\$S;_,60>6RMJY0N%^XYQM)\$<9PI*_UVU_&_%_P3\$U>72OV\ _@O\$ MF\6^JV_BJ&Z,# \$?6,D_P 0: _Z#EM>_X_[X^7U^?=?\1\$#1)8V/0.I_M],?.,=V1M*_>#2X\$5!;3W4I)V@1P1*_Y+!(4;4.20<=:_Q_P#@XN_>C_:6_X*?_%G MQ%IU]+=>%O^F_.X3T:SDF:Z@T^?0XJ]2L=1,,89E02R_,Z)C#1Q2EFVD/_I%_M?%N? V_X/^">G["_Q'^6D:AIT7Q))064OAKX=Z7?_N=4U"ZDM;,,51_BR1,) M;73+V2:..174HX5AG:0_MW6KWUWJ,(2M)EE6&6XD1_0-J#"J\$.V@#C_.91<*1&6D,<\$/_WAW_M0VMJ]H5DGLM@BN##_J9F:8.TIV@%RV,C!H_]@HHHH^+/_^"C\$D%+>&M0 =DVL6"YR0_I[H[N;_VJ_P!R3_@HRJ]L?;M4F%2 MSGX(\$%0_!DAO#FH!L\$@[<+D[ARN,X*Y4_X;=_]3O\ P:72Q/_P4AT.XT> M22QG\$1.0\9&D:R69&&_N5!W#<X&QE8" _U6Z_RIO^<2PSP?V/(=#"1!HS8W/MF2"" M#P01U%+10!_CV_\!Q_VKWX>_\ !6G]JZCT:32_%\5^,+25="9[;2*VN;8_MV\$!N9+\$NBQO\$MU@ED,A).TG8?WGX9>'M7O\0=TG6=+GDM=0TV_MKNUGB=H MWCEBE5E*NI#+GD\$@YP3BO[L_#_UOX0(GC_\90^+FD^[_>VMF\(^)=_3:U:_M6L<Q(>O_M7!!QD_@ \@_U?? VX/V^+30/^#>[2OVD="DNH)\$WPQ\%_ "[JS_FYN+[4_'NO_M!FID\$@/B62TG\X%,QAF=U5!@?Y3EVB7[BX41PL\ [M*K;MQ:ZGGEVBQ7&02%_M6/'JKEJ]HS7],_3G[9UE= _\&[O[\$O_D7B_.\U_Q\X^>)5WXXTTR&_YC3P]_MXUU6ZT- 959GP@@F4QD+^Z7_9XROAQ[7_S"L&J'3,;)\HC+*#&ZL;,6#NX5_MI3GG<2_2%*@_!D_9I?FS\;? MC_"XIZGIL,S?"#P%I=UHNH7\$!)COM?N_MM0T6Y_L^9DRLODS@R8+))%D'8RJU?Z7=?R._\&?G[/OAOP=_P3RU+X]);&+Q MA\3?B#XN\7^V1)+HOAF^M);\$HNJE\VZ9E+P8[Y%(WE1_7%0_4444_%E_M_P!7)_N_/P"@FGTR7_5R9_/R/P%? +9E<_OEZ%;(2V1DLP(4NVT\$[2]##?S_81D6+JLGFWE4.H^, M@P%22=VJPKVQ>_R 2%)X<[2:_00_@X89Q_P5=_.E58@%;4/"3S_MM3RQ=U5V+A6\$;_FQB@*DD#\ _P!A.0Q?MD?LU2!_Y3XP>#&V.2...MY.!U.>E _^XQV\CGP%X((78#X0_\$)=!T:R^7@D?+TX)"6NOKD?A^=W@/P_M2V,9(\^&SC&W&=&LCC;_XZ8[=*ZZ@_HHHH **** "BBB@#YZ_&[JEA_M:97_?V?_C(,N]3GX=^(N"N1N'J,C/3_?X3%^="000_23>7_ZDDS/Q];_W_M:OVM',?[*W[2T@QF/X _&])QD\$C*_#SQ\$PR!R1QR!R>@K_"=O+@IJY<_8(O;_MMAC&1OFEZG_W\$;N>A8#&5SD_[?A\$%_A_X^_O_ 4Z_9T^&_/CG0[+7_#>M_MS>./[3TK4+>*XM;H1^&[AX3(DV5;,*A<94E>@^7+#+_4X7_@DI^PJ+41?A^*_M";Q_8U<>'_ -7!8AR=C0;0%<*T2E5\$+;V"[WRO^8M_P&UES)!_P6&_9@F09(MD\9_(D%5\+7[!L3\HV*'/G)J]/R:_V%: /S"N_P#@D7^PVT=T8O@7X\$!?:M3+BUO'PYIY_?26?%_OV7=5_9_>8^/7 MP5U"##R[;0?WB"YTF1(6AMFT14]1GU*T@&RSJPM+!(@&8V!@_Y) _W*_SP_M_P#@_E_8DU#0/%_P?;_J)\$^9YO#_B- M7T7XIZW" &L%AKJU<_39>&HYG5=S_M?HDXB,K@EDD"[@@"^Y)]M>WEI/!=V\!D4IJZ&="3^T+,%VM@E>_W3KCU MQ_LG?A\$ \$OVM=*_.Y_P"";WP2\80WHDUKPKITG@+5[">?S+ZV/A.&RTN*=6/_MF!+C;O0D;1D(&;_9O\;.(@07%O- &Z[/W@9>2)5)CSY;\$*?D+ [CG[L8V[7R]?_MVC_\&>[86I>!_VDO&_[+^O>(-OA_P")WAVYN_#&BWW4]G\$T M@CBE82K\$J+TDV29#Q@ _^E!1110_4444_%?GA_P4O_&XO"_[?7[.O?%3_M5_5T^S\2- >./9&.&_&Y+UYM7LTU%MF],B#3?MDF22_5! [9_UQ\#?C%X+^/W_MPG\2%X>ZS:Z]X3\Z);ZKIFIV;!X)B=T_TB\$?\\N*>+D D*"57.>KT4_M44_%?Q6?^?W[!#N@^//@!X%_V\.;_I>F^(_A7=:)S)_X_U6&S(O_7M(DM=/L_M_%M[JZA0.HMIYF\$4DC[?VJH_8C? _&IU^&O_T]Z;.5)1W1LG_R;RG.0*A>2>X)AB@0KY852X567=)ZOG@D_M*!C@8.W[SEO[E?@_RFV&X*UQ+XFC3S6QA20J_M%0#NQMRR#TQ_"_7Q/!_DV;D?M@&_M@HWV1O@&X.VOU@G]XL7RM%J>IM@JS7_J'M&/_M,FD1P>,>_*\$X<*3N4X\$ _L%_X,T64?MO\QO!52S?"S1_I(SC_(J&0GZ'_M@;2#K[6*E0Q7_3@K_>_P"#_F!;_QP_#%6^%FB,R'H"@>(9#N;/\$\$X0J MG.)^>7(P!&@_HHHH_@6_X/7TNAT.[#_@UJS_PY<_9ER01_?Q8V@,25'_Q=>^4C)VC=N;.!A@V,L_M2?Z&* _GF_P"#6K'_ Y<_9EP7)_MOXL;MV,_P#"Q=>X3'(7&"0W.N?NE:__MH9H **** "BBB@_HHHH^00^"@7_"8U^UWD[?A_C'+XP\$[_W_0A6'_? -9OPK^X*@_HHHH **** M"BBB@_K/_= _X/5BH\0_LL\$E!C5_)RKD[?];).!M9_.5^>#J]T89J_TJ[_S_MW0\ @]j5+? \)#^ROMWD_VKK150X4%AH88VK@DOR!OZ)D#!W_%JPX>:1@ @0_M%CAH#N#N? O!R6W=FSU(0))/^!S!_P0/Q_PZX_9CQLQ_PAEJ]Q7_X]X.[(@,WU_M/)ZGK7^_<)*YDG<\$8E*.I).QV+%AC<^S,F]BC\$?># (&4DK_+O_!/>_6_ _M_2T_9C0[;O" M*S_P92TD,+93:2_NW;C&[8@D4_?LQ1110_5'_%;Q2_MSSR)#!&#<LK! (XHXU+/(L0J)HB@LS\$@_DU)7XW?^!<3]N'_S_&*?V&?B_M?XDT56+2Q\>+M&N_#A.WG=TE>35H);*2>%T*/*CR1B_UD0J-[A30!_FC_M?^!["3EK^U'_P_%/2V@/\$UAYK6/@'7,GX56DTDGCG+<0^"=0OM/6>"4\$AK=\\ M[80I^X@+\$_N6Q^*R"5CY*E@92N\$Y_>,<%!@=2YV[<\$[">_.L?>*7\=>,O_M%/CC77EEU? Q7X@U/6]2GF)9YM0U*YDO+QW8NYW&64MU8\$,, @#/NG[(GP>UC MX[_M1?^X866G7EXWB[X@>%+&_JMX%1Y_[&_M6RCU2>]/>Rj!9EV#D%68YV[_ME_'^NS_P0A^&'AGX9? !*O]C^+P_HEIHUYXL^%>D^&\$_HMH)>^U[4]N.X_MO+HLB2R7#100HS2Y8! @PBj**_2GX*?CP]#@A/X!^\$A/S/^<^OANP_.M:1YH0278[%2\$W" 40?;[8]_J_P,44_?P_?^7\$GQF\9G,>0FEFZ^90/_:T(B_M= <^X\L(3S,N,%751@UY%#)TFWNR&_(USN=RHDR26)*!^!\$8R".F%361Y>_W)5_O\<+*"X=R]QFGS4:'&_7#EBXQM9.Z MBM6FO)_WU9_CUG"D\SG_9WTFRTW]M#ZY;6CJURWJUZ;CV\$ADE8%?+_.IR#37"A!N^>,(K9&S_08_M&[9]6B MG\%ERMZW26KOK).W/_N_.3\N5>32;5[>:2=UW3[I_IW\$DC&PO!!XQTP-Q^Y_>)Y4YW0N6/RCD#KN9<[4&/_SG:PR&KKETD)]>G>4DTXVW: MBG=>2%;NU\EIZ*WG>^ [UM^8!YPG4?WOO!<

G=D@@[O+QP6+;L1;:7L.<\$M M@YR')YZ?/P"^S&S 9.F:1LL\Q'WL\$+G!(P<;A\W7%#AE"=I4#J8)P>< #C MHI
;C+ #YMHY"OU9OW?(.0N7ETNWRZ*[U.DXN3WW@] UJ\IWU"RLO)=.GPKOK MIY. 2X ', #JW@ G&,>O]S(Y;&2V O&:7!P N-
W4G.#GCT\!DV@A%'RE."? M,(02VX%N^!.0%NI %.XBS9O*YI#[J?:0\$7(+@EU8!HV:4?QW<1,%O!(.8U&[.332
M@I.UJ57E\$K>-+9775MM)W 84W**Y74U>R6JYNMEY[KJELW:WJP8[QN48(&S+*%&^52% 5?U5K[O^~"7%K):-
MLA>"5>W>VW:Aj#K&Z!"P MIV9=H X=LGGD\$%2,KD HC7^%/BI7EB?\$?C6M)W M<^ (LS\
[]8B:2TTT2MY;'^LWAUAX87@?ABE"/*O[(PDY>#O:ZU?6Y-"WTJ,R53\FRRI4Y51PBj4X[\$-2DTM5K*_-[?#;;5:Y#;5\$? MEC!8-
^T@*\$Q4*HSMR1O.!C=NCS3\^:V&P&(080'C!)4 IU\$B\G+'E3 M@\$,<@D +E!DMGCC^\$A0@SY8W2#[H%0""2
&1I"QD1BK(RD);& M\YWD\LDJPK0=T9&M?M*AV8@JR@ A@)<97)WD1D=S[0Q. VQ/E!S^J0_!&*58/APH[4>4%E
M^'7BN6W0\$[DBQ"9%*EN&5RF2=Q7*JA8,2OY3AXI (FF"^6LS,2% 180 I+@\$@ MJLQ(^9@"@(4#)!Z?;!&.Y\$G[\<8=@T?
P])41X"L %"VI(973>I;&\$.W MAL[^"OXSX_XK!XGP>\0FI0]K/A_% M;JA#X[B,+YJ:%9/&6SM5EU.UY+ C;Z G*
[MJMPQ(1.O@O X*;6:7!\$GQS MMI6/,X=@(=ON*RWJLP+^HH&,@L=N[(?.QOL?#R<:?'G!E2;A#B?(Y22W<
M5F6\WX2DHVO[3),RCM?5X2K;3O?;[S^+^, QQ["G\$; ^7T'R M#?ZD,1C<,97EAB(=IDX!DW N&59%P?XPI8 MB,_<7\$B#G-
?[L4,5A+12JQBIA S.'R"X8\$8)."(!S^!0Y!5B4V YX, MY? \=@EER9RAPH7.[DE2=J,Q&
[<=C#"C%=3%#&8#,KMM<#"C:1*78LH!.5B M&UB0\S<#P%I1M\@VAF4R%/+)QNR2B_O N"0I. 2HQ*V4)+?*>B-
?"NR]MHU M:{DG:%VU.VS5M=[W\|VET:W J])>T6KZ]JG/7I,R;2LK:E^QF^SZUX;U/_D^ (P5^'_BY"&75 MO#JA*",?
PV\2\$"&\\$\$.X7#+_#7\&E\RM\YCN522!#)YA4?(8F+CYP"?F*
M*JR.IM)"H6&6']H/ !,6FU\|B;XZ@l%I^+VBOG:64^1"VU]O\0W9.0&P1 MNRV6;^#?IO83 U
WINZ]4G)JZ]M\$TOOFBBBO\X#^X0K\3O^"W MOA=J8^!P\U]#7 BD_%^I7SR/OQ'JL+2U0_)SN)+I/5\ G&0?VQK\U_ ^"M&
M@1ZS^Q#^6;QB\$GT.VTN_MWVJ61WUC3X&*\$CJ.C[_#NR\VE+5:7WY=\$P8#&> WJ1PSCC(CV@;1 MJQD"G[X-&,8(R6!.,
DD8R\X\$ F?N@_9S0.)Q@@<^&5 ZGMP^&W)BQNM71P*%X]@JR4\RN\X1M_#&+/QD3 %FY3 6^_] >2BW=+EC%MQ??
WMK[HW29*5^_MM]NRTL FUZJAU=H/7(V!_)R2<<9)R.2 /XVQRF0>N" 08XQD =ZXP,9QC?UV\$G^F
MAMN=9V\T\O^62;7,TYKXH\O+&RVYEKVV?1W73RU6B P=^G==7Y"8Y).S'3G M)&WJV<9RF>7P=P,B,=.4]\XZCCT[^!
QNQMv8^4KD?>Z!R%QR>^=@R#MQ@CG M#*,X7.!\I R<P>!EL?-DXR<<%C@}
<=6&0(>""""3B+M+FM*ZBIBOHKJ[U\VU^=G)6T6]U.UK6VMF8,]JN<@C!/L,#)"[@/O@CA2V27V@12 M"0QE8VC1RP
9L[0@.1C(Y4G_%>['SY\$I"FI2"0.6'^K A7G!R 01C:>W'X M98D-
4;@LIPQ0[N6PI(YY.#P2P!|3T(8C(Q5QNI)I7M*RO). _TY7[J'V=VK_ MZZ@I2:3ORW=FO.VK>EGl:P[>[']6!)^;&I)T<'.7
M+>FJN]DURRTV5KVNKKK09(T@_8\Z32OMRI).6W?EE,E=FI.Q]5?L"ZDVA_M M? !/6;F2-
FLM8U"V8YR+ZUD@B7.O)V^4E#AE95#*S, #;ZC;D5O[RJ>.1R M>*_ @]_9RG.C?M
_348[HCl/XJTQ7;.#&+Z]LXB'(DH&'RL<1+^&L, L! = M ! J8> _J/DC^\[5 F] K!1I<;<-
YAO4Q^58R\$W:RY<+6P (E;I!>W>NEW M?3J [P^BIC'B>%*0<,6Q P 3RW." M#_JSSG8,C!\$F>1W\JO? _I[&3_PTK^R5
MUX^%GBG&2IP/[=M^!MY SDX?YMQ)^X4Q_\$E 4ALY96Y:63R54Q;US'L?>&/R MY4.VZ-SMD'RE2,D '^Q5_P &Y? \RAO_
&+G_)KCGI_G H+WW7WKJO: S2?^ M"; _ =.+@PU^Q=1%/V7[KX73^(KCX6Z%+Hl:KY]DBSAKEKH>6C;,"(BTSJ< MDL1N
,4@+5]T?1FOAS/_)IA9_Y^K#.W&/.[C.,>7AN#)^JH _O.KP#] MHS]H[X=?LT "WQC\4O'>K64>G>#]1%O=9N=6^M8]1NHK*
(R/;P2R*2_/G* M G"AMS"OXJ+O _@PT&>UN(8O@M<12R02HCK=6"D2.IP0VE0&PJ\$\$.BEBS.^ MUU_FH_X*;;\
,97XP_MW>,K.YV>(?\$O@WPI+I5]H^IZ"U^&M+R&9"S3WD MVM\$40&170*A\TE),D JA_X+R? \7CQ-
_P4I^5CX4\7DUI#/#!=RUUX5T M2YVQS0ZUY#6^K.YWS9AFBCAVEF/S,AY47 K^>B7;_S130/"4F3RW0.RJN0(Y M-
P!W["X9O,& Q!#(ID/7NYYCDZ?9W5_JY<1VMG96T#S75Q*/#AD\$PBM_%&FZCID5KNX M:Y6@OCMB#E4^WAV7B7\$4_Q&
(3IZ3>7)\$C_AV@,=W]\$ _11110\7 M?%%5=OV&?VJ=A Q\#_ B&SD[@H0>&M0WAR <*P.TYX^8#_.2* P_BO\
3O3&:_RDTM);D+3VAAB2*:5Y0Z'RU MB1G9B,(Q %?XA5[%=:.+NPO;>XL=2LB;["LIX7M]JUNH0J.TLJH2
:_M_\$'Q'KG@WPKX#O[OS?#_ (GU*1;4,Y2"35)WN+QU!T>;* M[.2HRQ)]V]*Y!9(B;(T4?,5RJI&@SDAE54
\$Y9GYG68!F!7.RU]7?L+?#V+XQ?MG_LX?#>2!);?Q MO\7/">@S0&+SHV@O+Y4E#1%7+H(PYVAN%PL9!"D '^O'_P \$3?
@#I7[.G !_M+JE_PCI<"VY\3_#SP]2_2B5F9EU7QMHE.G>!RP^5]P4E_\BJ6X?DJOZLUY M])O!<'PX^&'P\]
6JJMMX\&^/'#,*H1\$CT72;6P5\$0@%(T\$&UQ\!(5_%(! M%>@T M%?%%%!!3?)\5R?[(C_\H)I]1R_ZJ3_KF_M">]'^W_P
""3SP_P#! M5O\<(<@9P1)?>@MX7=>@*F@6CQH%&;S;N'& PQP0KN&^_?V\$83< MD?LU0@_F M3XO^#0 P!!(U2)APQ_8\
<+SN. %LNB'YXQ_L2\$N.I."*,/X!_ \$J'X0?&;X2?%K[,+L> /&>B^(9[3&);E=)N MDG.[<0]12I&RR2940[VD1C("U_ ^ZK\UV^
O!"X V^\$?#2X!) QHUD."1>] \$T#0&;X+3S/I&D:=IC2FZL2)6L+* &TW?ZP,5;RB MQRV]FVG>I N5MC_B,U_.]\$3GZ_#_S8?P]"
<2#);I+C:&#&/\$)RQ_[Sj*_@Q_M_P"(S7PYG_DB5QC/_/U8?=QG^JH[=QGIY?RX]S][1_Q&:^'?>B)S]".+FPS\ MW)
(RY&4X\$600%SYHF8A@_?WG45 _IE_Q&:>3_P T2G_)S]JL0H/?!+MP%(M902S*YRY="L=?IM_P2E_X.,1#_X*1?M0.)^SO,?
#:3PQT!E0_J7HHHH ^?VM\$,O[*_2T8.TR?' MXQ(&)90"WP]1_\$LOS#.21R!TK_G;ZW)UB^MF(0B_O(R2=H!2:7NP7_)'
M<+GT7M_NP?M;;R?LJ?M,.(I9?V?_ (QL!VD?>AWXB((8D;2".#D8/.17^\$U M?2N_2OI0?G-
Y=L6PIY>:3<<\$>;&_M'P?;76JVCX:)))@V^/ ^['^+/_=E%4_J55>[M+>_M; MFRO(8[BTO());ZMY5#Q3V\Z'_#(IX:.6_F1U/56(H
P,O%V@7WA/Q3KWAK M4XFCO]U:TN\AD61'D]E.T,D;*XCD7:4V[2%8<'H: ^F/V+VGO&W)]T? MPK^
GPXO!HWB#PKK^FP&8YE!TO5=0L+;6X@C*T3R2V"3*H*"C*Y;;(I 47 M_@XE_8#_&)O^" @CG2/3]J*.PQ\<40?
%/25MK:6&RT6WUW5?.CTQ9&7R\ M1L.K".,D1+GY0PD5?P4BME62_XY0C\QCEF^()92I=1.C0SJ2K,"%NH)@A MSN*,=P#9
J&K^6O_(-9/V]M)_6_8@T;X%ZM?0VOC#]GNSLO"\$%G>WMH=1U MJP\$^HWDVHPVHE%T1_YT)ES!M",K JB9?^I2@
I"P4%F(55!+,3@_9))/_ M)X I^4?VY_CA=?LV?LA_M!?'6RL])3NOAC_.A306%M_K[F2V\F\$)\$>S@
M3E@&OAE.K10PZ3;_I<333"ZN)Y4\$>+VXWJS"?*^8F^\$2(A_C3^_OQ)UWXU?&C MQY1_\$=JOV/B'PJ]5QI&LZ/_+
[3K^U=M_HJ"ZM^M'TJXD5PQIV*RF1@J94X= #_M_>^T37_)1Z9:ZQHE;.:EIMX@DM[NUE2.)QW&Y"0&&1E3R,@]""=6O_
<_X M)2_'\.FL_LR?!\WP)/_BUH.I^/M5G\3S&\6:OJ\$!.*WU#RHD\GW+^8D<(AY M+%L[4CP!FO[R/A;_P_%_V7/B)X#^_
,9_C+ \]GUS3[6]FTR\8^<XYI2_M6>U@N6BD0ZFY0*LP&YROS*4.*H0#[,K^2+_(.Y/VM[?X2?L/Z)^SS87MO_M?
M%ZAK&BW]E##)_#.^K>TU6"2YCVU7A620,L1VG+(\$%)M)_9+JLS_(*L M?LU_LP_
WQ9\5=\$^')@7QUJF@Z5J.HVN@:/XIT6[N\HK&U>X6)(8[QY#),5" MJ@C9DY\Q%._%/^4]_P5= _X*1>.,\&
@I#^T1<_%C5)]5T_PQ;6_IH/AB]NO.M M=+NOLT<Y<6L?*123?_L"\$'+\LXU"VL_!9E*X&^SU&QU%8P<8.\$E=L@^8"S
A8S^__S M_,=TDMIK9@0^))@X0.Q6.,R%< \5#1Y))8G?@%>=W^J]_P &F?P!O_@I_P \$ MUKC5]8LC%?\
Q2^)%WX[M+N.T:."?1M3V:(, \$0RRHKSVOVV26_C;R.6"9V\$ MT?U\$T444 ?EW_P6>W?A.T_VJ=FS\.=H*
[E\$@7(.7,9<*,\$YZ#.*_Q7_MKV,RZIJ2EE0K=7\AR>OER2N54X&2=N,D#_RV,;_&G_/_@M I?_ (I?M4* M'\$9_X5]=G>P!
VR(_X\$ M MVJ?Y4=Z_Q7=1=H]3U\$HQ\^V7BEA_\$K32P!.! M@A@>1C!STH_L) X,T1?VWV_
(WE7]JOPLT7>"2"P;7Y\$#_L\$S;2,[E!%]UV MK_3?K_,@_P"#! "W\;_QP.:%^%>BDC&=^?EX/(P.F.Y&X@&@;E!'^F_0 44 M44 ?
P+?^K[1"+JE16_YM!U[RFR0V%\0L715!^,*@L=PP%1CU"BO_"O][_M_@]2DQ#^RI^Y88OH>NGS,+ \@7Q#(<GGYL8PIW'?.
NAL_P"?C0!_KO\ _!K5_MC_ARY^S_CK_,?Q8W?7_A8FN_[1_AV]0A_P!DC#_0S7\ \ P.U\$ _P##ES]F M7Y2;.U\6_#M(W?\
%Q=>_X\$DA^25W*5*XRi)_H8H ****"BBB@ HHHH ^M0? \ @H%_C_AAK]KS*[A_PSE\8.,;N?^%\$UO!Q_LG#9&";9!!
K_#*D38(VR,2_MIO_!SM&YEQZ!%2,'D\$<@!F_W_O^"(@)Q^PU^UX>?^3:./Z^O^#6S= !_P62_9SA#*ZS: MA1&D(=@ISX_UJ>/
],3"]VVHOS,P(C0[E9DS_*YM !1110!_&'_P>JG_(PA_M_9GZ#/[QVUCJQ7A_Q3=F<#IY[3@_OU0_Y]JK\$L_FW7(T*L^UOQ*
M1P[E&79_@(!R6C!D)R=W^E3_P_JF?^&/(V.;O_"7;6,XQS_Q3EEUSSC/]
MWY\X_AW5_F(C[X\L,VQF!@;^N2"FOIZMM8@8P3P,#!_HY?&1H_P,8OVS MAD?ET)G&\Y_P"1#L.?+QC'?G?.EQ7]P5?Y,7_
OY_P""XNG?_E\$/AG<M?AYJ7@*3Q>?BEXJ?Q9Q<1W_L@M116AQ:.T8\$SC+82F<1@%D6=P49\T3#_O.HK^#'_B,U_.]2G
MZCL;17FCP8^,(7Q9_M^\$?PR^)_O\ 9(OB%X\$)^*DM!TKTN@_K M/_= _X/5!\V_G97^A%7^>]_P>JY/B_M#JEC&X^U=:(B#
[2=&;&&/+,<9\$7W6VY."!D_@UN9I29HI664M("WYRP=" MPZJQ_ ^X*G=MX""8%-?]+G_!%2O_!+C]F+(+>#+-

N#DD>3\$N6P N=RL/DR MN00.!7^,=[(8[B:,G<4D8;LJ2<'@G82N['W@.0^'K717OEGLT28PH TL8EVR99QN'F!}O*D.IC\$8!-I
M,45-!C Q&:~^?^B)3Y('2ZL, D_.5RYZ#_5ABVUB3)YHPHKW?_!YAH,JO-%M%[F"20862.ZT\F2!@%F?Y=N6/&\ODJZJ1&
#^UO}HCJHGX>_LW?`SQM\4O M'.KV.6G^"=NM9N)^VVT>HW4=M"\WE6JO)*CR.R(QP!IN92RY_P I3_@N
M3_P6)4_\\%?%CEXDTCPS=7=M\!}O!=[?>BW16*X^K^N_*6W M(M(8'F)5KZ.XF# M&3\$J5ECMJO!T!=1D:UO(#,W M,+{JO!
((61_/8LFT+...SIM>OQ3GMTN&1%8N8!%6222_?D=IPY>8R!GX\$}@;N M6(97:=IR 9,EU)*1B,,Q=NY+,06(0))P*JQ P
P)4*&8^LW_@T[_8)UK}I M+|L^7IHW6%MI/AI^SLE[8.O93B6..JUK7=^[0A9RB)E8VER(S(/,B(4R%6=
MEPO\I6E>'[S6M4TS1M+MY[_4=5U2'2[.WMHVD>XFD:%!Y*(#)+YAEW+L'W!N MX'7_
%V_#=#=/JA=OV* V\$J#AU:U%OXX^*%{#XMULS:~+87S1S:~9FS2[6=5F M;R@D:*P'H5<*HR2P!^_E%=%
%\%7[0*6Y^,OC)}Q*Q16"PDR9+0BR4S\$D^C M;DSO\UAD*N\$!8+M@C%OM2[5CY;0*\$J&4#80D*<#ON#_"13\VPJ2/7OV@VM
MS\9_&0PAB;+3?)38"%A%HI,&Q(X)P (B04&9N5S7D4+VSF.V,9,*0Q2X9/F\$ M8.\$Y(RS=TPP5<*<
[%N#7^_P#PMR_ZNX!VGS>QP_!J.D?9QO>T4^,L_NT\A>|MXC_PHU%)RY.=>|G>VJ3;OO+HVKIRNW?
=2LJY,Q8@3>4Y&J2.A6,9;!(VJ<MF+Y2V\34@P1.R,8.'QG&'J#CC!!F%LY !!!XC>6/+0Y_U1CC\VI]]^9JG
MR=:.RLDG> H>;_9SEY*W3;CKR7V5^5IK5.STUW=C!9LC&S!(8;,LV!@=|EFV[3DQ3UVWTMM\K7Z+;V
M@N%/R/'C@_.1\HQP&X)+;B_ \6WAEW4N> HXXJ3TSGIG@9R/Y+?ZP_+Q2? M*2'RH 'JUBN"./E(093)T(1RW+;R4)-7<"-
<8J,GC'S'G=G[LA^[]P_)@-}MVR7NVO_!>C^~R7P]>GG?;2[OJ.X5X4XIWHMQ!L57:T,T!63:
[1/<1J&#~#8H(?;ET.UUV[02"IMED'S_MM*9!.\$Q^[XW^GR_P2;\E3M+L:~+;_&=)HDVVAGL3Y9C;<8#>0?)Y8Y#;
MCGRT(\$>_PX!QYV;S5+*ZYQCK9[JZVO:SMJ?W&?L5Z'%X?_9U\ 64.(A272[2VG&".C3 M[!%MX(P,.,#~"D#&1GD_5E>3_
+TV+2OA%\.[6% B?|_""^&YMH_#3:).8.V.M,%/A)\\$;9&IV_\$>|N)HP&9C%_9.S+*O+(7PI7G;PY&%)\\V[0_9
MVE8*ZLR_PDDGT_8QC*M==5Y.M;IEE8 MO\)/5PP,~*%@.0!(_YC3)QD8;[_VY!SPUFC_==OWJY@4EL9N%"@J_5?Y,20J]]'
MEF5D=HB0)W9 [2*0&RV?+5AG9PA!!!]=8E_4\L72DW)4J\{ZQ4*;G9JUD MI+9ZWZMMML_G[
0I8N5'#8A2C&KB(PBU;9UO>D_ \#.[TTUZ'ZW? ?_@FQ=.%MOX2^#/B#_9 W\KUC)@(_8)^~6Y0KGPM&SX
M55RYGFR2%XSC_SSP!@E<\$_.?Y(<3_22X^P?\$F>X:A]1]EALVS##TU_9MTJ
M.*JP@I6JH7.BC*VC=FDM;_Z%9%X\$<'XG)LIQ526))M6R_#59N*AKE6H0E.U MXIV;DWK;~9_N_P#,TO\ P28U_6&>_M?
K3J\A[_@G]??L\ _M VOQ?22KFT@/A76=,GGE8;/_NS"&H()(+F F53M. X* MC@GJL.*^*XB)?
^..)LDQ^0YA+"+!9CAY8:NJ4.JDZRBNK;? MU64>" ">2YM@LXPBK_6L%4C5HJ7)R.4&G&Z27PV23UT2M:P4445^&GZZ%>"-
MM_"P?&KX'?\$#X:.\$\P3Z.UH(HWAN1VCE2=%1CP6+QKA3}[N02#705%=-N7
M8ZOE>88+L,TL1@_7A\90*K8.K"M3YEUT7/!!7CFQN%IX!'8G!UK^RQ5"K MAZEM^2KIPE:JULJFK/9Z\RB_P#!)KQ_J1(?
#J]EOM>)%<^.)2T3_C_.'(M"@97#"3=N#K87_@DMJTAAN@7RI'B3+X'^D\$A6(VA.,@%D<\$D*P"D'OZ8Z
M* H"/TGO\$2*2B\ K;6A75EHK655+;1WNVGN?C"0P(60C M@)"_,\$EJ6DEDFET&_4C;,>Z0%6C)PAC@;D4DEVPNU"\$C![_P!,-
%/_ (F? M\KIV NM%[E;OS/_E[U?1Z=K65I?@)P6^,3\$ZQC'14E[L7>WPZW:3=];W\G MARO'\$0JBJG_SQBXI-
SG+2SUZMI7V5OLN%/#O(>\$,34Q651J1J58 MN\$N;E2<6DK/E2O:VFUOD@HHHKJ/O0KX2_X*7V46H?L2?6TF!;,MI
M9IFR=NSP>_X\3=FBJ)'&2?F0R9D)"R^! IN &W9L)+|J#E\,#5E'\$@91R M%9E.Y_FWJ"#GC@<9UL;3E67D-
5>WD1A<&YB+IQ(3&"SOYC[, SD*/E+?ZN M2, X^4EK12)#^ZPH(+N"OR&3+,3M"Y96Z;"HRV=YVJK5_072J0J1@WRO_9J#
MO:JE*\$&[V[I:~+75MVVM_D9*"BZBE=7U8MOR%8_#=P0K8QNZ=,Y7JV05_7W3M_?NWA%[4]7I
MOOI9IQOHS'Y=%9Z:Z7;5KW2T[;W3LCJ0=DJF#R0#)5 M_P;N@PF54@*\$_6YXP,8.#@#E,X_C_P"60.Y>012X M
^7OMQR'6+1M(K)=KZVMNG^~25I7?P MV^~A|+6OIL@QPXI/3H_HH,@_!CA TTZQ?>DW^;A3A06&!@9^~^,CIS_YR
M%&2V=Y^3HG&_O'J/E)&=,1D'CML/W\9;,'&%R#D#;,"W0>X[XX)Z(POLY1\)) M2\UR\RV>C_>V3EI:];=&|>@07\!=!;Z+;1|_
=,"<+S@G<1GG(+X^4>>|MD V* XYC!5LKA3M*C&,J0 MQ/3Y2#|XJ|6/\$?RTV1HS&VX*5#*Q'E[CC(Q\H7=MY4B+^
X<+UH_VY>1>|N5 MQTMK^~?DMELM[M:~J]R<7_".>UO+I=Z65[[_\KAB.5Y(Y=L9+9#8PV) M70!>>"I&%_ "RJ/:GRNJ@
M2.&P;,R%)(H'FAONXX.&).0N_AE(:!%RC8_9Y?*,Y#U8=F?|JQO:~^&31LY9?;?AK;EVY)UVS:8\$EN%5AV.#\P!53\W]J]L
MW;Z5_FI].107\$/_W*K/^RLWY_MM%K_+5@TGII*CZ=&C^X/HEN?J]A<3*7+&/_U!_02=TW1J]U^F]J[6;+%%%% M?PF?
UT%%%% 11110 4444 %%%% 11110 4444 ?YPO\ P>Q@_P#~2O[1VMS M^*%)IV@_XURWR01R0,);#~!~W54U_-\$DX[[0?2
0\$X "M7J_P>N/M;K^TI^R/YJY/_L_ \$KO^!;YHEUN\$2C<_H?S;Y2+@D_H0S*(K^~(6Y>V^N(4)_ ML9V884C)JV5&T_D9
1O,5EX^8AE)0!\$ (K41+4>,.?3C_&Y\Z],6K#;ZX^!OA75[_ _%#471C:3;SX=M;2[TTZ MW,E CKD3WJ0HQ;(K(3L0Y
!^8/^"0"!\$3X^?MN?\$[2/%.K^\$9=+^GA.^M[W MQ5:~(X([,7>GF9[=TC6X8F0F7.LB(A=8V5=C/_A/|3K|D3|D[X2?L<_!SP\|
M)/A^X5TOPOHUA;07&H0Z;~6|ND^K2VEMJ\$P\F*(^7)"/752.O.%X50#Z9LK M&STVTM[#3[2WL;&UC6&UM+2&.WMK>)?
NQ001*L<4:_PHBJJC@_5:HHH **** M/BO_@HR(S^PO^U0)<[!#\$OB",#C+~PWJ_123G"LQ"L<'_.0,~C_~W!CN"> M#T..
<<=<CP#@D=QP",Y^Y%_P4;.)?V%OVJ6F7*#X)?\$#MD*W_".W^QF4*2RJ MV"5!4G^JQM;_W*
/ZG/^#2T6Q_X*1Z)YI99EL)S#@,58_V1K0V,H4[CW5C ML0\$A:~61A_JN5_E9_ \IK%92\A%
(M'DC'HT>G.8E/F*S8T37'S)UQD&/>_MEW@CS6DP&^A_U3*"BBB@_HHHH_HZGIMCK.G7VDZG;17FG:E:SV5[:3J^AN+
M6XC.*&13PRNC>2#ZU_B, \!3#X,ZE\&VZ?VE/|_IKZJ?Q9;WNC6P5_M(HSX?_MV;|!(BQ_5_VJ5#A\$^|RBL&%?]>E?Y:_ \
P=O?L]?*!_RT_X@>_!M_33O" CGPC8R7-[!;MKK4^N|J/_@KX_?%4_AU;^~K:2X@^&M?@W7_BHDF_Z1>
("ZI)9\$ML^Z)2R*5VJS|"_JN\YP+9HUDS*.KM?&1N_*2BQ^US<;#_:Z#977PYM;Z>_4NV_M MV^4)<6[1]+
WV.19!D(C#*DEF50#_0?HHHH **** "F2?ZN3_<;_P!!_IK M8VMGIM.?ICGKQTH_P_/_@X1"?7?7VF/*+|,OV[PV26)]3S-
O<*Z@XR?O"!1L!T_\$YG@^QH@3%P')+%?O1[MF/!!;2HR><(5PN_9"L^S;267/!(P3GU&6&>QPS#/1B.;5AVB-O\$%7;*&
M8R'&=RX_3:V_0_5%A#Y*C^J3*FPL^=QV\0%*X_5N\$-_M@G(8@%2BK%P8B8_+&T")V!SNVY^,A=S\$>D&
RD81=NT0,@*A M5<%5_P"69R2,\LO5QG!&X\$#_L/V;=SY_G!1DC.8PI+(\$8Y)!8((&,DJ7!81
M_P!0_'HC'_QM_'C['/^+|\$5_X0G5C&WDA=K!F.\C;HR!+\$,"0U_ M\$CP?PQ_'F,2A4E2IR,*H&1N&-
F1F,E0V\9N;^HC_@TPMS/P_2%0_UQ%)L M2#P_XJ(C.2&0^~M74X_8OY9(W\$B_64(JR\$4_ZLM%%"S]^UD\$;|ECJ]5_M9-
(V^~7QA#C(7Y#V?0,YB^~N>2"!Z'I7^QJH5=2U_("(%)!>?>4OVF@0/^&?OC)P4,@/_!;OQ%U1>7^R.3T%?X5_M,
[VHN[GS5#_.3NC)N&XF_FF&U<#));,AOPPPR0@_T_)K:~57M9/M1CD3S0X*X\$D2L,X&X#)4%/BCKJ]MV^K^REO6&
MFW5|XNO].TBV\RW9TMFG*,Z\AKJ?+(<@'_ _%~00""""",@CD\$'H01U!K_~MY^~WCKQ%?,?/A^XB>\$KZ;3?
\$_@GQ%FBC0+^~1HI;35M\$O8K^QN(Y\$^9&BN M(48,N&'_T@U_M_ \\$_COVMK+JLGJ@_X#?%>?73KOC(^~]T7X@7\$CM>-
XMT MR_6^!S7_E_?%KB2/S3(Y9G8LS')H_2ZO+?C;)/"WQY^\$WCWX^_H7N/"OQ_M#\WGAS6X4QN>RN]C;IN!4XDC1BK
A@""_.]2HH_P_K_@LE_P2^~)W_!/? MXZ:S>:CX4U#1OA5XR\3:C:~#^~F4D7\$4*W_R0&53\@M[>5_F*GKMS"O?A9K
M;RB9?.;?+;9\$S*6,O'FD:YXWV:7J]S.=1U&"V+;9KUWI]U9Q2"ZF7? "MRV'1U*]!R0R?Y M*O[?7_!_#JH3]A;XR>)/AIXZ\
(I=QZ9=W:ZKIEH]QI<_AF^>_OBZGXBUFFRT;1]NM7U&^A0\$ _KI M]E\$9[BXD?"[8X@~"SX!RVW!"@L7C4%U
/7_V9O@OKOQ+?P[!&6BZ=;_>!(@_8&J!TH_6BBB@#A0D\$@LW\$L_@P35_~GB?C?#R_W9 MA;B^~
*S.4DE^%~C);+DCS)AKLIVX#_M_ ^[WDAP5"AF+_"O].O\QC_@S66W;JN\XT>=L\Y?A?HKVH;2X\0."@#D_M[6I.Y.%(#\$\$\$*2-
Q\0OY;D=!L;&~7|X_Q RC.#_G^V*12+~%~+&1^N_&U@,A]Y M8?(%W!P,;\$K(&4(TD8!_KH?~\&M1/_#ES]F;/0.W\6_/F)P/^%B\<
<8R=O))V MC_YW8RQ)_H9K^>C_(_;#_QI;_9CYSC6?BQQN!QGXC^(#C^YUR%.2<[^X_M_H7H **** "BBB@_HHHH_~0?
^~"@3;?V&OVO#PA_C+XP#))4<^~!;PWS<M_*,?_V\D9RA,N4(!%LSN,>9,MN.\LV,C^~*,&QD\MC.00/[S3_@H&
K=WRO4;5RR MD\2'Y%P58'_2S_X/5%S^P_ \LT,=N%^/&K#!!+_X;M.4/12_""YSPVW.=Q*_M_P".5.T9C'E@~@L_E<+O4_2-
LP#M+;CM.20?X<[%*Y])R223W\)!^N.]O] MK5C"VP9"4()+1X!((X^8J=HP1S@EV.9&2%H!~=99=T)9OD(W9R#M_PBJ&(P?
M+|_YC?*\$J45=@>U2ZE,B;X")/+&TG'S93ACN!V@KRV22_73/FHENUN&G,RA MG*8BRA(1R6^;_.H/EYZ-
SAOJ2OEOJB#9_PQO^RV8U^H?@*B_1@_M^~")J/W/[CEMP10V=P#&FOJ2@_K_/1_X/5C<^~"3_LQ2^1,B^U@PR9.[<
M=%EW#:%"C<.6).f:D6,Y2>23_4TE7&>W^V!A^BV#KE_I),9'S_M@[<_@D_C&"PW,S.1[4WC.R?Z/D[\$"D\$,\4P!QG.&)8\$,
28\D)0!1H_3K_M_)_!5RI[=+AS(T.7V90LN,G82<8^7.X_Q".T621R.\3A0TD92)FR5

M61V54RH5LG<1M(*X/4L#M;!9OQMA@6+FU"J8B#N^&-%VMK^#Y-
(^&-ACQ3IK^+ .16R6WVS2D;S[I%AG9U;AFT+49H@UK)K.EI?+=QR1W*E9G0 M/;KM(?R2)?
G(.F.38VNG6%K"BQQ06MG"D\$\$;H@ M51MG10<9.2>2.^?_P!D P#9B^&G[(OP7\ _!KX5Z!8>'2#ND>9?7%GI]M;V
MT.VL7R1?VA=;,>.6:5XU!=MS.07)& \J/I* @ HHHH @L_:>1/C)XQ8PL'> M/3W*!!&T1L)&QHPVTXR@9J]ML
&#GR">+SQ,"ZiY8A3Y279/.WG(&X*^N!\$IP>2N=H9J_P!_N%I)V9>E!)P MHX>\H2E*,UR1?
+&]GRZV3772Z08_Q[SAP68U+!WHN6U!>ZGK97MRM=>MNRZV M)FP(U8JQ9A'N#;#]_4C (7DK@G=S@+L
9Q.%)OD9_B4#)4L XPYQEL81D M!498!C\$WFB27&WRVV>7RVY0!AP%_9S_*X8XX,8V5*[(X7!&X..O5!\$ M0
5^7(^8,3[LW]UK_77+>/O)2FJ;3=UIR72]4]5NO%:2C*S]VT9*^R3;>MG M?2R[ZZ.^[7DF1D*=PQQWQ*.1\$
M>D8(5@3D@QSVZ=\\%X/'R^9C("C*%#G/FT@[CY?O Y;!! Y7=D&/H'/Y6
MW!L844O>T3SYGKT'M9+^Zl+OU=OTNNF_08\$;<G)? M.W;@8SN//0#@R D<,"5)H)*C;M)4A/F.",V1@;MQC'#*O#,<2?
@H1USD+ MD=-.1^8 A2<[L9.XQX(YCO"Q[<"GIG:#DXR3D_.2% ^8M@_O F"!RHP.3I>T MDFN:S2]UP<>.*>MW J_9Z*^P?
*^FWE:+UMW?7JIUUNN?G" @YP.J7^[U84K9VYXW< \J]!%R!OVC@9"%> /J9S0I .I.WQJ/*M(+V=WK?OIM; M6^K-
&] FK[Z+M]VUM8"7_>;45K=AA[*9(D!65K^<= J_E6P#ND"!8L RN=MQLD'&PL%/(3C)%#1\N"?F/
M).0#@[.0.12OFG(^T_NLD]BH7!::X6_M]@]1NW'W-Q+^155E1"!#7C<1I_V! MG2NE)99C&I2ZN=??+!+1 Q=WY;
[+E7J9\$XK.K]N9XB&UEF35I M62.TMM>] OPO.?AKV6"A=W@CPHVT# &="L#CUXZ5W5>]=Q7^!&. WW&?_85B/_3L_4_V
P.MA,*K6MA]"^ZE%!111 M7*=) /C_,%V,BX^AGX.0D.UNCB"[FC3Y2DL P!E8,15F&2B#)& 2'^8E<8 MG<2*6&5H9E

23W33VLJ%O[O6VX02I4!*"JOR[6YP2"/DW\$Y.[?F M!!IQRV!D@[ESP#SM&TCIS'[D8.)OO MQP?*"&/3:"03\Y\!3@X/OQ9!_CR
M\$I.%)_ B8 9;.>"2"P.&!R27&","?+P*FS=DG;+:+J]Z1CK&5FD[R>E[_[.N+M M>S>CZK_*_=NWJ]+,8L<8)P"P) R#>">_>W_="8]
=GRX!([LY.M)+R1LKZ3ZM05.[=JW33[MKZ7U!@6U>JN*0 M=P;+ C/.T*2=I(RN/E(!!V+!P].!*N12 XR3N[#"@.8.2R\!\$8
^5MV#M+*Y!M4 _@R[>^","PO0."<:,O3DMYG(.2&)W9HXP\$SSM+=>2 PYV\$* _\LYR2)"=O% M'O- 6;TDHN;UJ.WN6WM;
[+T7 _WJUTWTW2L[=+IOMYZW=D!)I.BE2W&3EBH! MHL#!.!:WR _YVME0?]>H!*C)AOX)OLL<(D+9OK5%
(7[K&YMPTPX+;),0Q^ M4A2N%(4U,?XAS@8R=V>,\)\XRS?PL. H!%4,YED@0;J27%EEQ(\$ _=K>Q)D M _@[#1#J]<--
N_Y\+B:\$7P_F]VU%8'%C9_? P##+_DFWP^[_ P#%\$>%/_3#8=;/T MZ\=SUKN*\^^^\$WG_ P^_D@Z/P3X5 YSPNA6
'QV\^M>@U _@,F\$7"XV,E9 MQQ>(37FJTS_8' 585\#@ZU_WA5PM"<'WC*E%I _****Y#K/YTO^"\!\$,_=K)
M&KMSMFFU2XM;,,, *B5(I)2^[_LI4A6&<\$_)0@,;_ GV@6XM][2=YMUN(X4C4 M)JUDL2889V@D*%D4JS 9+ A?Z,?
^"\6AVUQX&^"6KR3 _&R^,KVU<%\+Y8T M]Y X!["D\$ _?FWJ%1=K,6\YA\LV\AF?;3L)E'W8F80]>IYVT?*5R J[F+% M0A
7OZ)%6.+([LH]X<6QN'DJ\$XU(XVIRIMIJR3M'72[ERIZG^:WT@X.EX MCYL[>*0JB L8C(K*JY+!0WF,OS*A(< 9&+T8=8
M1D)L68,)"N6!9!["@.!"!?:>5_CVQX8,D,017MTUO9IGXQ2O\TH1@IN= M7\$SG&+LURU*ITMV?VY?L&;7_9+^"K%M^?"-
G@X(PO.U>20=JX& M5^5L;@3GWJ09M:@7UZO9OSMN?ZZ<_V_P!7X% %%% !1110 4444 %%% %%% !1110 4444 %?
+7L;@8_LQ_ M%D(Q1SX?&QE&Y@WVRVY48(+ 9^"\,9XSBOJ6OD_]N)_ +_98^+S[BF/#T8W A M2-
VH6:D9;.!@=IQS@G;SBOJ."(_&?"<'HI29)& _FS+*#_7OV/GN+7;A;B M_]LDS1_=@JVNI_\$)\$6-Q='G8+^_^3
7Y5N12W*ABJX7(DSG!V/T I,30!_D M(#RDK E C'>Z["\$@89L?>B(4#S ?E!HO O=0 P4^V76_\$@X6]
[_6=FF:]7>JACVI3KXKF5FJMN9: 7FY14>E1!.VNDGRM M]!5SCG/0\8' QEAE<\=W<\$F+!R\@"E&06R3R4 &T8'4KVS DYRC)68
/(@%23& MK+*A9=S C[^XKSR3C!&!SE!\SLH?>MR*>?FP., CN3Q@YP,\ELYP/NXW*,9
MQZFJVO>@H;R>K>N>]]4H6TNNK:!.I)=I6<=>W,NVBMJ]GO>_Z"]>F2Q)9L9"D MD]"PP2&9E2AQUVD#&:0#"AF-
W79V\WJ^<H?GA3SG<SR,E3QW(OK<#O1RON[,1]MG=7TZO?5[GS!<\$G(STG
P0NU3P5QC%'&=^#VX#8'3H.#S M^@5JUADBEX!)P23P M!N Y!>G7CLF07.)\V\$M=-7M%I0GS!3Q@AL?)T\[_D C#_LDKR#
MSOEP5V""DJ\$RI5[=Y04I/O!\U0?+7"\==AR04!7I)P%\$B#;V\$"7B0(\N7>=N ML<:L4DV^6F3R'4>=%2X6,\$ONU[3PJ@._&Z-
MK.H*[0PDX7*G^<^ZTSJ]DM<]>?L\V_HM?3(+MBOX#_AA#O^*PP<.,6,7Q
_,/GR6,GB'3@Q8L9#MC9L'U_P">:_U_FG].F+AQ]P/%WNLKS_JU9W>)P;.:?S=K>5^ME_/3C&G#_&\$L%S""P%9Y=R@_C8,[GR
M#D>1"7;)((GR0_L(*EWPR\$,_&G MSR4K_0BKNS=Y7M:6EMGJ[G^/F,ROF53E4N?GCRKIO\#6EY)<Y;OWGT8YI(V
M9HL@>4L0)V\6P59DVL_MAK!B01,>#@8(EXP,G[P],,\$84)=0<%4'U+^4C\$ M*!+M?S)%C+@L#DR+M)8[R'
5F&1R03G=^Y7HN?GR_P*YR5'?<,"X8C"R+E M0 1Q[="1_3^SRV]ZZ3?*N125]=6\KMIJ]>?BNW)[.T\$T\{Z\{ZN\{UZ.UK
M6%SDD<9VD'Y!]]XXS@XP&Y&5Q@?("*\$%("=O92"#8+MP, 158\$21Y+\$X*SG@A MJ#I+!G TV\Y VABHRO.\$W\$Y_B#?(>F:
<>,"YOOJ#R P(Z#O^]&_1GI\$#M(). M:\$DM7R[+:+3<O=M=CN[M _ELQ;*G;5K39=;/39;I>NC<+4;C@KR<=<8.O-
*VME9:);ELY49A9K51KP;TCI>4?>?LTG[NNG>^I_M>\LYZD=4^" _P/+DN)#_PBN@QY7<<"2+/%55F/WF"@%FX+D[B
2:]NKXE _MX][>)]?%7[+G@/5)9? *QO8J=V!.EG9V\$H""1A<]>H/4#1#_]M5_@OQCA/[
M/XKXBP2LUALXQ]'167NXB.T1_K=PC55;AC(j?>IE>#DG9ZIT8VW"BBBOFS MZ("S _@NS8I+\#_A)?,K.EK\0[SSU"
[OW1TC()&#D!\9QRHR^U@K?S.01K) M_ 'OT MG\&GQY0JPC%>VP.&E.Z:]4814TVN6M%?
NF3%HVP&SARH)C=EW!0"W3E3 MPK*I4RNS)D\$*\$Z_01#"H\$WVO8KM&6 ND>+S7;).4!"N2=@RA5OF86(I)D
MF+J!HWO*"!&E!7:Y(Q\8J _ZU'C'DJQ+4PON";86B^>5 Z;05C!>5 Z;05C!>5 Z;05C!>5 Z;05C!>5 Z;05C!>5 Z;05C!
UK9 2;NTDKW=KW1_67U_8U M:M=IR5=-4?>Y;LG+5N!.G>]MV\ OH [1 _^="NKZ7 PQY\68TNH(+\,HKH
MTA4QN)79D(?!^7<2@" GY0!@5]M?VKIN&/VZUPN=QY,)#R<[AR?09)Z&O MX3O#'[3'Q=\&Z: ^/!/?B[6]-
T;PZD4%M:VEI)'.JDDB2*L4;,*B*V?D\H'; MP[[QNZ]/LWXZW_OU_8T81;2O;6SDE?9J_HG]Q)U+3P"3>VV!@ MD^LU[TF
G]MP_XXAE.75F01V?PXV/[8OQZ2YN3+XY\1;9F^RQI[^X Q(7> M*;LAP@4&, !<#*\L8/%D_MC_'82LG_":>
(6W(+3)O+IC')&/_DD4B8+Q901 M(S!^0,7""OZD_XE(XT2)]&TDW&_U'ZO_)**.DWS62;O;=VW5]\#_7TB^&I M4U_.*#?M/9O]
[HHM7:Z:UL]=D TO_P!PO]K:.,YOK;CK^]7UQCKUSVZTAU?2 MP2#?V@(."/3@C&<8R,^F>: AZ'[97QVD8E?&OB+\$^R9=U]
<_NE@&TJ6\Y M<+(<Q7='A9&<_P^5L2[8OQW\$DCGQOXB;S)5O%5K^=+/+\$:@)0SCEN,)#Q\H M9BFPD_XE(XT6KQ.U?
P[K^V_M>@(_CGQ\$Q625@6U"XRQN"XC3S3D1\$L91MWLYY"_)00F9QWAB6)O&WB*
M5HHVMFW7URRL95!\$FT2QX")CD2'=&#GZ]=[>A]@&ZMIHS^MAC.?7CZU _#%S_P_C_<+Y8\.;!)(\8M/_^V
MW9=7C&YIEVR(/_8 W'=\N!C> M(W[8WQVF!8>_O\$067RGRVHW!51 K%@I\$R M_*ZJRXV[07*D[R2J?T2>,T\!%Q_)I?
GSVU5[+?2UF]&O^>)C.'7=^Q@ERJ7\ M1[NWNO:S_P""V;_+_A [6TS_G^M> _\RV3^!W?HN<,>@/!Q7QS^WUK^EVW M]?
QC9KRW;_B0P1A5=9&+J5D%&Q&#;V!:RA3O!VM\I (_E'7]LSXYI[^/_M\$"EC]JC0WMP!D\$J(P;V@\$\$LG(5\$5\$1)=;U'2 MM?
G\$=Q'5U+*RJ71LMYK&0*!POT?2"7T5.+!(RK_D MH+E&C+XI*7 M_JDXR491ES65URO>T;_
H0+*\$N%V("1G"E0,DDG(^+_EL.260'R_G7FER%Y M]<=B.GWL=N,\$>_
YP(KG#L'G^C[(@Q@#Y#\$]BIQB3!R6=CIZ@[G+>5."1 MA0!AFV_/M=77*DTTV\+WW;=FV[MOHDGW7ILNBN' PHV\L>HP
H(X_[G'7+(<K> M6/F+?C%>^JY4K=]\$.^O6_9WU=D_P#AK;JROY)! C) M'8*?
N\FQL>9RS8.*3@E%61T!PN2,\$8!/)RW1!&&3&E'.RG'. WZ9R MP\$DKD9,@%VY* <_,8^8NZ[B<'Y3QL/ YZ@G=TQM(Y5R,
[CJ]<6"06A',8!=00"IE8XQ@_@E>I QD+G!O 6+ ^ M0?*W&"550K!2K,&=PR_*V6P."#TD4D,>=J+A>A(+^&2YN62BUSH=I
OW_JK M:7WT>]E:26CS(P^8F M+Y2Q7;E3N (&_)L09=HP65FQ@[1(26?&!P2I7=P/-8] HS0=J;2BL%<"]=VQ_M2P)#
<_,B@8>,"YF(8?(1F">P*\$Q,_ _DC<4R%#_B3/KZM*Z4NEK]7?.\$7.K&FN:GT[U&X)O5.5F[^CT]'="6> M*Z^*?POBA&7F)?
>&UC9D8'=&K=@TJY.^0@Y^4@Q M&"[!+4;.:W7^!["/ MRC45_!!"HVOOC_!81,O\$[>/=#,8.Y9CU.P)(VJW_=H,APR,%&&
(*_WPP9_M\B/'/_*/K_N"O\T/ITU%/B A&;\L,LS_*[O+^/_@WJ_1HKI9=#^Z_HGTE#(M.)JUI8_"))KEHU\$VU?
K]JY+1117*!"]:1110 4444 %%% %%% !1110 444 M4 %%% %%% !1110 4444 %%% %%% !1110 4444 %%% %%% !1110 4444 %%% %%% !1110
M 4444 %%% %%% !1110 4444 %%% %%% !1110 4444 %%% %%% !1110 4444 %%% %%% !1110 4444 %%% %%% !1110 4444 %%% %%% !1110
4444 %%% %%% !1110 4444 %%% M%> !1110 4444 %%% %%% !1110 4444 %%% %%% !1110 4444 %%% %%% !1110 4444 M4 %%% %%% !1110
4444 %%% %%% !1110 4444 %%% %%% !1110 4444 ?P5_M RSGX MS>,"\$CS+!K7 PR 2?9HW1 XW>7\$[\$4\$K&5(j_69FPPDF_F#
^QER2#P0N_M6<;AG@X\@43M;Q1;JLY&_Y50 P)\P[00=C8P=Q/E@F_L,6:O]>=%8Q7#V_E M]J5&AI3O\JY8ZJZ5DNE]4DK
:_H_Q[SCF>932N!.46IRU:>B7>/(MMDWI:UE% MH7E\$DJX 1" FT#'[R,"8#L'F!Y@!'""OW.[/X[(<+C'S'Y@!UX;T0X!&W))8
M'=D PP0(!AU5_W&TC;CS&(VE@%V (>@8'&YJ7EEZL,YZ(#T7? WCJRDY0' MS!DDFO=DO?5I.R2DHLQD^7V.M;K=
[?)+5L6J]>O M6X@/S\$<#C_@1^4<?+YF/E* _=V\@[_:7O_"1QC&[&.O&X9V=_Y;DK M]YQC[QR>?E'))R3NS@8#_ \4#
&,H2.2\$2O>X8^7^\$+_P.I(R0Q C#;U 3QQC<.3C[V20! MD?WRH.W^H#_ M12[L@=_?NA6W;20 !6&<[!D(#N&<\+9[!<=I R
,RH&M0=H'S,V,IG(.10D[6O/91;TWT>)WN^R>^<CNKJXE?>UCIYOKNM.R6L;D[&_ M;(S;JED8W>\$A*QMCLCF"/AN
ME+IT#ACGY0\$R8P.1E4BZM.I35_RE*,K+>4\$C*#D[22]YNZUW3>NXXJ;JT53 M4G[!ORVOIRNZO9=]7TWT.T1_7W_P29OQ?
L<^<\$I%*LD>OZW\$&#;B62+3@^X@E M=ZGY75/D5AM7@9/Z75^/!%OQE.ZK^RW'X363 YX>U_5+B>+!CCO#:(IV@
MD@,\38+12V">3G[!#U_A=XXM&KEWB5QGA:U/V!E8?.[0J9]P5RY.6.U@1N4*S_J5_O!_F"2?S\$JGW MXI^!81NE\1^&)[&,\$,?
F_Q;RYPOS' C)P.3CCFOX7=6T:71+_5?#BS#S/#^J MW^CLP\L A7TFZ^SRH&
(W%&A[L<@L&J;G_23Z#V8QJL.%7#TVYI)I];+:>O,U)75C^&A4X!KB/(,5&,O\ _N MC.C%=5HFT4V#LF50'!=]S8
C51EU'4C;/G3;DE_3D\$G8L(4PK;MRN3NWQ@(_MAC!_A^=5*#,MYFTO@L_*BCEG6_YE<[_GA5V*Q2+=M?(<8!B5*1HI!1_K28
P M)WRD!2H=&V'9D8+9;[HY!+?;I.8LEUS@X_O5R]E_I7.C335GK?3E;[L6M]Q\$8?M%G>VUNJ2^5<0SRB,D2H0
MR*2S)DLJG^<^EVM+ZB21R!EEV*4W#RQAE\$SA202]JDXC!!! M3>0F1N(5+_@C;M)^V6L(G^C_#KQ,D&U23L(M6D)/##
<_6>%D C?A QE.? MRPN9)VB58G*VJNK@H NU_CV;@N58%#@+8CYB^554U^MM_!&.SE\!6FH32;V M2W\!;L?
RMMCWPVNY6)4'+_O*+C"H,MM("#)=^D'B%0%\^_X5IJ,JN08BFOY MK\L%&".?VWOU<[_;/_\%TC)OWG>ZBVK.V2>A_5_
M1117^Q_J:.%? G_!3ZZ:S_8>^_UPH!9/#<(&02_6O[902005()&UL,0VW"DG M%??=?F_ _%8_32T_8?</p></div>

^,ECO"3ZMH\%M#V/R7D\$DC X8#"CTSN*]B:~X\,Z4 MJWB'P13C!SOQ3D=1ZZ64(R,;T23N?*<=5:='@WB>=67+#+^Q,Q
M@WYU, 4IQ6K6V);Z7N?QUO '-',6'V4Q/ASAMN=K*Y\RIE"CAE8!FROR[G" MTZ?
S5DMQ%`\$ZM*?7.9MVU4P"6(5<=>69"2J]2^T]B1GVL+I:Q26Y=(C)\$ \$C=-/G M\$,98 'EP>06)1@Y9,D
M5_O9B98=XA#+#J9%.E3C=K.N.KGLTX\VVW2R7O+0_R I4IQK51C>_23M'3>; MU:TYI7T=KVZ6O)*FKSY@7RHF61)B[8RP*
[MN0<@M(H3C+HJ<=,Q\P@,\$+7#/,/D MBP8?>=B?/X"XXW,@B7"K'Y6XL'V]]KD 9*F(M'\$8(R,F,D(=Y4<;Y@L2,BR1+&,[3L7:6
(!4,CMND '[M=Q177&+3K(((@^ ^ M65)!D(VK(?X((8 M)9OD)\$9"J6VM=7DC"QQM8+&6(6/ID0)/,4[.RHS
MC^ ^K[CBA/,IS)?,K7]JW>ZD[.WQ6O'7="BM4O=,YI+EO=._O+FL]KMJ I7 MWUM9E=&E8G=%& +B1?NM@VX
V.IP/+9RS'J RADRY(IL+7#1HTD2ER)]X#\$8 MR" T>Y<99I6'R ,EEC& (88:ZZS%E9&VB,AI!L7)4D+G&IB3;P5&PH*R'<&8
MA'5SY,AR(H2JS816!5MHP,IMQ4N<8+,#U)Q22Z,MW M",6E#6+O",LW)R?*7EI=NZ:BTVF EK=JSI%G@A)1?1A, K\$*BJ5
+,2"N M#RQ7.[*R=%=I J]%9)B*)X+AFB#\R(PVLQSLV[0A*KN#%E,1P%P+4MK<2 M\$W\$J)]JVD R." I!."03G
_,9/.Q6R\$S\Y8\$ M2],48YQ@8P#T.X'G/?&\Y&%QQM X."<!*8I@<[R1PI))XW X+/@YC/;@X(HY
MVD9Q\A[#&T^ ^JUV=IYH^;=^ZIVU33U^)%SP""WRG[P'
M5U. !\$>0>34[>]9Z>_9[.W =ZZV5MOPU0NEK=/GO%K[^F[77L(Y/3@@C&>>> M2@.,_D_Q[\ +G@2 "]IFVR"
(1E@\$"?VT\$DXZ@YC0G&21N? 8LN JEMW&"1] MT'Y0<]=O/'\2 "[&XX/% 1G6?*,EQ T(7YMSYW'E?GD8\$Y4I8^5<;3A\TH2
M@]9>^HM2Y;34F]K:~6EK?=008<=)TVTY)33<4[V6MU*S6C\FK][AC:JYP2 M0H))<,"?OD]# @MU'S';E3@'='6ZXDDBW+&
)O)EQNSY"[_F)&X]BTH"J4!# M)D%C5A=X>1F.58DPY&_L1 7I/4 G.79F969(JV<[59/],G]?LNZ3]J_P"TE\&_J C"%)?%\$S/(@_N
MY,;XAQC^ ^F64[3G& M7*ME3_ =9#Q#\$/^F.2^@BOXGO^">&C7&N MI?!+3+F7?!]MUJ]F B\$2,_%M8/
M@PHW95ADKEFC8EG C8\$?VR 8 'H /R'X_P Z_P K?IJ8Y5^/LEP;LZN#RO\$3 MFU=IQQ%>G&%V[. ^SRNK:7W>Y_?T7_,
['AO.ZJBU&KC<*N=[3D]55MKS5U M65K02]Q:.*.*.* _C_,J,.*.*.* "BBB@ HHHH *.*.*.* "BBB@ HHHH *.*.*.* "BBB@ MHHHH *.*.*.*
"BBB@ HHHH *.*.*.* "BBB@ HHHH *.*.*.* "BBB@ HHHH *.*.*.* "B MB@ 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@ #^"?X_P :CXR>+V,^L.GC<\C,LRF
MP1GD()Z1#EF9@ K',_%7DB1[^U^<=&06X3(89+(Y;S> JE@_PWJ)%63'S NZ[M?7?V@C,-
)9/&\$,;QB.&GI!O10)>S"S.RA'0%_N!=J.6;(+?Y!&+21(K(@&_M)8E8@1L1Y!)V\$@]3D87:ZD;@X8\$D+_O_,+ \G^KV :-
K+DCVLXR M2T4;16BDK.Q_CWG\$9?VC4C.2N]G *ZNY;R=T^_VKA?E>^JN3,OS/*&P)_9
M09,*C! !#;L@K\RC/[L.V0L@DQR[+D\$A)// Z#;P1B0 _G(.0Y4,9XB6A M# #]T(U+*,8!!"8^ZIR%8E@<3*2K[0H_?O
PO/SC(S@E2H(XZ;BR]><C_N+ + MAC[<^3VGG+2E[KYN6"A&W^%1OUD:NU=)'C?;E?32*UNV[747]);Q2:[_&;M M;
<1@DDX^7'4\$=^B]>2#D;IT/&WT8@XVD Y7S\$C Q295N[!N21Z"] WOD @#B(< MC) PP#_ "X[\$9R>1M,/WB.6;!64=,-
C)96Y4UHK1]Y "TO:~W9=&NF^R3: M[NVFO>RY;/9.WKHK["<@,;Y!&"W XX!;H.N1(>A^4D@TO&_N"#M[\$]CW4];
MGEHNKD"3(3Y.;JKC/ 1LLH T;)QV)W=<8 MSC!SR2"3 "W"8 8!BCN(C&743N!Y69!&RX1BKD\X"[5PPSN#9&&4\$!7=J
MA=N/N;<*/O#Z ,2W0')V'#<@I'6=L;/+6 \E5C6)I 2FT@[AR,Y'X\$C#?T MM-
0DY.5I\DTH1:=- =@W+72SC+STY;2;2NDU[5;/_9Q;TNU"x"6G\NNK3;Z.MV M/W: X(4^(\A _OQUT&_Y=;;/P_X?DM /,KM&CI?
L);B &<(KRJREML6XHN]F MR S_ *5?R8 \\$.O&5MH/[4VI^'O/6.X!9Z#_,F\$*29H].MC=1Y?._=P.26P1 M/LR3\O'J9U?
XV_2DRF>5^+F;5]1<5F>"P.8135OBA/#3TLOMX>33ZIH TR\! M,S>9>'F ,M LF)KX7E3OR\L:=1K_
_,]J2T_6Z11117\ZG[20W\$*7\$G\$BADE M0HP89!]]0>#@_ XU _!K^T X8N!/ _QT^+OAN5S<^X^ \O.K9&S%1'WNL74D! MV-
SLDC(5 VT;2WF?_NVO[T* C; X*G^!8/ '[8/C>]BMQI! B#3 /NT?;NG MNUFF9EV(6;9:ZDX/,HA6IQ7PRG@Z]FY)M M7L\3#;]-
?YB^E%ERJ(\Y9FL*5ZV!S!T'52=XPQ\$8R2;6RO2E9NZ3?S/SU:1MAC /YG 7H0!&Q M#*%&7QE%V4W;H0T;(7 P\$D5(PW[YT;:
<(%)&*&* _K#O3 ' %VJ&]G4HXI)I<[95(-M ^[R2=MG:2=[MVVLM3^ M 7*I2K32'5Q(5R1NX/R M*%,
.5R%RDDD@\MG9OW0_>R\$OT^4;F9LXXR/WI!+G]VK\$BF@*N(^5C3((- /MRC!7=C(*Y'O(/O ;1NXJ.4P2_-;*
<+ ,A"G:5(@*A@Y12 N _"# \$P.UF\$@W9P+ MG..(K22C%*6[B]JDK\W [N]T2VCJ,J=LH! ?C=J Q&OVFA9Z;/JZ@86.729VVJ?O8
M^11(S,3*ZJ^, \$?S5]+ #'PROP?SODM)8Z5# +6]UBJE.@YH* Q.L:7Z*;/ M]U^C[AWBO\$#)X0CSU<+B/K-
22NN6E"FI2EHDNCT:NTEJ]Z?T#T445 CR?Z5A M7XX?%H _%\$&E _LY: ?X9DG6&;Q,J%]:P?O KL;_*VG;\$9*F3"YX#+WSD[_8^
MOY[O^"]FH26OAK]FVU#[_];_ \8^*X;H;6.0ND6;0\C W\!E6!Y%&VFI _S:A9 \0E" F;
(VU9"N4*R1DM@ON^ ^4;+1J]5^HQ>);!4D;L\$# M_C;Q#)W<;, <@D\$JY@W#_UG(\,33,Q"RR31!P\$!_?LIV)N*#)*@%W+
(ER,*V MW(SH')8XR#S\A Y+=NZGG:AYW?>XZ [=T:3A%SE]I^Y.R4 \$U\HK:IZIO
M6S5O\HXIHMWDU+D<;M*5[+F3V5N9OSZ:._+L])?ODKN)))^ _CYC@^D^L>2 M3M!%*6+=]Q# #)+DG(4@\$D?>P<9;VQ'C 8-
RJJ)_B&3D^KQ _C&<#_6>Q7[O4 M/'7'+==F 5'WN%'RJ#D,H)."N16MEOHDTU]j6j@K6S\I&?*&YL%CM,K##B, MCYB5_X'S;,
!_#GLQ/R2C<>3UKEY6JDG&;Y25HR:47)6:2NKVO&;NBCVT+A M*4:2B[2BHJ?9K=6=UJMM 5+KI=L9"Y_?;U5I
MM0Y7%JZMS2UBTEK=VM=M P_UX\Q.'E&?M(RFHS@KTTG;_G;G<;MJJY..VNKU
MZ\$J*WV=K7S!G9MWK(^TE0H,@(9>Z;7P2%8'9AV*A'B9XO+ \S8\A^ ^)"N" 7. M/K@9;_6?DX\ P')\$JL#(IW(?N\$KL)CX))
+; &W\E=P&W[KY5P2#*#][D# &][3P>A/!\X#KSC<*5^ _E< <\$@EY>1@#;R2'1@_ M1X)9N7(%J)ZMRO'7=IV_=-
)VZJ];>VR)UO?>[_&ZZK[3 +9;,"<@CYN0?X] MI//XVG*]D&["?O< MCYC(UYVN?N?: 57D\ X R-
/F/^S@VQER.)E2<"6Z=M4G.^EH+ ^&U? M9NWO:M:Q=K W_&M/*R;2Z*[]K: AH.) _!FSA^O4D\$]R,X\$H(\$JX51NR:#@ MD-
GHI^;_#GHP'W<<@(\G8?j4 7!W F!P MG/*GMSD<->Z;\(. "F2,D&EJKMJ*>E->T51W2UJ[R8O^UU&1QOP,#H 2"<]?
G)/E9"L,FD P6. P_3// 5A@_MQY"L0,8=Y=\$G)/F2N[>VM>:MTMTC9ZNS:U>^FFWP_.+WOKIO^@#*CD#D\< M6&#SR-
H)^,=E1]WY64@+@U14UVMT<(Y"%OWRX564@%F&_VXC)8%3T4%74%K M]/#<=E/&
>W!_W2.0Y&=Y^520:CE\$;0%P2NYBD3@185%7<8\A2 !M)C+ ',GS M
M+L]H14)2\ASCI#5V2H4NIX(*N.03_6+7^0_ TOL5+\$>+N*C+EO0RK!4WRJ&Y MUYZJR]ZTELK6L_ _Z?
1K49>_%&O&"BZ^8XER:WERQI6O;32[VLM6[:A1117 M\ M] A1110 4444 %%% %!1110 4444 %%% %!1110 4444 %%% %!
!1110 4 M444 %%% %!1110 4444 %%% %!1110 4444 %%% %!1110 4444 %%% %!11 M10 4444 %%% %!1110 4444 %%% %!
!1110 4444 %%% %!1110 4444 %%% % M !1110 4444 %%% %!1110 4444 %%% %!1110 4444 %%% %!1110 4444 M%% %!
!1110 4444 %%% %!1110 4444 %%% %!1110 4444 %%% %!1110 4 M444 %%% %!1110 4444 ?P4?M F?>C!XO6 (-)R2 5W
C)+*SE6 MQBGC &[Y@>1V])QWXS NQPY^ZZY4 \$9J]I'998@JA8L;_#C(*DR X*YV",!JF M%&#Y.2:D&,@?
QQ@GLH'&W/41_&^4DDDD\$? NKVYR7.DUROE25TW[[Y.2TK: M6[ZV:ZMZ>0T^=WDG90<7;+NX+T276S3]UO1W4;C\W
(YQTW%>1U"9[_PW\$%UZ,%YQD8//[S _]YM@B,A@3T0'C! W_#/#3?D@ @<@ \CH\$V M*? \EI@E>,X^7&1@X;/_IN&?
+_O\$ \G<"2*G1O1I;I>:TXKZWIWLMXO?2ZM; M347;R:W] %VV>FJNEV>FJ'Y2, X.HC "GCTP _OF#&=WSJ.I.\$/R_*3D(2?
ME(9CC C.Q>5<9^ZX#?=#N^ \PK337NMI 74;2;7'VG9^JNEOM9 NPNU;YV2WM_+?
M6WG:^[LMA3]XIV3G!RI8L0IV;A7)W@!9 HP M(U_Q2'1.\$S;R#T_B&<9HGGYM]M%?;R["MR'!5\+CT) M;,@/
S@G!VKTE1\X8\$&FB)TE18VP[[TA(7.S;AT?0G[S!WX)D'[Q3MX8? M#, IQ\Q&W.X 'Y0&QD'^,\$9/W3@FFB8O?
03&_5CBD6<+VW+JRB)L_G8K ,N M,DG8' &164^=37,U*)M\MFDVG\L](\NVRT5GJW1C>NIR M%W%RP!3]V2K?
VZQOYD<<@Z.BN,XZ,H;L2:_8D>A(K _H\ ZQ<>&_?%AW7K53 MYMCXBT:92N05CN 4MDN""65*YM-
M0TBPN8)X>8I%>VCY3!(V[@1@ \$XQC/%?YE?3=R9X;C#AO.%2:6 RF>#J5DG R2 MGAI4ZL(N5K7_ _]1QZR7-
VN _G^B=F T L1PYGV65JG[!#9DL3"DY?#2JP5_R4 M==W"*.[66JLUT=%%% %?Q ?UJ%?SA?%S?
AO%87_PD^*5HCS1W^I7VC^+&B 5 MV>5!HDB:;JP4\$1QRL' _[.GS#A6!_H]K\Z/^"IWP_G^(\I' ?Q!L.TS^T 8 MTZYT?5+\$QP-
+=6Z6MWNNI+=HT>2(K;ERS^I7;#N&.1^J^"?\$=;A;Q.X3S&G4
M=.G5S/#X#%6ERJ6&QM2*%:FVTN6;C;3 DTULS\W6\BCQ#P#Q!@W%2G1P=3 M&T4TW>IAH2G;35 PN/ MY<>6SJ]/C.
CQ[#G:4P=B\ _=^1A*,*3&F]U*G.&CIS@KM25[N2:N[/>RV\J9J0V59E.=J!B>3C)@ _#"@9(^IP00.^, #>5&UQJW8<6I*R7
M2QF./84,@9M_EL"K+L))!;LL#JYN0V1BJA#6T X1E*6]G#> [[R:=M]R=TM M\$[:QO*4G&T8R4K[74&US)-

O5[727HUJBiyI2"2)T>1H\$F?5[.6 4RBBBO\I# 0X* G1 X+R7,=R?V>+!"59&6QU_P 0W9C^4i*) M] MT'R [R%*EFP,DJ-
@W#G^BZOYD?^"X^N J'Q+^&&@A4A PCEN=2VJ 7D. MHVB#;)\R\HH+Q\$_-<).6V,2O] _1ARJYAXQ-
>ZG^!0QV.FY:\L:~<+I75WS M58QM?{1^~>./&*EA?#C 7&7+{?87#M; <!.DIN4; ^D>9><4?AR88WFG5E=F62 M%LLMNC>J?<
(F347)/DN(1)4<G>;_2 6WO;= MA.I(YX3KD;2,#{=AX^/V>G [N'PA+WYD0G{O3}.6 X4"E?Q @99I)P#M M&{O@G(;4=
TG,CY"AIXDS@P">0%)7/88<5JL^G2<FEW96?37ONUW00F2C 17163Y6R78X M ^&T(W+(NYBX##*0,1<C>M
1WXXS@CHV[&,GRSR>3NW#%51<2(9@L(?R9EABVCJ),!GRN2" N> 0I7")NR M W351+FUG1.E*3>JTFW. JEI=7;M= .JVU?
>G44N6BTIOG+6/3505[M7M&5K;7
M3L])@TPW!5CE\$GVB6\$%74%67";R>,NOVS=T9ZKM2=NJ_O;HVUS0;373M%ZIW3O>0TE4E6".*14V[UZ?*D2H%4#) M8
KY;\$L8OWC E2H63@%0 >6(XV@#J>AY![UQN! QDTF Q)VIG \$%##8RW& M<\$A1DER3 \$W & PG. VQ>3U+L,;OEZ
G,;_N@0#V?*.4:6C9I)I.+M>R5G V MMIS+6VB>U^H.7 [VB:O=QE@V @SD4M [I])RLHW7LK13H BUOM\Y
MONEJM+;]=/G9+9Z.JD]K #G"JMKG(*[1@^@OG<_ OSD,^@G H!W\$D[<59> M"0!@#Y6XR0.6\$6=IBQM;)8-020H;&.[9+#+8
X)DvY*1Z%I.R/NX*J.E M@3C@YX!G;@L% ^GY< G=AM[N3T5I3JW24).U./9N+~>JK!HLM +O;WOO MV[6U78!SDG<<.;?
0<= O50 Q!(7^U[3.XME\ M@9%)G! ^4 MSPQ&T9V^ EAB#&2"YAT8I> 0JA0 "="/N@;5 QOZY!/ P\I
MI)!W3EJG9WCKSOEY)W[L;*^B?][5.O3R^25HWUM\WYL"<@M\Q/RCDKGD<9SR MS8Z'.UE7Y5W8!\,DW'ACP!DC(#=2-
N>CD\2"'+BF_Q%2JX^V2,8#8^YMX9<\$?/1 ADN:_*1*.BJ+XF^FJNF^ MFZO;5O77R5UU.;4/RL2>..1&^ ^XY" 0
M3G9A\$#)&,@[67" _>!5N2I +NI/W3@C:0#}3MSP6(!WE@HV'H),"F9RSKA=H MV\$, P!X)"C=AC%DL%8@ \$R+M,*KN-
1DXIS@XO1J_U9+1\SI:OWK.Z>D,;,\$J4H MRARR<6I+9;/H 5==K6T>POEAEC1U9QM)"[B Q7;M.%(;8P&2HQ*6^9#M+!"@E
MP,#>0,,2,G)P1P,DN 5X7#@\\$\$' F-B<05(Z=0,X=<!.@) (QAAP<^6 M\F6,%8%>3[1)#AC%VJ\K\ZOVU5W<_!
(J3O7!_IPK^=;_@A!HTT5S^T+KKP;8+M>"H(9MA=X{J3\$B@D<[!_JD@C!X8L! _137^_OTH\6\5XU\76?"A/ T*;O?W
M5@:%3Y>J4;2Z7A 2 Z/>#EA?"W()2Q+Q5=IY=; DKJRU =;VVLN@444 M5 _A^V!1110 4444 %%%% 1110 4444 %%%%
!1110 4444 %%%% !1110 M4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%%
!1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% M% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%%
!1110 4444 M %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 M4444 %%%% !1110 4444 ?
P6 _\7B _&/QER^J8J/\$N=I(N^LD\$);/_)=L,#M) M+IYBCMGRI5NFM8HJ;DIAF"@*6+9?JY\XVDE?ESY;!<,JQ(@)8J@E!#
M>8,Y4;@N1S^"\ DL22O^ _P#PM*4N^LN]R\$7&CAW%PCR.7NQT5JXWTL^JU7VC M _K-
W!9C*27,N9/E,;JU/?_RC =WTM;>).2P0!1M8",DD\$8V[N#EEV[0L63 ME6X;YLAW;>"1P1JWH5
SW&7VYV@)G>,DD5^4.JY2XQ)L*?.&_!0J3@>8! MG[PAM<>: P5A* W!ZKC/WN^.,<=#R=Y8J
&_!S7NR;0VW&@PN,@^_ =+QSGJ> M^P,XI=W\$<,L[(@_&6* +UQV?N()1AFP:. 2V<#8>^ ^ID)3U!\$9Y7)?B,
MG(Y,;".C'S%CT&;<!"T(_#D\N!J]T9 S1SG@XIVYSPH&X# [PZ+R0LF M,ACL(8&@=3GNSYVC;.X.%SW.=N"N(A?H?@W
MZJJN9)JR<7%);+65W=I6;6^];7>WI>Z>T;.SW?EZ [I" _O7!; (SM)8#.> M,A6"G&P A=P/S< _\,D[,HN2!E2=OS \$?
>9N01D,&&,4F. F0"5^Z6[;<# MYB>F>3)GY6^5C@BE[8.9/6RM"WRO M:W71.P7=UZ6U^6U_P>RUMU\$. _P"?0?
E"X11DL#L#_KG<(RO/R[@Y(8(2J*3C8>8K1OAZD4 _>Y923=^9Z\THI])H6
M,;UL53LI.5WI&2M]F^BU3J7KS>\D[7217O8;Q[&06>Y+D9,!^5[;J]C#I M=F\$*R,&9"NUEP1G^S?A X)D? \$6;XB?L;_""ZU"[-
[US1O#T6E.T[C#BZCGN) M(PR[F928&C958)A"H^XYA9DL\$QC:03A/M!SP3JL8&/S<=%FX9E; 1EP5)\$F& M7-?T5?A
!#_XLM=Z3;3A/=3;7;7L?B+1X7F5C;6,%0:64Z0QYW _LJR^X7 MJXWX+H_CWZ9?
#C356ODF80QE=2UE##RIQPJ9N35W""JMZ2=]+7 ME=1_I_X=^TJXJY=5J,;XRJ8>"YM'7NJD(R5J92FE:U[7=D?T#T445_E
M4?Z&!6#XIT6W\1 ^ C5H58J5.M3G2J1DDU*\$XN,DT[H MIO1JQ _!^8?AXWPH^_ Q4^MO;/9CPGX@O+.2 E,*QW9\MF5&_M?
B3X2^+7AZW32K?Q;# _!XFDA22./5=7+Q*C3R\QF9H+<8WEE(!#JJ+\WXD+& MP#HLH\I9)BL8E91JT*
(EVG[LG=PJ[F9L(0H8?]?>! %L> ?#GA _OBK2PL, M-BHRCS64P&Y^0U _&EX8M&U/Q#X\$A#,LDWC;PQ9S!)9
M8I=9M83NC/2)QE=JJ8 _;DFI K^JX2>^K+PK\ /16@: ? EO:~?X?TJ(XD! M55,L"SRD DD;I97;DYYP>_!
_TX^ (8RROA/AQQ<_SQ\RY\$ _YFZ=FLN6YW9M^TQ%".Y7=M)J/L;9R6J)%HHH MK _; ML* DD_X+&:Y>7O[9 [H1F+6&E> _/"Q
\$FNK1A F0C*#<DX W8 MP;I_Z_K,;UL=<"UQQZ?S?>Q1 _\!0SQ? XZ _M^ (VJ2W DE6PTC1(^,RN8! MIFV+N
\$8J"FQBR;3O)\$S^G^M?H:Y:9XX5;8Y15/ Y^C(33O?FQ52BH) 7M MI^5J]XK5+UM _TGL;AX?TL _18G-
L+*4KM/[PI.VG=5&WY)GQE(4KD1M4 M+NRIKP= _0@A\$P^R0P8\9.UC@BOJ9(*7 M)NZUYE&+4%=6]UIMZ/=#^R:373_
#REJXM7>D=7?5I)>?;?HM^M=@SECSC&_M,\$#;,@_':# _QSECVH 8YSG.]>B@^D#^!ZN>J+P)5P6_VYHQC'3^N
M]X;_VMO:S3)Z;?RWW6EM%>^VGQ/>Z\B"9+B2(K Q6?<'1E R%1P9 I;KO&0S M<8/[L=15:RM 9U.6#2 *1VU'5,NQTS3D6-
74S71\$40)#\$X67H3ETP5 _?#S7 MG1W!*3) R^TPG9T5 BE&==Q8(6D3Y0N<2^@KN7G)J0? _@E ^RI\=^?Bf)2_
M%EE+%X\&O%CQY4Y;G&?F!K\W3>;_IP#PGG M_"EI^FDW4G/ECL.%..Y2D^6*6S:5M6WJEP^PKC^+>*KR["TW,;
MZL54GK:"4HRDY;W(G> _PK5Z:OCOVN _V(?/P\$^\$7PM^ [CIGD64 AW2KSQT MT0>2=]6:T+WFV(PH(P974>4<%-
I8C=@\;2JN)\$5[UIMP(NR^106 _);\$0 MH^ZL005.X\+ _>#/_=?@IX8^?PKI0 _#?6[*WDM 1TN2TL&E3^V4RJIA>/J5V ME%")
)QS7!1QX^%O _KXF^ (?&N6MT+;PND32 1NH1H4U)RU?F82);F5! MO-M\$H\R "50;?X3S^!?
1G;WQU@L9D&>UHQS^KXNK6IRJ2LZV%Q\$YRPHL[RUM M=.*#*.BF^>? "G!G!ZYX[>%57A3\$83, \LBY=C*
*_@_9I_N*U"C2C5YTHH1C4 MJ_N.FL;7UNCS7+D9R3\RKRO4X&/4\$Y^ [MXE &[#*U.P6=Q(I!P!NVDMD??0>
MK;2,MK*RNQ/FX] H+8X7'3(4*&'ROUZQDX*X(?OCG.5"MN Y)&2 M0#@H!A,[AUP\$4',XW>QR>^#CGKM((
4=0&.*7'&WC., [N/NX\$S\$@#@#KYA MP5^XQ.13.Z^ \M>>W?WDHVA;5/Y/7IU\$^O=>NFRTZ:O2RVMVM=!ZDG;@8& M
N1^I' F'S.R.3J]&#<@9PP/W> MHQ@CR^" ^2,JVF@^@' XX^DY^A^JT +=JL;WU:&D ML4Y/S=IH_VL M<XW>@R>=>V?
GY\O.&R2*7/7GKP!G'.3P.74C"G)8@,3L)! 6K.K3DO?1). M^T6JTE:STULTO==P5K.6\^R]Y?>NRT25P,<NX!LYR#CY>,RYWG
M:<8C?>N)R=H8%0!D;J]^=^/FD8!L@D+M8!1O.6> >G+9WJ6CK)6BTU%7TT4 M]&WU[]EJK-
;+=+<K>K\KWOY\$>)8P68\$Q9'E8;Y /S?_R[6;^,LX+ ,IPK# = MDU5F>XMY_M8V\$08C)! 8HB;)%4Y 5"[.;%6K16#>Q5Y?
O[Y0GF! M3&53<(MK9@!;M1"=K<KN6L^ (^+BTF;<66*11YH&(I9)600 M@X^RD,^=I)
M#;J5N5;K7IH+FQL(PASM1P[2E?E MBY)IH5&J>)/%FN+;ZN94@M[>)YHI&"I'%& MI9W9C@ *H)J:OXS/^#D# _@N)J[-
GXY_8W^!>L6UMA0<^6,=YX\VSZ9S M7?AK5)VAN+{3IXX^FDMY[6V+17\$>8YD,A4H2&% 'ZA_M?^? \P#^QG^S^>)>
M _!&I^)0^C/3_P" T _M?)@LYXHJ3M))8&'_ZB%1)\$^U@7 X)!YV_B#; _/T M=X676K^I3XSO3I8UV,WK?
V,;^D]NYPH2^=U=I1DEL[58?O&4\?PZQ>\$VH/ MVN_?2&OQ,U+5_08S:U,;=JNJ9>[E/VB?SK2"XC!^<[B52.1'=E/?<*M^ _?
%_P#P12 _% \ _"I3O^<A;Q;?WJWX>35Y*C\ZW\I6Z,;8;?RA:MY53 M@\$*=Q;=CRR1 /!G]D# _ (+Q_L7?M:>)M#^' _@_Q/?
#Q=?>86LT=U:6UK U] M/Y;3I2M +M)DE1FCV+Y88@)BOV[@GAN88[BWE2:"9%DBEB8/ (C#^LC*2&! M^0@U_AAZ4O[3?
[&7BFU\3Q6?BOX7>((N,V Y>6NIZ5++++ (OE^7J]MAM=RJ(M_ZL5WH\$VR^I8!A 1 _\^#<+ _@LNV[9PD?_?LY_%S4()/BQV-
_FT^?Q1J^ ML6@U/Q= _<?Y\$BVTJLR.(I!LU W5Y_.WE[7 /ZP]*** \$9@H+,0 H))/ M_R22> _YKJ/TAM_P57_9>^*?
[0\$[.7AC7+V;Q_<^* 3\0VLT4"*=4TQ_MRDJ.JW\$DB9.TI2A.#N;8!BOTHNR1:71!P1;S\$')&"(V.W6O\K/_@EC
MA0 _&6I _\^WA#1KW6[N?29?VGOB-\$;0R/);F +R]01(&)S&JHA!VC&X?>7RT M0 _U49)
(XD>65TBCC4N\DC!\$15&69W8A54#DDD #DFOPB _? _P""\W[(7I)M MUXM^ ^L>);YO^UA%=VFG_8VUG>VJWL%RD+;
<7P4JBL?F.068 LV*U??"_IR# M_P%HI_V)?^3?LU?" ^@ _P"%I? \$#PEJ_W_XCTG5K,ZCX.OX+NVM[>WN[13]/
M;RF.Y6[5]/(ED"9"/%AS_G_9++_UTOQ9\+O\$D\$W! IU?^V%]IEPMU;L)X3&+J*\$K(C9=753@C[QX M% _^ZS#_%<1)!
(DL4BAHY(V#HZGNK D^AX/25 _*5_P;5 _\B+K]NGX?>+
M _@4#6=2@3XH?>FRT&XTO5M62W_M+QG*K^WYN8+^"U?;/O@OX!0_\$;QM?+8>'_ _Y9F(O)"T8D=?;C MB"1+
(Z\ VW2*6&8;5R2174>?%?%&A>M/#<K>) _\$NJV.BZ]HMC^ O!^A/QU MXH\ _DFEZE%<6GBC2))OI=^L9B\#"-
X;F2T2J#2EP_F8.\!& _! 3!^V7_P _' M _[+OA6S/AOX ^*=8A\4;5K26NKR/I]FZ>7'.Z3*I^W2#88P&VL"P(#J V/
MGCX,_P#!TG^O^\$ZT\X6)XQOI/"TLRC5 + #3RI22(!BA^WJ2N<,""75?GC M&X/N_A?

[illegible]

.TGK AN[N;6[7XQ?>=&QN+>3RI4>ZUG4H)T)B*~);O,G[ITPS8C<9 M4T ?HY\1M'^)G-!?:
_@L5XGAT6VU7Q!HGC XF))K".0TM[9^&O!]|@BP.C?VB MSM:~)!HEMN8AH *.3G:V5K_2W_X)\!\!+?X'_L_
#6/PCI&DZ=XFO+J."2Y MGUG1;Y+;5(D?JID^T[I(j@19%?Y0OR2,FP)^%W.0?A\$;3X0_LPZA^VG
MX^T^QN?OQVN^J'PXU^1H9J2T_P5!/=Z?K\$= E[BW\AO(2K4:3+EEW*~_V M T_?;4*%\$N^D6)BV 8"
//Q@!&LE_M[Q%IVDW4EAI^ MY9,=F:X<=>4K.7;?&L9M;^D2FNBR(T,JKHZLCHRAE96!##*RL^K*P)!!!!P M010!_BB?
\$Q\VF_B)^P!_P%!_@SX[M!YM_!\+!1TWP5XM\W\$TEM_\M; &KP>=&=6M]2CC\$D<_P#9_P!JG*1/\$Z/AQE"RFO\.:A
^"OV7BGP[HGB+3IX M;FSUG2[4#H9H"6B9;VTAN0\$)YPOF[2#\RD%6_8\$#_*_R_X.A_V\A_P[^QY_P4
M1_X6A*]M_"WA+XGV/A_P.:1%9>5"]>_.66+70\$5XL=N(*_>74[I]PR+&W_M"D#AB/[NO^#?_P#~3U/JI+_@FI!-
=4:K61CT6_.2[!28*~. /Y6_M/^#J_K_@H.G[O!]>G?;!+P;KMM^2OCR^L:.)>Z5#~R6^J6^@R6P_E<:.\$S\$H)-
MH6[N5C3=+!APA(=76OX?O^~*?_!+/Q7_~%'OVFO#_E>+!+ #6[?X2F[FO_%OC
M&&RBN8;=HTO+@2S3SW\$C22W=NJRJ!ONC(Q5L.&;MO\@X2_~5\5?M>?A%0_
MB5X5.KWVN:5_.&=]/;15JTDTD5ILDND\$_.&SAE;8"9W%_?UZ[M8X3+ (FK~8.F\$; M54\W?+;/Z&2_MHCYVD6+;H?
JR,8"5DY(\$GWPI9=VUF[!JB@#_#P_ ^#D_@AXO@47'[5G[VB MZMK\GB.]U'4/&VE.;I5O#8>'].T73UE,J)=\$@FV@=G;
<(4)AAMQ(H^(M/M)2TSQ;X9UK1)+>YCB=;/U' M3;FSBD4S*5C='G&.)495+#+>H)?
XS7[3_@OQ3_P3P_X*8^,+71C=^&Y_@Q\= MKK6/#D]E_+!((M\$OH[N!]>6WPWEKY[JQ4E9%+Y0KQ0!_M745\X?L??\$J?XQ_
MLK?L_.[OCJ5]X^ ^#OP^ \5:A>EM[SAZK/AG3KV]>4JIC_P#V0CQ!_P"E%E7\2W_!GT\X_#;\6(L>Z%K926\F
M1AN&G2ELR(0H\L;_D#;!5DBU4>#)4CTF52HW\$I?20>6Q#K&[M\$'_B3>H!^D_>!?A%#_P"W'_A+]B+X>^ (8,O2]!T^/6?B_-
/NYTFTOQ_8_MZO%_ %H>HQ)\$L3A(8));M+)\H21E^8(OY_.\ \$>_ ^"#CQ3_~6\44C_M_&\$RI\$H40J#(K;R53^ ^G_@\
~NE^~7[&@S]GVTU.YM+G]H2U=)[6V,JK/ M; >\$M0T"]#7#Q.F\$S+!"ORJDN""&!_%;_@T7_X)N6_QK^>O_MN?\$/PW9:O
MX^>^ ^#J7WASPHM^T)EA^<(BV%K?66I06T,K).V] ^!Q;L^#JA\U7VY /V] P"" M&_ \P05\$'_L^ ^\$^_ _QCTZ^A^<(VKO%?^<\$-
;TJRDCMX;_#HKA"3)=7>WS+@;_M3[JC>H8_ C"U4VWPH^&=I%Y%OX#*1180%T/3]K!%V+ N7R,\GRL";,ORL_M" /O_H_X
P!] *6@#XV_~8_8@^~"?2?PL\1_# +6O"GA_0H_?L+RR?5_M_ T'3OM6L/CGX#^M_~L?<
#T#SR7&HZWX4M?;LUJJ.HW0FA1O+AN97(C\R)6.W.QX!;_.!DY&2*_F*2S?7_~()B_&_JH\
M9^U&_P!0T/4+OP]XJ^&WB> &WND_IJD&M0_.R+&\+M;[(TC6#SPI6/=E_D>,_M_3W_~&1PE_X6G^VLZE?LQ^~/@!<
<_)U\2\$2_500V"2S;FS@!B:_. /]#6O_MSA_X*Z?9/C9_P_\$X?VM?AXFEQZIJ6M?"C55T=#.QW5QIJ\$%Y87*36BO@K,(
MX9%)1@Q0L!DX%?HJ6)XET2S\2^M;VZA!%=66M:5?9ZUX'O)%TK4]^&*G>_.33[Q"D>B^)/6H7_M,*)+;3N(U^Q121%9-
H\W9.Y!_L9_! ?QSI/Q*^WP[\=Z%*9M^3^<\$M%U*TD_M*E=P>SCBEP"2=JSQ2JH)4_D_G_/3J]***"OP:_X.3/BM]+? \$NI>-
M*C;8M];V6BRR;DH.0X2Z\F3>C)N_M4<99&_1^~7_IGE^SG_XL_+;+5_M)3V4US.>!?"?C^PNTTEK^).0WOB^WM'23
MS);&WI,FP>6PARC.W[U6*H\ 3_K^1O\X_#?V6O\$OP4_8B\8_?%Q+#+;_.;_M7M*5>\$KF_HY)5T***_LY8VPI-
#ON+9"4VH6V[GZJ#_7)0_4444_%%%%_!11_M10_4444_%%%%_!1110_4444_%%%%_!1110_4444_%%%%_!1110_4444_%%%%_!
M_!1110_4444_%%%%_!1110_4444_%%%%_!1110_4444_%%%%_!1110_4444_M%%%%_!1110_4444_?P4_M_2)_P
+G8XMXJ]DT.G'_%XA062\X_10';*JDD_M[C"Y""CBE7?""T0M(8Y0&R>2<".E1GCGY0C*V5!PWRD&O8OV^C=I\8_&I*
M\YK)ILD@"]J<3+8_PK@G^,EL8/SKD!@<\$^/*UR;6)BF;ID_D4("=SL=^%&[J_M@88\L@_PJ3D5_O\
+1.X=RYN49*5'_#J"C4YN2(V=[*ZO\.:>OKNO\^O_V_MWF51I)3NK\;SO>Z2;GE&^6\$*F(64*.0QROSYP0H"JJK(\$)Z_Y
M1P_E&.F4Q@DC:<=&DY;[O^K\$];&>X>;2"CLRQH03OVQ9R,=<;CM&"F,Q#&0_M3@X'13G;D_[LD#"]\#_.?/@?..D8^?)>-
>Y)35G;*CJE[UU00^KK\$S;OJ_MKNVDCQM%.72W+S?RW3LWJ^ZZK2]^@_@DJ>H5I_MQO!!!QC'49QB/@[LAG/S?
_1V;^&%V@9^7:"3]]_J3&"/E!)RY* @8*DMP5#_M9WJ>@/S8^4IY/^K7I(N&_#1>R6CTC%M9";
MCJ\$PM(V>WJS'_.=V0VT\9STZ.YO=MS2G)6#A_=_.#1DCJ"1ANHZ\Y/K\O=LD%<[QZ4ME:[O?EO9/W]+W[VVUY;[
MWZ=16VT]?GR^G?R7G44X/#)3@A\A25(SDD%D1(.22_!T.6VC9ZY+\$GR^TH&YNF:3+B_M#9MY8;\#;_N#@DYQ\W)#-
SL&47(+;LZE.557BUR*Z<);7JZSOY3L[6=];W1_M.GO7OS.G)*25M?=T7FGKW,VW\$C1'9I(1W3=E?W8RLG;?
=IG1AJEL.ZKLIN/6_I1OKIOR_M133MK;4_J3_X(R?&U//P+U7X=;E>F;7O!&J7ET(9I)J:3J%];EBBHQ#++&B_M1JJ\0P89A^R-
(27T?XQ;MS]M%_IGX^<61XGX)P2G)%Y=&_.K17,[ODN>ENW9I_Q<;Z63LKV_M+!..*PO%&I#1_#>O_J6"?
V=H^I7H9ONJ;6SFF!)Z_IGC_~M7X#2IRK5;_M=~/Q5:D*!_9D\6I>TQ\5>)KV];_MF_\$8*\$M\H""&8O)&T@C:SN"
<+7"EOEC^;8=rj^HC(3)_PO_#(&92_A;I(5_MSM_W\+KHA\#<*931@HSP^2X"G5CRJ\$]M&C'GG;W5W>MGOS;-
G^2W&V;1_MS+C+_.98VI&ZNO?JM1][2T>96'Z':Z'JVP4M)D\1E_U1"241*K[A_D+E_LNTHR\K\S;FP_M?EY*L
!N#*X8_U,5^#/!_!#SX9ZAH0@/XB?%&XM98K/QW_?;W+*5BG;0[
MN:&9(NN[R&^0L26'W&^937[S5_BK])+/7GOB[Q/5YXSIX"M3RRBXM.T<(I<_M6UU5:=2Z^SMT/]?
K+5EWAMD;Y7&IGH3QU6+5DIU>6*L M;7A"+>MKMVT"BB_MBOPD_8#X<_X*1ZT_#_8G_+N
V+BX\#7UI:KDAI+B62';J8QDX4G&1G[O.<5_M_%IS\$Z)9R,D1E98'D_#MYI_VE@;HW)\O_CX6_97_M73_-"?A_>*[70_A"EIG-
INHS>6@;[S\$1""Q4);AMIK^2VS>2&)&54':N2O_M'18^8N<_/+JELKN5DI6E7R_MT&Q=Z,\$P5PK#Y0X\9@JH25E96)0^44!?
-,\$FYI1L&R)4E9>24]L_IXV[5R_M&V@DJ2'7N1\$C\$X'9F4*JJL_Q>9\3HO[PG;N!5BPA+?+=+=[Q#;1_HEKKVMWS
M:/IUCJ1N5U)! =132^7Z_&CQ)Y+Y_URQ7_MH,%4I?4_X)GZYX;_(3[X]ZJ]&BW&C.Q8W7AS*M#'=6<"6]R"%;:TBNS_M
%F_U@_Y7I4_TP_#H>G>'*LJ'TN\$065C\$(84'7."QRQ[M\QY_"O\OI!_2<
MIUZ57AS@VHEC:]*MALUQL92E2H*I=-46K0G.5.3BM\$X7YI/F23_KOP8\#95H_MX;/>Z4O84Y0Q&%H3O&52?;I*+C;+5/[7>
[:;TN3Z3L.GZ'IUGI.EVT5G86_M,*6]K;0H\$CBBC4*B*J@>@_K1HHK_/4I_~MZMMN[;W9_~5.G"E""%G";*=~.80A%6C&\$5~.8I:)))
(****DL_/+@_HM^R[M;?M\$ _!K49K'SM3XK^*V5_?V%VT.^[GM(X#*^G1_@G;+_)MP02I#*PZ?QOW_M&DWN@ZEJF@7\
(BN])NKBTF5LH0]O<2P%_#\R^6Z;48C&5VE3\R_WA?M#?\$_M3/A#(\!/CC4KJWM?['VZE_A;+
M^*M1\9>+O%/B:V7S)=8UK4=5M@D2['.^OI)Y2H*QGY1*_P";=H7+AB?})_H_M2YIQ)C,AXERNO[W#N
KT_J4BZ;Q%:_ZE>E2BXNE1;C4C[W3Q3G!***@V?Q']_M*3+=R;""["\$CW%R*AC8%_C52[Q%GXPNQADR?)EO+9AAN=VX;T
M;_BD62XA\$S.C+YBQQ@E0NU@[@:3_VD;_WHK@AMO[OG])JXIQ6L7&E%OI[RBU?31+79MW?1DF;
<#KG;AWWMW&W)"R^801M;A_F_M.K@TCW<=#N(Q@8('_.W!WYP"K_8W#F*G=5:3)RLA"XVEOO+QLP_SL0
M=HVR)@DBIQD9SWVC(\)4;0WU&=G:899]NWJJ7Q2Y7O*2A+E^%Q;YI/LI+3;_M356LKE3A*\$G\K6+M)?
WETO>U^J_E=;/5Z(-HX&P_MG&&(VG[IZ?ZK_GF/OYQO_M!7.\$_BVX_A]YYXST\8SG'<#A32C)SQD[F*YYS_F[?Q?PL<=!0"
<*<!!_M3]Z!=NX_@D_~BXM%_EO!OO.5VDM_^K(_RU6RVB^ ^MNF_WZ=4)'W?E_V]<\$*!T/
_A_P">@49R/DP#RN=Q(X\4]3@X/!!(&1DC[@SC_M:!.@%LTA+;!.@D'(<8Z<A])_"=N>\$XSG'!.IP0<'@'&.5RH_O8!F?HZ@
M#^]C_.=PR9_C_J%GC8282;LBH7_QZ\$A"!((QFJ377F;BX:_MMKMR3CIWCI?2_E>Q2;Y9Q6J2\W6K5WIOLDUO?
LU5"8!+A2[DL6"X/F#".M_N0LB@MY>"53..5(K4_X)Y^>%"_P"VQ\#KJU@CG3P_K4_YJ2!<_9K98)E%
MRRJ&H\$*9CY>UV.PLIW'XF\$LK^_W+!%(A\$Q3K&2EQN?)NU)/IW_~H^HH_R%?<""?Q+!~M+?A%~OVB/
%KJMYXJMM'^+Z>_OASIPD>?R(=1_ML?#_OI^GQC>(O/NY_B0H_F6CWJ'4L/J0?A_X);?FV_9U_X)Z_LO?#C^P(O
M#FM6OPN\;GXKT^.\$0/_);J5E'/JI#\$X&AK7]DC6_MM;_~F_X+0?"/X@7D+ZIJ'B\JK?P5XMU6)83%)9Z5XPTM+AI/*4,(XXK.)I"
M_QW\$L7?>W^S"B+&B1QJ\$2_51%48544!54#L_IV_H=1110_5_+_P=\$?L_MS2?M_\
!;QJJVC:3#=<^)/A;XAT+QR;Y8#)=V_AS1FN;W6HTD1=ZQ/Y%N6!_M;9GEE;C'!5?(OI?7@^3X@_L3_M3^"HH'N9?
\$WP_^(ND10(A=Y)+KPY?+&%5_M03D/M;/_EQN_.T?P7_~!F\=[C0_VG/C_~!W5=4*Z/XL^FAS>&M(+N(
M(=7M]6U'4+Z6WC9^I)(H=DI\$?[Q2#O/EC'^D57^2K_P;AWVL?!. _(+>?3X_M6_O;>4?7COPAJD\$B%7QH>@>
(IH48;=ZD" _3\H<_MEU_U[3L_P#+)NW?Z5_B?WP[+XO_X*)__%+PC;Q>9/XG_~DN_#;!.!<=6^
M(D6GR%E&5CA6.X/F;@WEIP\$+C_~]O^/2Z_ZJ]_7_GDWIS^7_?X]/[*WSPM_MOBY_P7@TSP+=Q-
;ZC^UOKUV8U+I^E^.)_0BDZ[U\IH^2*8)=2_U_!^KK_M^Q%)["7]FO_94^"7P5LS_8/_@C2['
\$9&CA\$ERA0Y41"3M\$;W31X&T?+D_M*F=H^JJIZ?+\$+?3[&_9Q!9VT(SC.(X409P%&?E[_#T_Z5(+V.(B:>SU&W\VV]C')(B%9!!*

[L3<,IC MC(6_-,ZUZ3_P9K2%F7QU^RI?_,DCLOPR\6^_]BC8DA4O/#MVY:,%4"QN; M?WA0<)%##&D<:CA44
=*_SLO^#++X M 2W7QM_-:/^4MI,T=GX'MO L%XT;&!)O4_[1FC5)*@GDCQN<-,V,-^7B\5_ MHK4 %%% %!7^/?
LACPS\60A5^T[X4\6^F>]&]7TN^T,QAJ-G:M\$E]XG
MU;AT2*VF090H2:>9+6780^8=1J, T- T.J_ E^ X_-="EUG _@E')+VIGN _^ M.GPUNI)\$B\$R2"P%W5A\$DP MT8!W*"^6_O"H
_ (# _@OG_P H?/V] P#LA'B# P!+*O\GA 9K_-:3P- 9] M:5\ZPM*DD"P2K'<+NCQ@2PRRIMSERPX4H&K 6, X+Y_
MAH?/V] ^R\$>(/_2BRK_-.^#WAI_&GQ7^&?A!899T\3_-\$P9HZ@P@:%9!CYLEC_6_7S!^Q?^ [2? MV;OV6O@A\%_\$26/3?
7@'0])MXYI)))\$W6RW4B,TK ("LEPX96.4<,H^4 GZ M?H *,T5',YCAE<9RD;OQU^52>,\9X\4 ?
Y;W_!W+!7=;^)_!3O2/@=9W\N MHZ7X\% ^"8=%L5E:2*VU?QE9VT=U%;Q[BD;374\ S:N96* N8*L&KC18-
\$4^4*?!^G>* _&4,<(BGFUN\A\DR7C RW'D1([M#(0J_QK_#< _^"BCQ?N^VHO^"U,WB<3?VBL? [1/(@7P%OC17!A\(_\$I='FC\$<
M> _^T1/&_ "6_F2[OE@E4_U_P#P?I%EH'A3PYHNGO+;V6EZ)IEE;0J%_2*WLX8P_M/E)7)QEMI*[B<<8H_Z.BBB@_HHHH
SM/!#S#]F72?""Q-9_P#VAO!/@ZTT MO2O*\$A26_!>ZM8V0E1:IXKO_\$Y)I\^H21* @-R+*(F%G=V_VL!<
Z;7K\Q*64<<,*UM=<%(=5U*25AL_MMB[W;?ELE2TARZK7]>?<_I\^TQ8?M#_P#!+WX"Z,&F][T"1\X3<=<,1E&_
O_@RV_-)%VVA M?M*?LSW_JJ?>JZS:?\$W1J](EV'==#TNPLJ)(N+ B!;,@^6+ B!*\$*!_D_GYT_#_#M]BBBB@_K_+B_X.T/CE)\7_\
@HIO[\VBW9U"U\Z1X&@M6A#PIY"Y_U'- Q]OB'TBS]NW_@N+XKT%(),UB/]H'4+"*"U MAN5;C2_AWXX+(L:
[98H+>V>5C&0',98L\$#9_A 3L_X) %?""5/ @_1_P3;_9#_M^%>NV9L=,*_-,3K;5;=HC%(MU=ZEJ>H_N&578F&
[B(>0;V4ACC.!^CM9FBV MPLM&TFR5#&+33+ "U\$;#:.4%O:Q1!"HX14)@@=" ,5IT %%% %!1110 4444 %%% M%% %!1110 4444
%% %%% %!1110 4444 %%% %%% %!1110 4444 %%% %%% %!1110 444 M4 %%% %%% %!1110 4444 %%% %%% %!1110 4444 %%% %%% %!1110 4444
%% %%% %!1110 M 4444 %%% %%% %\%7[0\$=PWQG\8\$R?ZN+3%G->%)LEF@CE.#\Z]H(8G*C[XP[
M[1Y)&L\7FFES.6Z27^7FM>_,GJ",-9)9_058Q/[F+?P8D/S?*_PV_M@X;\$7F0E@E3#/RXQM"- \V0=O/0@'&&RK\$\$.!F#C:
M3]_.28^!R'_"J]<_<]#P/F)X/WN1C;\$_.W QMZX&_,1@L5C5G&=<Q1TXXH+?TfKR:M*+ONU_+F_MBL/L_)WMA05:NVM] ^G-
9H)&=<Q&22!V"6QUZX' PH"1C(&6!]>=IYYVVG&_M2O8D_X18Y#_*!P/]2"K \MDQG&?"X0,#!&
M^ [ZGD];=EU5GOOUOKOH'9@,%L8R&)!+<=<=0_M06'S'IV[G_Q31\$=Z2Y7.45_IEQ^](9G;&/FSM89_7>,,Q_7D.8;OG^_,#G
M[H&0?E/3806* @G=NX P,A8BKLOV*_.M190C8Y!QN)R5+,S#_M<22_R\$B,[5B9'_6,NQ0QH/E&0%7?O"87!\P%B9
<3@*@"_*F2,YWSKJY7S ML/_5;!.N)&5X!K_V=*,2,FFI))6M_+EY+VNM&_E)_WM=XPA[j5G
M:4VK\R2DHOG6[5W9+;,9=\$WK"%H?CE^SAX.O)[EY]<V;,,5J?GW"3W&V RVUN7_5&0
M+!';!5!4#9LVEEPQ_C)N!]JL98X;@J64,TD89&.=WF@'D81A2W^JP(E#.- M5'_@E% ^TM:?!OXT'P7XCU4P^\$ _
KY%N997CL[.L8I((U22^2T2+<3@L0BM MQN*EG)7^5_I5\ QXSV:F98+"N6;<-
U)8V@X0YJM6&BKTK)Y2FDG[ZI255IWM MQRORI_MW_K>KXC_M_P""B/QO/A?^R;3/%-
A=/:70M[+2T>_.18Y'75;@6DD2%_E.^ VW_X&P,>*Z@AN8'\$D\;2Q2+RKQR*&1@?1E((_6OPL_X+>_ %I=%^&/(@+X2VDA
M>;QUK=Q/JB(S[+;Z3:R7EH\T2D_K.X=49B_.BMDL#_FMX2Y'//_!(X3RQT
MG4A_.,&Q&*@Z;FE0P=18BLJD;T7[/V;)F=4LDX#XBS!U(Q((WO7N%3S""D,DDKL!GAP_M6)6\$942
MB0;Q*3@+OA^8/QE,,5.XY]JH.G/XCU?1O#D#M),P>"C+VE3%8JA3=DMJCY6[6O>*DXK9O5V7O']BG_!+;P?=>"?V_/AOI5X
MH6>XN=U/@@\$Q:AJ4MS"Q!)P623[!5*L>6K]#;AN^"?AF+P?)OA[X\$RG_T7%*UI1P]/FNNCYF
M[KH[H****^_/H#^=/_@NAXM13Q_#P'I^EZGJ>G6^H: ?XGD2U@>6"X']IV_MA+[\$(4F, @/6W(N @ZE?P< \^ ?
&WCFY@T:P\;Q8W_]/G@N'M;A4!9EW,M;7DD9;A4;<#(&(+5>AXR^&^@7Q^T,GBWPSI&MRV^?E0RZC86UU)'&&9@BM-
M&YVJSNRH!T.Q;_20NO^C&7MJT)TZ7M;LIR2JN5N9RE*5VW
MKIM>S7/Z<=^!G^O/\$^(SW%YC"A%\D;\$;2D_9*UZ;2_EL]URW:MU/Y8/A;_P2_M5^_,C[2K?53K]M:172J\
<5RMPDL,8\$@_.29H.690,%'_M"?&KPS!_AEX@(\=>);Z"TC[L*[33XYI/*_MU?^ V2XDMX4;(*EGC_#* &()&%)KLR_8O-
_=A(Q> ,KTV\OHTXN4IU* MDE%*RZ*]Y/;4V])Y,?CL_EN#Q./Q=2_#86E.M6J3:C&,(*[U?5]);MM)7_M;/PL_P""V?
Q[U6YO/"7P1*TT,W9/B>YO%T[3+QY)!IUG(Z^C0K*Q:..?)*VQ0QA00Y.<_M_ '/=1R,Q\M88T:3J[V1L))E\VGK0^([M)
[&0[@F%_VL\$N" (^G_63Y(Z/+BG_M0A5Q\X+DE7Q5>+G7YWU<93;=[M]I=\$?Y6>*\$V.XOXPS+!_I.>%>*G["+E*4
M*5*FU&G%) *W+&*TMI%7OJ[BK^ \0HP&49VW%L,4"Y9%#%E+ \$#[FWY0>0Q(40" M"66&1"-
>9E:5PC6OWC_K,K\$,_=RJW_A,K;D55\$H=._@D5=QYQEF/F*^ (#EO
MOX^8>)<@Q!8\$J\O\HRNL@8K)*VT*1GYE,RIHR!R#M'""&.%2!^Y_7%1Y(5* ML7S3;@I+XW33MLM4M-
/_3DW:S/@YXJ]=&A.I3UG3C&_E9\WO6BN: ^DO.S[(: MUEB67/H<6SA+5KXK6UM?7K*SRA/GC& ^TN:TM=96O=WW76^O,
M^R'\$ \$]"#ACG+9XZN_VTX"8*%2;]K% _^M7@MU8@#;R<#=#R,DMTR8N?)^ \,D&E' 5"<';_>3@Y(WC:ID8'_E0W)SD,0
MTJ\XVM7=Y> \K<\5%*/+O[R^]V[#VO;?Y=HZZ=>SOLM==DQAMW&_!P&88_';M@_M\$MERN8JP1SG%&,%B<8,,D8QTR?
7N@SSU8;#RF#MV[CDGN,Y]8!_.!AG_+4_M?;=I[R_ 8[0^TX;G).ZM>6SOO_M9MW'OZ6Z;63B_*_6]K._5_JX_<[#/RY//+9(XQN.?
O%<_UPJT;/W:.64>_M8J#6_"K%Y@6;Y6FUN6>JC3DI^GN[_M_7UW8*ZE#5J+G%2=KJ;_32;_U2E9Z[6UW: *
[PLMF L*,IY,GFR<<<^>6Q\ MN2I*\$,@*[70AVYW&OZ7?^"/@1(A)XS^);6T<4NM>(<_6V0._F""UL_1:58_MLMA3&K
%650X)V2\$G./YG[OR[2UO[UY Y>_W_A9/EW6P1C'D:S3>6,O\I8)_MC!"@C^S3_@F#X_C\)_L?_#69%1\96D_C*1%B\$;
(VLSR2!QDLQ] AF9B0&>7Y7AZL57SK_Z>]JQO>4L^A^,2%6BUNU;G\J32T?R?],_1_MDR CZ[QMB,?
43E'+\)5Q49* _D9SBJ47>]O>E5LVUJE)6O%K]]****_P_I#_00_M****_"BBB@_HHHH ****_"BBB@_HHHH
*^5_VV_'"_#W]E3XY>)6?RA#_O%_M_F9_P38+ _1;ZV;YB<#0[? \$ _/V@ @ETUFQ\/_ M_*0I8%1MDW+\HVR+F_QT,,#D'%
!^;_9_P,*^%O#'_C'_@KYY;Q7/8V^F;+ MX<^ (7BF*?49E@MXK_2+[3[RRD[V2;)1*)0!&'+;F8#'.1_K'\0_-;5;QEX
M:5ASSK6G@(\$8)R'9\JTCY2><+JX@'_#'_9\^/_ BKJFSXN7OQ*&ZA?Z7KD-C MX@T:&[TVYFM+I(=4D\$ M3S
>;@84KT8_+N(3.\1?B)X"8j%\9>&^6V;0;T])\PD*?;.[LCYEQN3@_MN% !&?
\VZ_X+!_M'3S/*OCKQBJR9R\1:PVT;JY+%KDX5R_PC0L_[P954I2_MP_ \!8']HV.6*9O'?C_JLC2&,^(=58_ B[D?<
=<?9V?R*3M9% (X^4D_V0E^_M(?@_SM7QEX9+\$X_M03LX&< \?;Y&TDCJ\AQ&"">7\^)O_7B?P^XH\ MXP\ M+L-
<T'6_-96UJQ(*6TEK(2\$N_YVLX_VAMU4\$&_ QZ(_^PG[1T5YYY=>_W_M7>TN71_OEBS\$JPQ.K;@H49X#28&[RLY1?^
@L'^TCY]O_/?C3;V5Q;_H\ M1:O@O.QV2']^W_S@\$NN#M_1LG_I]?_L% ^(\#XA_!Q_9ZM%&JAX8_:G^,5_MC%
<0S((I(Y4I4Z8DJR,S_I^9)Q"N[8:_.LO/^/2Z_Z]H^/^/63=^WU[5_D^? \$J((+K_@Y+_M'1SHDD?_#4'Q\$D",7D1F34M1=/FZR,
P,@VOC+CDBO]8>_P"/2Z_Z]H;_M_EDW>O\) _\^"4"L_ \P#[\$ \$C]HWXDMDD'(74_3).X84G&2.@8+R0" M?ZQ_%% %
!1110!^"7_!S,,\ \$9_VLSQ\NG>\$"&_VV)RP*CQ3X"9URQ;=)HUF[AR26^4\$[1NP27.68JH'[Y_P#IS,,_M\$9_VL^V_\
(IG/_%5Z8,#T/.<^@ (Z\$U^"!_!D8%_X1K]M1C(0W_"3>_ML6_MUB"]BW67!SM5DS@G_&VDG<@
!_)7]J7_!W7/3/^\$8_P""9D_@!9&#? \$#X_M@^'_T0=\$5DT0W=WN(" [6;^_RP&*7S(HK^JVOXE?^ @]*17&G?LW_+;6
M@IY@M=> \>^&N2F0H^P+_YL9D&0LBC&PFX_,EX^5((!+_P9=ZGX/T+JCA_M:9OM7U?
0)+U>X^_NBV0:_P!0M;2Z>W_X1BXDCC59YD+1.LRLR[05W(3U.6_LR_M_P""TB^?^AS\;=/_ (8Q\5(?XE7[_P"W\A_V6_" M%
[X4^WB;7](L_A0V_B748M*U6[L8IKBVM6MO+DCM'4&14+A?;(9&;! MUK3\D)C</_M'+?;_*F;G:#@X_QO9?^_@L%^T<]O
J^_O&@:2I_XJ'50I=] MH\$N?Z;0T:Y(8L\@:_.6Y_X+!_M&RF.1?"C)&14PJ^ (M5W,P+Y*L90N_*(_M'[.+&)=3M;F47/A^
IT\E(+C(F_M_>@QAPP:50@1W797^:Y<_P#18+JH^:43?)SXS'F1JN%(\OZJJ*8D4!5'G#JTMKIG:18@% "&#A@.) ^ (A
P5)^/Q'^^+?_FN^,%= _PBS0;W1]0M+O7_5N8_M9;>Z7= _DL+3".1&VB1=YVJ%+R\$D;2_?T._\E3JQTS]JCIJ;2C+L76OA/X4
M!0'F0PZS=W:*V.6&0'\$>T]_%DDP3\$X_TC*_S&?^@S;G=VYOBLK7A@23X>6_M,(@(_6Y>A)4[RIK_3FH_ (#_@OG_P
H?/V]_P#LA'B#_P!*_M+*O\O\X(,_TWXU_ \%/V4?_6LVEOJ&GZMXXB2UF^F(YT)JT;596_M5HI+4.QZH\$+(2^
O^H)_P7S_4/G[>_9/'H195_G?I&R&G7%[_%_D_M?V5;E;>,,)I9,931PJ0C?(&BB@_JK?
G%C>'IBUN#CCCCJR_//''OQZU_JCJB&_M73=1C#_ADL;M_Z#+(7MY%W*[_+G^<@4_?XR?P5\ CQC_P%F[C02T?E/^VI
MXYOU+XV@VOQ4U2Y9P%8;B5A7: %+_FT["\$P*R?].5F,6EJ/2W@'7=TB7OW^O?_MK7^_S^SUJ6F^%O\ @LNUJF11V<<' [9?
CJQ:YZ2_L7PH\6ZG"LC.,S6>BWSIL'D6.(_B9\OAK\1(E*Q^/_MWA?Q6BG<<#7M&LJ2QEL,PS<_0"PPW>O2:/@_ \

X*> %36 @E P3^:O^*O MAO4YM\0>"OA%KVL: J M*(FVU!9+6"W:WD(8+,S3[\$]5AE0F4KFO\ G X M
80A7XI :." X*U \+ ^U64:E#X&TOQQXR!727,+S=:CXMVB&[EEB\$<*N]]<2 M,RR!{3(P5E.[C^P+,@Z4 :17X# \ \$O\ QYH
K*U\XP: H PY JDK+*.UB1 MFN)Y43YFMU>% "Z,R!\$92& (Y \&6?[/FO^&O" _P"TA^T%]VF, "^(GZ3 MX6)\E-
:KM,V@:U&^IQVMPP+,2PC\855VX*\$D4 ?WB4444 %%% %11110 44 M44 %%% %1110 4444 %%% %1110 4444 %%% %
!1110 4444 %%% %1111 M0 4444 %%% %1110 4444 %%% %1110 4444 %%% %1110 4444 %%% %1110 4444 %%% %
%\%7{00@'QE\8D{JJPZ>82#M(@^QQM)N8#+,P8{&9#@K MMDRC#'CZBW14NE+F H5C4AOE\M6)!&{!4*2=R[@#}
[B,97U{H&6# A%V2V:,B)(I,8&XHL> M "J0OEXY4Y1JR\U_O\ \+JX>P*49 M\X4?{0J}R?)SI-!K?
2^B7Q\KNVER[*O%ED4DS'=F4(Q+\$D9/*,Y+))@B'<0Q)(088{!"D@+M{&6) M}<_)O(.#GY F3C?@D!!XPN!T&&
(Q@@D=)]@Y.&Y)Y< G!3ELDHMTLM>=*M; M622;]=.AO;7,YZ6V2;,.]W8#\OK@[AUQQGY@!QMP>&4G+[\$LD&DX7
QD\$ MD'D%=P*Y7 RA{1Y#+Q)}T8H^5N2!E3CG/!"^^[KY1&A,ARQ4YPPZN=I >;7QM!W*12<\$;>V#GD\$WF\$\${<838!G+@\$
M)/E9!{.LM%;UYK_=MOUWOTZ5W==>]DK7O=:VU0K84D,^&4*>74;<;E4G M)&ZJA.#!HD^7#J!M#)"LBDEV9I
%,K\$=JQML\S!F^8N,DECN\R%=-ZY YX* MDC(4')4+=9P6!&0X."X)!YQ3#&^AC"82/=MP5)Q\$=-Q7&W&U2Q\$D,R@;7ZY
M*Y*=24'4TY)QE KX>2JH)Z*VC72{K7:M=*=<2\&^=25EW2=Y7V>CM=7>S7>\ M4L498 RT*(2.<89E"?
(O&QMPW)P5+\$KQO466!^,"P,AC*#M%^LNCZJUKQ _M_8\$_.5T3{H+X{:#>1ZE%=>(?#UI9Z1KL M2\,EY;VD
FR&/42,5,YF+=,V2"*_GQ_X*S_%BU<-M.:SX,%V{SH?@O1M)6T M""S\$CO9{.XM[D *%&"QF13OC\QOF8JRD+7C{[\$?{66O?
LK^/WDAEDN?!VL2" M6JTA?,*273!M\A'G11!" CQP9#L;.MD@CY?^+_C:7XE_\$GQQX{U91=ZOXCU
M&^#O);3KS4)GL+42OYA\ZU5OEVDPAE7-V?Y].A/ 5UX M.M/*ZR<&HU\7B(SQ%*R2:
M(@EL%&0LN#+N%33>7YMN\@.X>9L&X\$&;R WN0P !4{[P&\\$IG>,LUFBC)#1 M*W{T*K(&+,BA83+M"CJV^TJ0070_?
+.F>*62%+7S(A9Y4+@{^_)20>I4\$ MI@' P6'D&O{34JE.O2E/^!{Z=K*WN+E@K MIM6E:*TNM;MG\54YPAA:*NE5;
M)}.W*G9ZV33DW=-I*R75#>#B)%\$BEC%>>UTWQ{8W^KJDB }HT<^%T)&(%MSI.M7%KX\#7{VU}Y3O%;ZP;ZQ0
2.A){\$BN&V\$Y/@.Y4J6 _&B=-\^&?&.&J M7A*MEV,H8=PIV3JUZ3IT'3KG_628 T^>=/'T:TF
M{BA2JTYSE)WVY92>Z,5K)ZM_P!5UK;QVEM!Q#,%;PQP1CKB.) B#.IT514 M}%%?
XBMN3;;;;;;;;;U;;U;;ZML_U7BE%**5E%))=DE9?@% %%%(8444 %%% %M!1110 4444 1RRI#%+((0L<,,RR,>
J1J78D^@4\$U_*,_P %7\VR+7XUZS9 _M"GP#K#7?A31{3276EAJ,3 \T+C?OC7EP1A5?S!F{('UH X*6 MH6W{GP
MZF\\$_&^}T?QQXZMKO2+.\AE# H3 &{&[G6*XCF1?W3P\A8 ("@8C%?R 27KZ MG>W&KW:"4=7N)9+NY!PSS;Y)-
V\^PDL2H!+*N7!(\$I{JS_ \$3\RKFN EQ M}G>%E3PN\$M_8,JQ7)6E:2KUW%J _L*3,BTN9JZGI?}TB? \$N.#P?^J.3UU*M M7O\
V14A)+D4+3C13ZM?{\$\IRLOLMDDEO#;M.\@86FU4@*,3:X4LQP02RN6 M=2617!\$B _\ /%LM)OM4{S,R)YH67
\H.SP{6!4GK)MZE2%8(4+31%)POF M%;MSD;;X\$!1T7O57YBPT=J9\$0EE(C;S OS9N%D;ROE!SLV@f5W\$@F#UK?NQ<8
M4.T)8L3O&{KHA@ _SCY6 7+;B=I0 19;>#. EN%&U/A,&){S/YA*DX)W/& _MQP%7 V9Y8 =(MN8E"+EG.5P@_UC\$#&(\#G.
<,W. (U/9K\$2Y>9XBG=IZ* M,8O22=K\SYDKZ15TM3# #7C3KWY6ZDH]] &]=4*!NP>?O<8;&2!G@X8#D MN<
?,23F@\$\$!B",(<9(())XV@D8R<>6,G=^R4H! P/EQR"l%7%.4FERN2^*R:.]1P= MF]>KMOT5W:).5HK5O1=;?
#^%{J}VGIM9\$WJW)ZY^<==N<,W"ER!PW.<849&" M< [L2H*MGY2,E]}RMSV37NV?M974H{
MK/73K=\$1E&2E) _,%2.VB]};E;U?2UJWNV?&WKD992\$9&{[G7EN _A.&)}0? \$TFZ#S JGY2<"\$^ M&WPB^G@2.-
H5\+>%M,TCRW979#;0@.i9 %.&) V@ # '2OXU _V#/\9^) [7 M'PGT/R0T&AWL?B2Z.'9&N)O\NX9B&61&*&PB!"@J&5!P6 ?
V^5 _F }C/: ME7BCA[AN,DZ."P"S"LKMR6(JQC!HO>RO3=3FTNW;L?W1}{%3)E1R+.\ZJ1DJV M(Q4<%!N;>5THVJOE:5 _LTVU?
[5^P4445 _#Y_684444 %%% %1110 4444 % M% %%% !1110 5^<7 !6?PUJWBS}@?X P"D+: #YJ^WA6XNHT&0VRTBFFE*MD;
< (M#O.1F+>@(+ C)!A _.:8\6WB{JGSXT:.#?#++QLT>] X%Q; ^'1N+{YHWR&Q\U?Q^ \!!XMWOP' X*Y !W4 6M7!>
[_X<7*K,G,3;? M%/B&ST_RPK,K _JED1E>P 75(K{?#U _\<7 \$+1^SKC\ PBM\,(Y_9C M{RG>219;N3P{+{OP,PY
*/^#6?}G7(_X!2_QYD:G_8XV{?F"!V6,=Y(U^0 M<&\$%BU?V.44 ?QPC_@UH_9VVC _BE+ /ED_\ (0L<[A+C)*V> X3^,<+^PI,H
MVTX \&M{.OSX)*W _3%_9#.YA@# _0QG<.4!PKKDSXDQ7JCE% _\E7P=_ P"#
M9W{GCX= _%CP+XR7PM>1IX>UTZF\KWUFT2K:QM)"N/L> _Y9E0H'3@_%DR2P%?U M@Z!-
MH.B;/H5F"+31=+T 2,4,PZ5J44 5KS _M (]+K KVGZ8 _YY Z?GQZU _E _\I)JVC X.3 _". P9OVC/B5&>54@/?ZFKA
M@H*K*EE95^7)>+&@ _O\5^O/^/Z P"O?:MG EDW;O\ 3O7^4Q _P 2BBB@ HHHH _! _@Y MG_C_ (S_M9{F"YT_P
'A0,@5^!/_ID:8 \A& V MTE _B,P,M4_ GEMHMSO+JG.(Y4)"MCYN0\N C}JO^#F<@?9_VL@5#9T_P M@ 3CY#_ PE6F_N&2.
< KQDX8=Q^! _!D8T? _CG{J% "9?^\$E\ E).@"G1K MO<<="KK7/V2O@/XJBB)+B%9 2 M(^. 5UIAVJT:7U _=6MR V/,X-
\$WE(,)+JGCJ'X: =VIU(?\$W2?%, =JLG{V<>E3:<VZHTC%HS(ZC=&N!J\4EP MN/{@* /XX3_P:T?L};2?
^\$4O\^6"/^A8YW&7&06L\!RO\9X;/ASYORTX _M!K/^SKD _\4I?X\R11B _L<;=OR@!K+&.\<?(>3, P6O['** /XXO^ (6CJG7&
M?^\$5OCD2G(O{ _=4,"",+=P>\$9OG1^#B'HK_P#HK3^SJJ.W _*: @JPGY+^ MQ+8*S,8LOXCQ+C)E,A08LFO'Z*
/P8_P""9' !%{X/ P#!/KXP^)/BAX)T M>?3J2U;P{;Z4)'NHYHW(5A &J1V\3;D:8M\!\$Y50!GU/'K4)(1N!Z\$\$/3D8YZ?SH
Q8C/X&UOX2\%>MOTCQ' UA=2?ME MVFOHAE!)T_7?C";FT<_0OR2PS#;NQMC(.Y47>A _T9UET?29%(*R;8NI#
M;P5>UB8\$/EMX(=VYMW7)SFO\FO _(.9!/^ _!9#Q5XA Z: ^G?:!IGN\ M?:7=""2.WN 6CGEUZY9'4/ _';=+/(L@C1
4FE,JX^8*"HH M_2FBBB@ HHHH _7 _@Y0^ _=I\$O^8GQ\U@&[N1.CQEXBTOP) Q+8EN?TS6 MHX\$ (?< EG#X*)@{^&
/^;/_X,B3<+1+3 _&V59? \1? A7?@.QL=W^L' MB=PP7 V@\$\$[MY+D@;?E!Q{3 _,'H?{5<=MX3^ ?D}&EW\%Y;^ (I3\3==@MKA
M911^I>'M6O\ 2{>}&C26") +Y+^ _P# \MU\ M_H9\$5E9_A(22:+91/O9F8QQ6.S><;RI91Y90#}UJ _@1_P"#,A _PU35Y/C
M3^R)>7.S1 _"A5OB+I5O)(X\$U{K\BV\^UF%#,8WD5+HG(@5T02*6<.N/[J MA^/_ @\X _%N8 _%PA_9N%Z#:7&DZ;X\DL=S?
ZVUN1&'V^80&*W0;<8L!>%Y M,F?Z.A @VX^?B+JGK _{3?!\#POXLTW^SM<1.EXE\,D,0TDVE^KBVO\ M2Y6* @
*\+ _R+R0C_2^ZOX&O^"Y'QG\2_P#!07_@KIXJ^\$EB)?2[\$?SQ\ M!]"D0231N_,UAX8FMP)+H>7NM&(M>I:WR@5O\
5*_93\$CX;_LT?;P&T(MAF) _";P)H5R@C\$9_WIWAS3{Z=U" ^!DGCD=R55BQ}*j> >_T444 %%% %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 %%% %1110 4444 %%% %1110 4444 %%% %
M0R9/8&4RBR4Q\$ LHP\$&6RX&Q2P\VD9\BB TMPCN0RK#\$OIL?XJ9 MSRK,)NRE%20OR[MW]}QT*J W/(W@3@@D;%
(<#)P(<2>9(2E*.(S\$Q8GGRVAPCG M+ MSG CXITE0%J7(^7)!X.07SD#N, -BX*RCYC@C% ^\>GW1CMS_N9^&,\$^60,
MAONY(8)SC!(_B)&8;G:_C<;V7&&!>,FA)Z.TTFU';1.*^+K;F6FFU^Z20 MM5K;JE0_
%9)+52U;VLNH2<V;CR_.2V"5VD+ZC;A7!J JJ _.:@Q@@8Z!8P"= MI!SG86("/PP)V\$-T)W(8KDLW.!+8R,Y^4<#Y H
E&0,D!S@X(SDf2,YZGD M;B3G;P58 (HRW\SFDFW;22O>UU\A*A*:VWG=/HKOV%?2VWX?RZVMZOK_#>0
MIR&VD/CGG&#E5P<_PB3!/&<(O(R2*6R_PXV;.GN#QZ)CYG_ (E.)%1.BD&= MG.W=D@88E=H!V_<;GG?U5B5?
@C_1E;>QSAF!0#&,%6_Y5,@G_ %GW<4^_ M9ZVY5+177P_PTK6:6Z6JOO#1/TWT_P
/_IVV>S8{G+9W=5{+P<_+TZEAM,8P M/_2WW!@LPPV#\NXG)!S(ZG9U7=33ST"Y&,@L3D{MQ_-MNX@#;
MM!CP,Y".4P5QD@Y;&>"},8R3G+;S<-G?9IV= MK#5 FM7Z: +!5V^+9Z.XB\ C=C\RC+\$\>0F_.TH@;@O! ?
{C(PH%*2>N&# ^MF" _X^&)=X5_Y.:#G<,#MSTX8C&+9 +CJWRJCKSG*D\$_Y:-
DHWWS@J*>JLO>=DHWLFFYGZ{6#G;MP.OC_#&C!(7U&3NE!^9>7!!)H(X#_GR\+JTD\$ @Y!#8^09!E&6)0\T@)R
M<@.0HQ_#W!&>X8=54!PS_KG^CJ>F,XYX8DJGCDYR6PH=5^YM!3_P!6U2U5 MY.*=K6M&_/LH6L^C?5(-
K;:)65 _JMT0\]=>C>C)&FME6_CB:1HG9HB_6D M_Y0%/_X.64<_@!<\$5^%*+A!_Y;D2,7E5@_%^=6R0>_
P17551FW.APAW8YF#N M5\HA-BN9-NYB"S;LN2,@X;(!4C=U5J{\$_BM+LR3V\I54/ME@!DPVX;3.3DC
M:VTX"!2IR7=@^&)"*J7?I MT>REJNNGO75Y"1*S.)-H'E!JQ.6;>%R<%6?JDX\RY5LC+=H3<,T;^6{M
M&K!0VV,9;>O 8!L M@@ETWJ'F%<*RI@#&XJ9&Z-E<*Q)R.=NXDLCY5CJQ59 MT8_P")^O,^2Y:.*Z>12R6*1;&;E9
MJ>86?8#N0GE,#JHA?E56Y_J_P""OPVN/#7!.7B+QQJ=EY=[X_!7>MZ=J M)#@J+Z3?*SC\ RNO/ZG.3_\$P!-

KBJ.#X2R;AFC*+VQE"O)1E:<#6#4U% M))+1SC3@TJTHJK_U3J}&'AUXOB?%9Y4CSQR!"S7>*J5(0I4Y1=E=Q@4444
%%%%+1110-4444 %?./2W[2'@G]F[P%?>+/%>HV MUO=O!(NC64TD*F^OOR%)!B26,_O)'5%(#98A0,D5U'QO^
W@_P"17@V1|7>+ M|Q;>T@BF.,21B5F1,@A&8;5W\$#/#S BOX|VTOVK-!K^TWX|UNQN=4DN
MOAJ8^((+WPG;%A\$T5G!=-(!@ ERVR)1R/[P;S+Q0XBPOMJ%2' M#^%K4ZN/K6DOK%*%3EG1HR2>|DH5'H)I-.M?
C_BQXGX+@/Y4J52,LVQ<'3 MPZNLf/*?H3J*Z:E)-|CZ22WOIY|=?CIXD^/Q3|3^/_\$'VFWDU.2:*RTN3 M<4LH/M-
Q.L|50?Q;57CF^8.56 M1E8_.54.&VH05/7(0L"J.H5|_|.9#@.&.,NH9)EM"<PL;.(TH1248^S4: M<[MV6D4K;-
>|G;5O_-7B|+=FF93S#5Y5*V)G*K|FY.?FNK_XM'=7T=6RC M|G;.'AE|/4'C<@&0,DJ,ICB8D%L\$X&3G# \$2|!V: ^
M@;DFH|T|7UYK?#RN+.;Z?%MJK7WNK)^6I7BG:WPZ2^7?;3.VC5U>RN&<8"@@! M0=P. N&X/J%S@)
(!G<"AZBCYLX;G/8 |@N""HR%UMXI?!KL_P 'OUNCKOHHNOPKMJ_+9:;.'((.1@#\$'W2.K=_E0'#/U*D
MLXJ}&|D|\$JAZ#G@{|<|_ ^6?_ #UY=L8I'!#M!7.2;'#\$KD@_*IQ|RYZ!>2P/F
M="""#TQP<@9Z_[V/7)P7')3_EGA2:6JN_>T2D|\$^92>B^&|Y/1|/78/STOVT2 MTZ:-
ZW=O+7052Q)))!#L5^K#!SGJ|AQC:P'J,U&|RB-6CC+_*;KRN\$R!O| M|S(!UW!.04++@9D(Y7N-QXW|\$8(P=I
*JRVT*BUS19**O|_*\$C^X\$8>6Q"287)\$I&N.1J|FX&*D.YC(Z+A%558#!"9 M(-"X !!(S V=K8*YR10(C%(S^IRBEK|.
MC;>^SV3SC^V5*.4H* M8;|5)J*MINM;ZZ73UU+\$)G|Z(B,I|++2,H|G,F|RT0 MG."2I8H|@RL5!8;N%?) (+@OVC9|K(&
M-NR |R?|,+'!|J|NL=P7Y8=ZE -N3C7|MW""BC8+//\$D=N;V|YAO|Y!_LNN MY1*%)0E=LG-
=_LZ/M%5D^3V23F|)2C"#53FMLXV6JZV5|EI^Y_!\$CX7R^/(BU|1?BA/"RVW@. >'K*9E.R? M^W;"UN&*%@V2OEL
R,"N/+DW,-U?T|J^2_|P1P^&MMX1_9/TSAQ;,"+7/B% MJU|J.KS'>)+@Z;-+8VS.K 8"H"\$X!*8+ -E5_6B0|10I
|2U.%/%;BK%Rj>T M|8+&RRK#272C@I2BX^?+6E52>ETD?ZD>#G#|>'?#_(!+R&/\$>A;-
RZUH.KZ2R|?,-1T^XLR.>.1-CGCUK>HH_QF/6C6G|\$W_!; ME;'Q%. ^F:%|\$/VP_!&IZ|=RQF!;?2-
A0;+KUDN;RE%N+2=Y)|((RRC&1; MG_8I^%GQ&|. ?%WX<^"OB?X0NUO| PQX|!;.7XFT2|3.4N-/U2V2XAD0H|BE2
M&.TAV! !S7^7) P=<_LK2_G|OS4-BC.Z5JFM?C|?>.9K^ R2+6,+(Y_U9,8&"\$ _N+ X-W VH_#G|2W_3'^
Z.1J(N|2^%.@P? M#+5H97A%U' _X;|M#_%?C7X5ZDM_I7A+XA>*_ASJ8,L4DJ.QX2NX|_S-U/LJX&"V/WR_P"#F?
=_PYG_&LMNT?|2_P?NW GY?| MA*|,SMP5^8G !.0.X;H?P*_X.C?#?#7|.'I,(|3> MX|;(?^QKH(SJ#C;@LJ MD@#
<2"6.P* ?WQU^_|P7M^!_BO|H/_ ()B_!X?>#=-FU76%MM+|3&VAB>
M5A8>&FNM30H"12L\$BAB)8A0<;GYL|D*X3XH^&CXS^&?Q#|(+ \$D|^*/_B
MOP|%)QJY=9T*_T^(\$D;^|N%PPY4X88(% _^9Y_P9 _|WTCX4?M?;S_P"" M7C#6WTVT^ (OP^B|_Z'82R*L5YXM7Q|
<\$7EO+\$&N9!)Y8(25)*5"@E: T_J_ MQI/@3XJF_P""9W_!97PY_P)U)-I&A?!"HG2+;QVMOP1H5EJL%|>HN|T60"
M_|4OEP&;<60N=E?|&/@;QEH7Q#|&^%?'?AF|COM_|8>'M&|3;/9IVN M:=;ZG9ES&S*LHM|F,2IG*2!D."I%"54444
%%%%>\$?M'_M\$?#W|E|X5Z|!7? MB9?BQ|Z(_M|66&.>5I&QMA65UWE%R|8S@ _E=RF@#W>BN^&^7Q|V?%?X>
M^#/_B5X4N4O/_GCCPWTB?1KA^CD|S3J8LH;ZV+-\$|H'\$4RAU#\$Jv5.""[F@ M#|@/_^"?_*SJO?_+
(1X@_J|^*OXD_#_/V;_M^*Y3(1((8@D8R(A THL_B+_#A9_ ;M;|3"(MD(^9A_P PRZ|RH(#_#>S@XQR: A
3SHHHH ****/X)_#_S'D|+6 M=9T|X(M5>)&)-JEN_-T2UU0?_B_J<-L7.GPQ-IEEH#S3)'S*UTZ1+/.HW"38-M55<&?
@T X**.:3;.'XD_8?|7:HD=W20W^0E|_OB_|?^"97|9&H7FCZA<>&_"P MO|2W_ AN|F5P@^S*S|G|U_ ^M; *WMX);AWN
M9XH|Y<-(Y7S&!8A5/"@DG@_GB0|JK_@Y9_X+>VGQ\$A|?LN?LR>*|Q=)67Q
M;HWQFLXWC47US:ZHMEI26|QR%F3-K(<-\$^QBXC?.Y@_?Sj?|%#OC?|5?^"H/ M|9OQP^*7@C2+
|Q|!7A'2|/\$7BM8H//NX=)|*:9;|49HVC^TQ0^6LV?E.;E9-MH|EOO?T3_P#|D3"1|4_VV9J|(\$-|?)2=P'M-CD
MB\$K1:EJ.BW=M9SP_QRE9XY9|L;-&DPS*());!^I*1@&:5@&5@596&0P(P00>"M"."#P10!_DI?|&|_Q;U;|C'_(+)>\$?
A%|J;O;V/C#QYJ/P7|6W<|?9S.PZ5J_M_|KRS|VA54^T6|*XDQU" LH);'_K+|7?&T'P^&\$GQ(^G;AM_!_@'Q3XL5|JR|
M'71="Q=4CP^=NV0P*V=I#9SCF0|FK_@KU|)%_3J_P""P.H>(_JQ^!_M?
E^(&F_%C|;FV=-+_'5:E.;@)P6'D@RV^HYP@V&/_S_=H_OD_X*Z?M:WWP_M<_X(KZC|9M+UR*&
|^-(7PH^&OA&|JU&".1)YOB+X7M--U2W\$N0'9)KF>*7&& M\$@(&"M_|&7_20T#4/VV_^"|?
A/XF6%A)J6GW7|1OB#XU:|!"8A.G|B&|U. MXN3-QN?M:~/OVD|W3TN|/V@?#_Q'X4@NW8_N_\$-W-#Y M3*H*J&\$?
F^6/FD|5VP(S7^E30_4444 %%%% !1110_4444 %%%% !1110_44 M44 %%%% !1110_4444 %%%% !1110_4444 %%%% !1110_4444 %%%%
!1110_4444 %%%% !111 M0_4444 %%%% !1110_4444 %%%% !1110_4444 %%%% !1110_4444 %%%% !1110_4444 %%%% M|W|0;?
|+D|9+|H_8)IZE|;VE=K-(Q-&=Q=FBW%|C9"#G)&0/(%A)BBM%G MQ)A5;@4%F
9L_!^.%OC)XN_?/MBATU8FYC;L;6D8 MD/F#!1X^HR"PR Q\$>W'D*11QXN@|F#%;B(-YF|&U|JY|3DDJWS:6PS(WE9V?
|_M_P#"WM|/J7L04E9*CO4*)SRY8I73279):Z-V>EG_CUF|7|HSE%)^|K4X|6=-MM%W>M^1H|Z+:RY#*L?FX9
W'S\$H_)4\$'S>6TI_|7RM0;-&0O^JP4&:500;AAD|<8 MXSNP.FWC;>,\$CC(!CYB1DC;G/; P;
f1_!Q@KV.1ZT\$G\$G!'S+@;|L<|J1@G@/ MSE)?NPY(8Y|J|FDKJ\$;F|(+6#>M|7U;O>ZYFFQ|OUN|;)=|/3==KVL'ZXP7R
M-H.3CH<|X/7@_N?O#G@G)Y|Z#TQD|CAN^W|P?|C+?2M)G&|_GR/O
<#'#9/+X+\$L6)RV0*M|X1CE6(EX44:Z>WNK2VJ>ZZ=MQ1USNXP;J;L?+G(4|S_ SSZN;|CL)
MRGOGC|X';GIN.2<_|>JGIV?EY*X_AYW<@_"Q8CGD=6.2|6#Y67" Y4DMQ MD8XQC/)!'7+<8-&|D#E|X4
|E^<CLD|);O2K9;/_MWH|MM'86VVOEKK|KU MUOMV=M+H7H3DY^88PA|)/Z D|A X."1A2YH|G/7NV/DZ=.G/?
NO2#EERW M"!R/F(4J?OKGI@9SW_R\$)QY&=CF>>/W7|D!+L00*";||<#KU_&3@|1@E2>1&|N M4YD^Z>|G=SR>?
G#;3J?9|J-A M+MTT>OR>E_6WO?KJHY7A@#=@;L<<|?G;@N3|A81C"C*AYQZY&2%VCW' PN MW<,D=0<8/)YY/
V_P+*2!|_|S2|V5|HW;T??^;5C5J|VMNW|=6K;_">+Mj32^1UNRQ*QMQO*|08%,8+><1C|)^5?+
8KA9=-0&*9(CB2X69EWHB#NP\$(M'WS|6W?;S8+QVA4F8;#N4RCDQOD9X(H^4#&.!M;_+@G|Q3KM.T?)|
|*B7|N|3YIRBX3Y-8RB|_8UBX+;|N|.3M?J|+BZ6UZ|W MO9;K3;1;IZWN1,GEJTA=CYS(5#?!E'W<#H=K;3|I
|P;54#8|C.BKO+ H| MM+ #YAQ|JQYZG(PJLH/ED>7UP#(ODS&43RR+Y;LR'S1S=-;8TW,P&JE0?O-H
M&"C*YYJW,44T9MHG+Q30CS91(B%;AG#;C,&XQEC(Q!5@HSB0G=HE'VS/#\$9%7^PG-PD4@5LJ>|IT#
!)\$9#EJ_MWMX M4MH(+>)52."*.%%50JJD:|%"JO"@_#@=J_FM_X(:_.:AXP^*WQ@OH90*T
M|K7P_P"&B0J|5U;.:MH|K)V*R MN%9U<)PW1>"I;Z5L1)5ZZM=JRC|%"WFKM6|/_HY|K)>_L/CJD.7\$YO5==>5 MXV?
LJ?N0U=I-.7-NE?E3UO<****_F(?PHHHH ***T%%(2:R2 /<^M>.? \$M?X^"CX3M;IX|7;H4EVY2!+AV9I"
2V%C5SA<)QMXP"7(4)>#P.-S&LL/ M@<)B.97:Q.ZQHTCL\$1_69F.%50.DD|@!R37R3^TQ^UIX\$^
/ @+5/\$W|J;1K.L6B_M3F'1U"^-Y?R8)96)C.Z3ET6,C9QN))&|G|WQVR_ ^"K.D>"+.31/@Q?Z3XKE
MO(TMKF2W>X#1P73|/%)&Q@C8O^&58?;0%WDK6G;-GS^+7Q?|8_-&C7KC60\$-
M>PQ1\$V|=FEY)Y#Q2*CY"NQ&|8(61T^5MVX|%/ZD| (OHT9|Q?B;F/\$5*>79
M=|T|0L'6C%0%3%T4D4ZM^25)|^JW5+FZ/0_G_P_1_'?*>65&?&'J4E%OF5FV16>VW;VW|JW|L|XE_M.>+ /MA
;H;X3NHQ"W MAM'.2"(5;W\$*;DI3Y|Y(&7PT@_KX^G0DQV|K;TE_!_\$'F9<3XJOC|PQM7\$R=2?L(8B3TDY
M)HK;^!N|4K|6;>J2BV9620S;Y""N&VQX(@FD79|R"0BL6)C"X;+1|L#S*9*MIN)(IO-
5@C9<8PDG&S&Y6(QN49D+/Y9"Q=@XEPD7E|6;|XBMM)7+3'<0X/+
MJNX^8000K*&R344<:I&D8R0"S#)7+C)W'H>;#&&!8X5<;EP/J7^|C.H|.:4H
MPY79J,EZO7+=+S26|N7Y|VTJE*FJK3G!..J5Y)RN|R6O|MD^|:U5THB=9"Y)V MH3\$0R8!
(5"7^8\$#;.(^4D@ERI.X^7*>2OS8'S@C9R??KQWRH_P|3D,G((+,X M;_W9F#G:X+""^/KFE"XP.<%F

&>#@YZ8;C=GJ2?O-U-*\$H0MC3E[UDE.[L[Q:Y-+=+:/5-%YCG)2LU&8I*RBWJF[H]4]7N[VWNUNN.X)QC M&
-#UXSV(X:H[!QSD\$Z\$G/&!SMW#HY"G&C=OWI/2:MKLOGHOYM!7]K;7TLE;M;JNFJN;44=""P^13JW&-1XR?
J8-P#ECG*DGBF/90JE-+*J3PN0Q.(R>-MQ8X^8YWMM-B%/9CV=L<1\$CD8/\P&"L=&3DL.L\$X1D00(Z*&5AM?
8&[H M!7@E0Q_U(F9F#Y.*<4E)*Z5DU!M UX^S7CVYK1YGWOT,*@VHKSZ.>O*M
M\$KN^JNG:-.27=*Z\$/@121M@H'+HIV[F(2J,Q#@@\$!0"-F=I8]X;89R M<'G.W?M&
#1CD'JRRK&K!23LR[7^<2!MJXD^8[L;OG)^^^(\1(X,_=)(M\$:(EY)9%8\$JQ1P/M3?=RI3<68%E8G<-
KON%*\$E3JGS!LHJYZNVFZG;NT MKJ/-9)-O6]E%UZL**ERIRVWC[KL^ETJN[LW96L@<-E'20&,+M/RD\$R)(""
M)^;8T60C'KN!&[#,1I^%/#MYXU6^&O#6G,\FH:GKFFQPQ11&280"JA^U\$6Z LE9&01ER4
(4/YH(##;D302V[;QHS08!MG# K)#U>0;L,<%F,2XV1H@R;1N-M?H'_,P/A/\3_VO-!JWJDFN=(1\$Z=?ZIXA
,3)9)/:-.GF\$A.\R7*A4,8 M9A(N\94L4^!4N)*7"W!G\$O\$4ZGL84,OQ*A)2:O4=*Z48MM.^R/ZTO@3V/-+^%?PF|\$>
M"- (MTM;32-\$M2V2;-J^LJ80#8:9X(10VLEJ-WKLJS%8X9;@A+60/M\$C!LL5C!K M_4-^*P_T7XJ_#OQH-
_-\$*!J&|> &M7\ZAF))C'JUE-9M,L<@*,\7F^8H. M,E<;ESD?XJW_5Z_8+^)/A P3[-_S?&J;U;:KN@_#_-%'QI?
W/@/Q&&C@2 MYV^5=0?9L9I'C\J)OW,>W=\$I)=5|F@#_8S|.^(=&15Z+IWB+PJ-KJNC:M
M;1WFGZA931W%MX*&+C(C\L[Z/U7)QR> M_.23VK^6+_@XH_X+"Z%^R\!\$M8^!GPMU?3M6|2|
Q1+ZSHJYJBZQ:-,_"D MMT?L2B2,(H1RQQ2-%? MB!XW72IHM/L8IKT2R3W-
M=1\$!3IN8GC9@=14S;&B202(200^<+15_B7|>O|M@L;^U#<:I9;K?B/QG|0=4B&F>&[6_N;N&Y4M;5H[47'?|
@G_~P|]+ M/4662VOCKQ;X?TKQMX|_-#;?VC8>(?\$.GVUJJ&CO

T_**UX_OIGW @E#N\A_P#L L?^&GOB02>'./M|0U/+ \$K@#\$J6&%[C K_6"O/^/2Z_ZH^FA
GDWKQ^?K7^4%_P2=D,/_!RA MX1(!);HOXF1\$,0N/-O=5C;<\$4E58X53LW@\$948(!_K#4444 %%%%'X)2|M'_W_
"AG_:SYQC30"!Z9S_Q5>F# J.N<^@ (Z&OP,_P"#(N)G|+?MKRAB!#XG M| [DV]'S-&N5#;B?O#& "0"W9B:_?+_
(.9RH_X(S_M9EF"_P#\$O'A[SC^'K/JQ MXI6NFR MQ6_OXA\$]@CQ37D>J1=A8Y)-KF;0TB KN8?M7_P.N_|!7NX^-.
'PQUWJ[C_X] M^*K6+Q\ (M!TS40"7B[Q-JZ17&N;?W3Z;I_ARSCN-KR-IME90E&WRM+O*+C M8"W[H_|!<#]@K2?
VJ/V/B+X/GL9IWQ5X T;7?&W@ "VLHK?I9J6OVNE2I#I
M8GF:/RXKEUAD*^BL|"?K;37^2GX4UOXU_L" M&VFI7EGK/A/QGX(UAI+S2 MWN9K7[7':7-S;I#>_99-D\7F))E7+
\$EU0M@\$_W,T=7571E='4.CJ0RLK_% M65AD%6!!!!P0._"P_|V\$&F6#Z?/<
M7SW!ABL4BDGE9=-.I',D9=F:1D8;O+PF6'ZF'_@M_-P3C_A_:.(GKP?I0?& MO 8/V(C).TG. \$).=XV\$
_3CQ%VET'PEI%WK_B;5K+1-&L\$|R|U+49TMK2VC M_) +RS2\$*H"ACZX!P">*S10^#CG_
(+9>)X@OB/XY_90^#VJRZ?X#|#>+;_M "\$YUC0=66ZL?J|MHE@RW3);18GBN6%R(UV5\$_.|^?60K_/X+K?|P^W
MB'PWJWP_"9NUO10\$/A'QA_-K?|B'IKR^@N[2"/3YK>V>*4V-K+F6:X<95U M8.F6|BD&W^7|_@F7^PA4A|
@H;^U1|-O#@T?70\$7@S6_&MA^0_\$D?DW)T| M3IGD;4;FIFO+J-V\H6Y+R|SO9@X5H6VL?
Z1O_!LAXF^,GBK_@DJ|)=1^MQ MKUSXC@|7^,M-V|OK|<|=R/ UB=*C|+K:B?EK\$69;[*Z\$QLAS&=FVOZ":\H^! M?
PB|_3X\ PX^#G@^""*P|_|."&A>\$M_.5M#:FYAT33K>P%Y-%;JL?VFZ|MCSIG^9F=OF9L9KU>@#|@/^/^?_*SJO?
_LA'B#_THLJ_B5_X,_'_;#|5KY(M9C;H1,R'Y5&G3*R*R[22"R-F1F5"0%3,C\$ _VU?|!/?/_)0^?M|_/9"/\$'_ M *465?Q.?
|&?,L*_M>>+XF""=)"A4L& PNF2E3D(2S@AQ%M8",LXD7RYBR@'_ M^G%1110 4444 ,DC26-
XI4#QR(T!_#>BSR3?:J9N[B|G|0W#V;2% D@7,&'MEV MC=(LA+._@_P!_ZN4):^"O#OQ|_.EX6|4;:ZH&IP-#-
;W<\$=PBMD'-B2JR-MB6)U5D;&1R/NLP(!_B8_LG_MK?M*?L)^.F3PXT|0^"K2QU;.*?Q+X;@GN;)=M3,=PADMYXV:
(&.3R_)5V|>%+O&VO:C>W=QX?TZ"PB@B;D4DH7|/)=P/) %OD)((=U(5%4LP_E8U7_@AO_M_P_#|?<
4\$@M/V?/&4T1=0SLFE#>H=4DD+OJ^4.>3Y@ "X8.K,NXT ?H!^W=_P M%M<^*OJOP>#V|6P>(_\$?
BO5M@O;BPUN#1)6 M|0A;-%OA;KNG;-I'E\$D-K|;V^@:BH2;.,M|JN%5IB%0@:!(1A,'^5'_
(B@#|30VV)#RY^'_@)"QP33Q&VU01RJC)^0_-MD[R2K)C^H7_@X%^ (5T;_P#@FC);R[NDMEUZSE|0+)-
Y*W%SJFE:HD-N, ML7D9,##K@&Y9'(-MX.ZK8QV32"PM"V/64UG=S7*L0(Y9+>?W%E33+ZMR7DB%Q:S1Q
M(YD#M'#|Z;"4K^Q;@YA^_%G|/^"56GQUQH9K6G?A%i-SXXT&VA5&UX4BL M) VYT.%CD##R|S|@IVE U?Y-
<^M>-I?|/PW>[OKH;J]OH&B::9I6^S3ZY> MPQ7;,4<GD"1H1 JK&S.H*|8QL(!_IT_P#H|=0^\$'_!|/7_\$NN:1/9ZA
M|1_&4?>M"[QN+_W|KQ^)|=VBM<(T0B67J64Q;O+CP N1 ML)4(O#1C|V0PSM|@_:!D8?&+QB?
*|UF@T^5H@F=A2P4*H4E0/-)QMPZN'"\$#> M8F%|AWR&W6<0N+F2,?)PSJ"6'EG)8-
@XWDECG=&H!8X_W_X8A;/#V77:LZ-# MV?-
)3<6XQ5V|HN|UYK;+EWU7^>);RD\RG: #5125E|JUOLTW=NZ^*JGOMHY"| M8:2'C|SL4_9&2%X VY"|1@3'?
ZB(XR:>K#Y1E>0?X3C.?)'"@9P@;CY)-5'>6G+=J24KPM|RUAVG:JWKH|NS|71SD|7TBGV09 M?9JW6AP?E/7
'3#;N#CCY?QC/(7R\X&|BFG8W79P>,CCGY/EW8(5CE2/O/G MG)
(IVXJ;UNO/76QV7HG;OLUO:^NK5UMW&DJ3R%.,\$'#G M&1E220/FYV1D3@?O!03^Z88(8A7)&*.OI?=60JLY
MRY72?79*[5_4,V5M-/E:ROT6|Z=^JTPR;|*2%R5XY_>D9PP&Q4 !P^*#D-C#8Y|-E1@|@>%D_.2.0JD'|+<@)
M^|R|M8>Q7@P!_RS_0T270UTM;|U||H|=+;Z>NZ M""D|KY=4+;C|N#C&U3D-)QCD@C)?
=DMDIYP*!@Y7!W9!&0>GOC.)) M^8.3TQ|YZN#@|9;_GH M?XONC'6A6=N5)-
W;TZ=%M9)6:M=>C6BU>B5E;TFC(Y7W8(Y&<-VWX(^89 M#(5&T=WR:7(IP<8)/ # \$CC:>#ASG#;6R-VW*
_+QG[K+TP,C)8+R?D|), M@."!F10-Q4*3(1G\$N,QEP=I.7*XSDLN&P O).4#<"&R+ELKVM0+W?|EW)6
MA#^9V;6GIM9E6>B0;7KI9JUO_G9*WF-^4XYC.&R/E)&"IQLW<+D94 EA@DB*,|9)(8(6(^8@'_Z-
L^&7JOB2NK*=H*2VW3YVW=M+O5\$#^4ZW&2@=2S(2,I9MNT.0G*I&I#LF48N,H<\$;
MXRR001DK&Q;R/"/IAFFG"QHP)'8F-2Q!!W.5;Y:6UDDGFN8I(Y(UCFVH^U M1YAVYWK M)&5VE "&-2;
M/3|0&|6|RAQMF:\$EB07&_>,@D-|SQ1Q!'A|(X\$?&U?9X;/8&O612;4ZL6JF|JU|VWDKI6=C M^L'_)K?":R^%?
|*7PWA6RBM M7|0Z:-ZQK&J(H>XEN%,ELTC*79;>11N?Y MFX+ 'BOONL/PQHUKX<|:.%H%E&
(K31M(T|3(\$50H\$=E:16RG XRWE[F=B2> M2:W*_P*)XJ|0<OYUG5:4Y3S+;L7BESR/?
B'8W4EH>F6|@MA+ \$"TJR3ZG9P.T8'.X++U!!7.19VD\7? W_5J MCM8HH_\$=JF-Q-*MO*C&VE;"QPJ)L@%
<;RGV_1%O|XO16?@7P M%|&+*Y5KCQ3J|JUXAMT,9EM|,CMXKJSGD5FW*CW^M@-M*G*X.OVS^_|;>&W2
M^M2PS&T)WS%1B+;&!'&WWSY4C*6^4|I6^X&P|?Z_1V|N'N;/#V&>|1X?FK
MYMCL7+|T5|F'H3C2A+FDK)3JGSQ:WC_ CGQH88&OS4L)"HYR4TJU)54KV<4E*-M91 M?*FN56JMS&5)*
@^7N9CU95|HACCE^T1J4)BV M8PHW\$A0DA."X;.,19("L""#PQJQQO=2SW\$R2*HD%O&/F&TQYD|JUR/WC*Q5P
M&)!S*,A?TOASP;FLKZO:|LM=Z|>GP+<1W;8=YG)'22 M/(S%,D-(1B0("0VTB3&{;FM98_,#
MHOSJ|/"JH'.2K*\$I53SDJY R<;V91R,ADDL|6AF,91?LXJ#;V;2L|135TEMFN?"J3J3<M|JU6L4FM*CY|E913;M&
|:6VEM5;5-CGC+RJ%0-&D3/R?F|9HUY.")."1EL1G M*,"N=K|0:3 7<&A1B58-OE!?'*C&5|LNW69)(^<
M|S&42C:L@C'F(@WY)8, M)D3(RP/.THQ0+Y657!*C,4CO""NU&DE651(N-%&'W%@RB,AO*+8*X_>,2
M0P|E5ITX*E4BE)QBH2ZRG%ZIST5.M.I",%"48OV3DEK+F?- M;.>LEJ|K|6FY8&M@LBN(T+_"0EHV4@H'8D#
'E\$9;J>7W%263|HPS%<(P"J5)4.;4^53J|%7W22'G: 0 XD)+#Y_X0B@@*MP;)-4'\$DSB1VE5=FX%6&3@J%"D#A20?
O,=N|)WC(K.T:\$8587DFE)K6|NW;|: M7FVW:WVE3W|XD^7&(U@4<-M@?>4H/F4-

C)R&ER04QNY9LXYZ_>QCC/_/7.5!0=j7M)5+SDDK/W_=NF_=YM&M7>S6KLT^5R6!1NK-
+DU@K>STV@FK;/1/56^Y!-,_%N Q&TD AL@MW'(8^M)9@3U^0@9HW#[P"]#P58+@<)>S_JQW4?-N.Y&*TO0!1DJ\$
ZG:%!XZ!->%,MKN)4YZTO.[&UL9]&R%Z\$FNJ:5^355+*FTW>VEM;?GH=+/M?
3ITTTZZ;6MUZ=T)"@MQGG\VDL2/0-9\PKJ\$@*J8S^JW4<+C'+<8Z^IVY/7 MKYF3A@>F: 68MDOC:1G@
C.YA_>V9^:7?G8?G3T(DD\$&4ZCCIE<)>O/E!>MO 2S;</EY. M<>(E:"V\H*:4C;*R#<
N5!8D(8!<@<8\$@R06^(VM@PR X\$L M\X\I[V."0?F(_(RG)#Y&#R!@J6D;T!^8948/"@*21D\ND8SRS*2^1EP,E-MQ
M;BE>SG^W+/E23E%>T>NNMMDXMQ::W6M];*ZC90\#M59W\BAXQ(?,\LA!-M18LAP#E7YF8@%0,(G8-JA"1N8G;%
8I\$!Q%7>@/E\$DEE##: 0@*S#8\$Q\H4 M;S<#)5BSJX?B3:I&W:"RG)8?;6X11\@SN?IS"FH TD8M""NOF>;Y^,K@QO]
MS8P^57(+Y\[@&1!&#A2H2EAN=)-IPVTM&S<4MFV\;W2\UH@PZ:E6G%-N*YN
M9RM*S@>*NM;J*LTURI+=D\DV\QRX4SO:H=U'/(GQO:(>:JHQ(SM
M(-T&OYN+6RG\07]GI6G6\D^K:G<1VNGV442M+_"VU^\$/[/PV*0VKV=W)X>T[6=7@D_\$L>KZM86D\DH4*Z2C:
MRXRI!4\@FOX\^FKQ>LJX*RCA"E4C'\$YWB:>(Q%-).4\AVYRE>ZDH\|8:M.+MY\>9_4?T7.&GC_Q'\$XIPRVE-
+SBOXM9>S@HIZINW,FKVY;\NY]-4445_ETM?WR%%%%%%%%!1110-4444-%%%%%%%%!1110-4444-%%%%%%%%!1110-5^:?!P40-
-"=M?PF_-;Z^"&O>%/%%?A'2=7!>:7IM\X#U:12-9-.UB>-(QO)&& 71%!9C\$SL521 MP_-2RB@#_-;X*%_!\$O_-(Y_L(?
%7Q+X.+5V;WGV;7-06VFTR194:WEOKD6R MQM;D *L!B6,N%:0NPP,JM?G?#X5^(0\$OF:3XC/HJHW79PQ^52
LO4.5(/0-M-E6]?[GOQ)_9C^WQ?U ZK\2\AGX9\67*JO_P#,>*6:XA@1Y?-E"QKOE92%/R#!5V;>3_I M9_+!"C_
((1^%-V_,"%A\3_-(J^%M USXOP:C8:MX7U=5M\U\W\MYB2S&4 MHXE-O)&CC"
!%RG!4_O\X->_8@_93*ZGI^L:#!\$O!:FZGI=PEU87EOJH\;31 M\Q/(K!P8L)Y9W;AL3YB5KZI55151-%1%"JHZ*JC"@>P
% #AQP!@#>=J*M** (+I2UK2+A=Z\M96D.1:67*1L 17^F!7E>D_+X4Z%XC3Q;H/@;0 M;Q'"=7-
+FK06@6\6\N+W+S7"R9XD.2 <8)-QW4>J4444-%%%%%%%%'XJ_P#!MPC_-^+G_!+J?X>^\$637?
\$%AX:CTU&QS+.^(&Z8E3RR^7\$R\$ @Y=0"&M*Y-&3_@T1_9B\<LY>&-VN;?QG%Y#^)-?!\$W5DHRN^.UTZZB8-
P=R@.K*I8D M;"6*EO_+*O\$7A00_-%ND7>@^(J,M=7TB^55NK")JCL\$P1@Z;E/=74\$!#D\$ M@X?
@WX;-!OAZEY'X+;Z7X=34#&UXNFP" 7!A7;'Y@!QA!G;IN:IC!VJ M%%%%%%%%
"\$!@58!E8\$,I&001@(@@!\$<\$'@BOY9/^"WO_07\(?ME>#+WQW^S_X3 M\Z\79;O4-
2UW5Y%MK5KBR51>.%+G<^24#C:KLQ4?U.4C*5E895@_M5\J01@C\CO!_A-?&;JG+XK_WX@^)?
AWJNDZPUYX\TRXELO.6"2XL+J: MW CF/(>?F1B!@8SM<,*J\A3XC#&=+1C)\CS7.20"Q_TG:"V!S@\$H7^X
M_XE_8>_92!7:M>:IX@^"7@C4=6OYY+FI09\+C>;>>63S9)9MV2\FZ1NO>1VM0(OSLO_3S_8UE>)C\!/\JB*99E1-
+C",5W81PRU+4WUJ9X(IM/%RAND1\CD+H MKHP09>0)'DC>1_JI_P#!.+_@G%\&OV#_
(3>&=&!)^#='TGX@S^'=/M?&.KV M<4+--:1\$D@N)\$F0,6+>85#\MRHS(2JL.M^\$/!"6D
M:#=W2JD\Q8V_ERR(B&-5+9/1BO &XL;6:~O):!% D^17L&GV<9=B!NFN\F&)1ZM70_@@\$<@C(M({@}#0
C(KC#JKCT90PY!0@CH2/H2.AJ!):GK;6YPK&%;- M20PQG=#\$C8(W)&BG!2.J<\$!D=S4M% %FW_!X7!0AX7_
90ASPS97H M@U;Q+132;>UUB.ZY!0.DAE*%&;- 9(RG?<(G!EQ!)K_2/@1>_M_C\!C30%~L#PG%
("S7.@:LLSJ^#N!"Y0X/R_!4N?&VEVT\SGV/Q);J=-9X\Q(YGDCG6W="&F(V0^MYLY-IN_XGOV;KWJFS_@F!V-
%U*WGB0?GB77?B-YES#)%)_9^*%L\VT9&D MCC9X%5W\$9Y=WF8."*/Z"Z***"BBB@#R/X]?
#;PG!7_@U!20A0XYTVWU?P MKXL\Z\HFKZ?<C-M<0/T\HYPPQVQ3)'-HW9C&:_QMOV+?V;/_!5' MPW\
(O"UM"JH7\2VLZC+;N4BB'ASP;12)Y;J(*XV\SL;4#8/FV*516; K_6<M_P""J7\4'9\OPUH&@_-%#6\;N7MG>PT
MK7_&JWFLZ1'-(P94G2Y4BW4R^*X'(E& 0#_3]T?2\0]TW1M;MTM=/TNRMK M^RMHQB."VM84AAB0?W41
!P\6E110-4444-%%%%%%%%!1110-4444-%%%%%%%%!11 M10-4444-%%%%%%%%!1110-4444-%%%%%%%%!1110-4444-%%%%%%%%!1110-
4444-%%%%%%%%M !1110-4444-%%%%%%%%!1110-4444-%%%%%%%%!1110-4444-%%%%%%%%!1110-4444-M%%%%%%%%~%?{0\$ER?C-
XQ9E\WKIOV@%@\WPLB8A\N#Y;#+2.N AZ!SM)\FA:0+ M"60+)AB?
F&Q6SAKV6MWI;:UEO_CUF\D\PJ)V4W*+YFK6> MZMJ_ =^TOM+F;U3N*S2>=.%'RYC\HC)X(;S"
PZ9R,%0T>U@VYE J48)48^W> M\A.0 !W/W =I#D'\$AL(0H&&(XU#?;%C#!5&XE_,-/FSPY(WS=-JDF#@C
M.??;W(SC^1.1.>0;#-
N/RU\LHVFFVFKRNUHY6M\HWD\K6\44^KE.&SA64#^J\U(Z@J&!#=#0P0,'MP:3;JVW,^5A;=H\HZ@9.23DCJ2!GRT4\^;
[M]6ULP!(4DA0><88-ME=H!Q@G#;<1_0*WR.2;\$!SM! 5FZX)(Y&.#P6\XQM'+9\S\F#2C.18.01_=
M#8SC!"\$9).TC83\PSNP"V3WS\N"787@KC81L&X!6B3EK:%[QLTU? MVJ]
[NTEJ M+;J"W?;73HOATO=/LFK\UU>JP;^(#)QGYCT/WON\X+8WE>5A MJOE!%-
QC9P,Y.07(Y"GN;OEW%2/J:5R!N&:7\NXDDC(_@QC.Q1]T%@@(Z'-(MZG.UCM,X!:[HF.0,9P,=N2,'RLEQEF-
"N]&FN>_57AR.[U=[N?6RL\RWO-M<_%6EKJ\;6UWMK_P=1"2 H PV\()%%C@'CE=X\&W"YP6W8PA/S*!@#&,[C
MG&>Q;H@_YZ+P;(8XXI5\;P;X'(&-H;N3WPK=<[F]\$@ZGM28.W&2"1@YI8S(0J.FS="9-S\$LD!>TPC)(.6
M.TR*J;26B*C+D>%I C*QQ\YCR84 D\$?(%D)&_Y@!"\$S\$18V."N!4W\R5)_F*MF.;&)E*84G\IR*GC:=QX!
(;!*MNP%*3B^9ZJ4FG9N\3JWM>*N]+*W6TE;E M.-!+G2FZJUI. NMMJ-EHK7LEY;WM>U42,(X)X4.T0#)NQF8Y;8-
S#;JN5;-^!>[L"13 M;0L+3%Y&X;K49WN6*@_9;AMP&<*5W?N#_-,\$3_@O+XB^)/C7XV:A8R#2=M*TZ#2M
O'658Y;ZWKNWE\MB%C=TA)#<%CER24R*_#>_COKV&*WWR2-.#%;MH\DD9!#0A=WSM(58!
#YR;4'(J<_P\J!_!>?X4VGPL_96^&UO%:1VE\XFTB M'Q?QBW,\$PFU4&<)<*S_F*K*#L5V9VA\$^9:_D'Z7G&O^K7
\$!@PJ+=+125X MX&T9+VD<(H<^<(J62;2G2BZXVTJ;./Z*^C;PL\XMGF=:DIX;)UJW\YSV4EP8"LVH^?<
&7C&ZEEGE\3^*=4UM6F)>5K>_N&FBC+Y(DR 7PGED85<UB-\$4#?;15 M?+P1G.#YG;8\$KQD?+V#A QW?
+_NAX8<T>\$^!N&LBITVU@*2=KN]T MTG9(9C*E"\$&CEFC(&!)!/&?"GZ\$";LDN5B@7.J;HF=T(SN+_ '@P7(&1
M'.Q/NS#.[<^,(FYRG)-6;6WX\NG6UT MM%I>UI:6 <(.88\8^!@f6.2C (HSI%N-U9M?P\]&G%?
O)>2Z;JKZMH<=/LK5V\Y=]+6M);W MTU\ZV4,5*LJJQ!#JKD\0Q9.XQP/O=N*,A\J>6^&WDX&W<&D8&0.=LCD
+3N1C)RIW KL!4*=IY M;#"G^+;5!/M):7=DDDCY1GG..@SJ\98#33HM[:/5W3;U)2YI-Z:Z7M\JTC\K:R5]=[
M674CA!"DMCYF+,I+%EO D! MX.1@N].3@\$Y&S_991D=, D=,\$YDSM I#\VW!(9AC9CH2^X(YXRP48\$1"NA
M(-.SCMS>ZE&*3U;E;K;RY.FNEM7N3"*BK.VTULGVM>R6K?OIVO=N^KL(I^09 M&&QR=Q)WC8&T_NW/(I_AIR
M,*X!+=0#D8;?D;^#C.5I>0X)/ 7!^08Z\$@E>KLJUIY^>W_@H:??INM\JJKW;?J(<1>,9QG!;01\WIDJ>/E7!WCYV!
M4TIP.1C)(S\X\D?<@>@2-9.\$/> QR8QR>,C&.>2_-USD%?;XVDF;K@-T M+N&<^N5R!GG:#R!N55)HEL6(7Y6-
&KVO^FNM&O<4!^U_MZZZW7/WL'3=;=M M\I+M9:6MMU5@/RJE898^Y\O&0&)7+J.Z-VVC\Q!^?N"54;
MR!C9MVJK98!^:3IP3_\$P&5QR^X03DXY,63Y(RRDX(J*3?L7+;6!1F.T%CMR MS(6^WF8^EU^S!"/3(YVU?
FC=WO\K47%Q7(HMM2L\JVU^AMIF)OLM>[^W
MNJO;9WV6O@(@_P"!\P!H;9F3:&A\$C!3S@69C)2^=Y!C@*4=L@0EM@W9W\;P;?MH3E&-XY235E"
M%WVM:Z6^G+H8UG.#C363BU\=-L5?9MN/+HKMS3;<5VU2O<^SO^">7PJN?BO^MUS\H;:S>^L_!U^_B362K.
(;^?STNF8S\$9Y*=-RDJB;@8?F!>O\78T6*-(D4 M^D.*B*HP%50%4_#@_5^!>
_!\$7X))HG@SQ_P#%_5+9&U#Q#KHMM%N7@9)4
MTR6S4R)"S,V823\Q7JY;YV!)/WU_CW]SC9\7>*,PM.HJN%X;P\K)KNZ?*TO:0BFDMI7U\A_2'Z/"O^KO
>&Q56GR8K.IK%SO%*2H0CR4DW-MYR\HVK+H^NA1117\SG[R%%%%%%%%!1110-4444-%%%%%%%%!1110-4444-%%%%%%%%!11

M10-4444-%%%-%1110-4444-%%%-%1110-4444-%%%-%1110-4444-%%%-%M-1110-4444-%%%-%1110-4444-%
RB?|2?-1076-V50@#X^\$_@35(+?QA-M0-9L_-%#6QCC:Y_-A>OZ%K-AM,L4F\$?R9&<1Y+0NXVR?J_9W_1_-P""
MOWP^_-S^!|@/1_-GC7P_-#|?=(#@_X2/0(Y|"REB>ULXS+!+!&MK'%)\$L;=\$) M8D1|FD5PORW_-'+W_!++Q?
^WG|)OA_14_AYJ6D-MUC9W-C#\$T=S"RLAL|A,D218U*!02WR_YH7P>^/?Q_+V_-B#/K|@/70\$OPZ-M|46EU*1?
+8AJA\$,%#MFC,F\$%_~Z<#GD-4ATW2M6|1W^J(1+<3S6|NTTDSV\$&|N6-MDF5I_Y*~#~CSPY8>C;/Q|X7LTO;9+G|
(=-T*T|&^%|)10_->MJC@5H=EMH(="MDMY6|F|_4Y+5'3:5*~QP>?F#|N3_@JA|_?V*_C>,M9U?
M20%_-[N=Q9Z1|]N67R\$C<@R(LZ?_)D-9MJQE65BTA|L?YR?|P6Y_X+7^,^M@HQ|0)O"?
PHUCQ%X<^#I:996>I^"FO4EL|S4-*N'EAD;;96V|;T?)Y+,TD;NS'YBS\$M|Q-?P"?|&FW_!_,^|3?%GQ#^V|)|6/#L
M4_AKP-IS:-X7TC7M,FC=?\$|^-.U;3-8L/D6'S+;!Y"\$MV6,J_SMO(D_T5*M"BBOGC|K|JH70/V4/V*,-j0V/?"+P?
=^+M5LH|?(ENK6UN+;W;,MY0(3&XW8|&"2_*Z'HK|_MS>M%_!|_7A3|DOPCXC^T^Y^C^CQ|)(WC|P|EU
US9^~#K00(|JTGBEB7=,KRSS1%5M&PE&)+_9QV_9U?LY:W|-?V3?B|_|4P-|@ON9C_#^U9|_B|_P4F_|DU'Q=?
7NK^(|OXA^_-M%MO"UO@HK.#*)|AQ*^|JY(&?_M'N|M0#|_HHHH **** "BBB@_HHHH **** "BBB@_HHHH ****
"BBB@_HHHH M **** "BBB@_HHHH **** "BBB@_HHHH **** "BBB@_HHHH **** "BBB@_MHHHHI **** "BBB@
HHHH **** "BBB@_HHHH **** "BBB@_#^"G|H"-7^,GB-M|OM+;C9#IX1BK+YJ+T0^:QA
&A=0*#6(5OFRG%>|Q1K&RW?FEHS;)&"9"P^6-M0\$O@DD|V8JY+!6&"O|O.WV|JH\$6@^,OB^YMKQ:6L2-
C:P58BP"D8").S|9DQAU8&O|_P#A=T_!7L|9 MS;=#^T4U%62IQZ122?+TV={Z^/F<1_X4:D)R?
+S|J5M97U;,>Z;=K+1)WM9-MMHE|MB|LK-(\$E|L@_X8IM1MN0-<|F8#(QN*.\$V|6(E((P8)4%?E)')DPI&/D.0<_+
MT7C|V=-.WO)*RD|>^E#V:~71|,*STWLSQ7?VC3=|*~3-M5M8IOE:3>FEK=|)O=L7H23TVC|W9XY!&T#|G"
+G@|EQW|Q^4Y(Q|R;L<@<M=<_@Y23D0CY6R:3|)VXY(/_!R&#M).5|W|XR<&?)YDYHX(QP0"#TR-00@+MO^6?
7<#|S=6.32|6Y;ZV|JZU-H.WD_G9M.|%JK)>J2UZ_-NEG9671+JF"O=ML'=C)&|C|.T<~NV>7R#R,87'RL,G#06|DO(
4EB?F-PR9CP?XNC;,%|Q3-MM=0\$*L;C*|0<_+W|C|(X|SGD|)\$!?!IUYHXR|.W(4D_+A2",X|0B,\$C*#@_A
MB2O?~!0^%+@(|V|YBRN|O#|QP",@1|!R;S22E6ZY;)|W_-+I6?_ZW^3PH<6_-M|Z6N|J;3K_FVUU%|(SD_L#|G_-TYX/&
|JLJ5^?~<2(5PC@_#A428R1C(VY?;T M2;,\$=@E|2K%6%_!T-(WH-3PH(YSV7YCU;D\$GY11@*~C_GG(|Z("M
>^3CR2?F_AE^4C|965VK|X|JZ+2F^|3TU5KZ7NFPN|)KZ+M^N|JNNENS0?Y-MZ(>>NW:S6BUM-VJOU7YN-
W*)O)RLF2J|OO-MX^|LSA1QPP8A7Y^;GEYC\$3*B.S1L(SOWJ24.2ZH"HH61'AD-M|V>8H0P!@2QD#A|?(2,YC#\$H
%)_8-N:JQ"+!P9\$P8BH8LJ|=|N=S\$.V#A|MX:50W<*~JB7)",7^|JHG*+=TVU!R=
|+HG9N.|05/%2E|9N<4J481C&5VJ9|K-M3UTO=;_#&S>FEV2@2)+Y<-@L-QR8Q(O\$@S@_D@C>*1T,7F|5
M9(@7W|_R2,X94N:RLHR6^BW4M;=-7L:M56IQ;3C&I%*Z&TLK&WBM;6VMXUBA@AA0(D<4:~41%P-H-K|)/^"
M_P"SQ?%\$%DY(I)Y8Y_-M"O|&_Z2_'T^_-\$C;="M&KEN12>787DDY0E5IVC7G?
FE|N+BJ2<4KM2E3Q^:4UB*ZJ1Y9PI-N5.+T4O>0SMOXERO7=E%%%?SP?M
M@5^20_!87XX67PR_9AU+PE:7X3Q/X^O|+2K;3HIY(|B71H6MM1N3Y;)|N@C,MJ*ZEOF)-VG@U^M5?R7?|E?
BA'XZ_-@TGP+!>)|GPTZT272=0A56;-/5-26Q-MU*\$J0)AG&+TNO9X.K3|F-MI735G6J4|WLN5-WT/R?QIXC7#G
6:55+EK9@EEU%|UHRE4L|W3|G"25NY^2-M>FVL<%K8"&Z>;&|/|^+DLD8WPKE0A,6W+
<|9|B\$N":TT+11+<27"EV+|J MQ(D;(|R0?EY|M<'9SO_.!4>GVT?M?Q+M"CRY+?~C)9Y#NP,*0&Z@\$YR-N
M\$#@4D08(93C~|Y=Q-O-1+~=-I_-&DH.*HJG64>6E-PIN|N9122_ML|GLW-B|FS_+ZKB)5)U/;>J|*3DG:|3?-?
6S:O)M:ZJ6TQZC;D98Y<|I^&#;M<|B>+!QME)(B|V\$X*)O)SCDDY?T?>>J0'
MVMWW5MM.KM=-:9|JGOKHUJX|_15OW7NZZ.S=[Z]-5<+^?5=K-M/5*VFR3V=FVK)A@""Y)
:=QA/_F|R6!&,@|DD#KS2X)P|O&'7.VYQC-9O-M4\$##=-B"B-|YY_V>"6P.GS;B|P#T|S'.3E-F3P_-A5Y
0%F|SCVQN&1G;C-M*G/S;OYZ4N|DT|N9J3=H_+|M|+|.5EKZ=-&+IWO_-NWZ7WW|EO9=#;TVE@H
MR#M8@8|S@_Y*KGEH|X|QLP-ISM)!_03/R?;1C*C.58@(-.5(#D;5((!G-M4%LY,Y.\$),DE<>4?X22^~7!HM-\$8P/EX
&AVE1_M*3^JQOSA<(5|J|K-MMJ<_>=0:~)1<~GV:~Z_S7Z6.E|)V5NFJY4|W71=^E^VC7?)G|XY;YL6DY;(W
M|CK)|V09"|@@"CD").0%&Y_EV@!|JX4<~"1O'RY)&:0|,%?D&>=N>2H^8-RHY(H(W+M(|/0@C)Y_A8?
=+D9VD#:%_P|H-4=|K|Q|M)O|>VLT-M|V6W2X;/LN[200^|>|N572W|FGUTN|UW&-SZV6NU|>=G=W
MTOHJKB8P|48SMXY(R-Q(R_E,D8C'S*1YF-O%+VVC<#C'~Y;)|3!&X<98#EU^M^N%|X_6_+@'_7@#T(R-O1NH?
&0R|/M;|S|M4&"H-8@H|@><|JFYSG-M:0,CDRL/EW;|J|M|L:>MUOI9Z70;76R|J2^JLO>=GU7&<'D;7|
<<@<@|3SM8#|TAXP6)SFF2-MY905.-H!|0@J'=R|Y",208QEB3O-P1AXVC(-3Y^3@'E>-I)|)3@"+^/C\$IV
M<@2/9G%|,%6&2^&WG-6-SNX^|0V%X7/2IE=-ZI/64M;M2BE;391Y=6^S=j0-MY>92OF)_\$_NUF4D-
H#;0,;W:DMG-M'4>-!>J>|/A?P3H4UUJ'B'6+~PVQAZ6D|H"%>W|.P2VBG.|2"/EVEE
M8"N4BFCE\$CJ5^5I4.X\$|6C)\$A-S_*O-RPY922^&U-N/#KABMQ,Q3E>1T8N-M='ZU3K5TE>453:FW-V?
+&RGSN2MNMS^DC|EOX.6GP&^!P^&EL5EFT#0K2&-M^NQ&J27=XZ>;+++MY+ N47>2P50"2I^I-
ZWZR=ET5D?ZLY?@J.78""8##QY:~#P-M|+~TU9+W:4%!-V27-*W-)VUDV|V%||%<1V|1110-4444-%%%-%1110-
4444-M-%%%-%1110-4444-%%%-%1110-4444-%%%-%1110-4444-%%%-%1110-M4444-%%%-%1110-4444-%%%-%
1110-4444-%%%-%2_L+~+5;*ZTW4K2WO|_M"|@DMKRSNX4GMKFW4I)#-#(K))&ZDAE92#7|5?-7\$-P""#66?
|8G|4.B2)HFG_-GXBVUO-M-T%LL4-BW7T3;&L:8'EZDJ_-.!A>2,@FO|HO|_J_8?^!7|7WA&Y|_%;P-M^+BPN;;
|*TEA':VWEXD4#>UO)AE25U1L':IQM8-?CY=?|!KY-P3@E8/%X-M4UE2TQD?-W8+M!_9/&-MCOX@7VHSBUL|+O|
Q|J|~)7E|DK|LN|1FA99_@55|MQDA-S/G|U/^"5'_!O-M7^TO^TK|D:E8:XVM:I9QR6E|Z;\$=3|AX|A6\$J7/DPVW-MD;)?
OXD57";|D?@Y_P|J_+!WX*>_J|?^%?"NJ_VSHEU;W=|HDT^6(S6-MSF6-V4Z?QAR"\$|!7|JMV%_<-P
/>%)|!~Z98Z3H6F6MC~?;QVT-B@B64I&-M@CW22HBL|C@?Y^|2>N-#R|JGSX#>|OV=/AKH?
PY|+~I6DV.F6T27DVf: M?~V|HW448B^

!WJ1N!YY"]' (4H0553_-'^2IP#C QQ\QQU M4CD\A\!V;YE; 9L<%(IR5DY:JT&^7>;4>65VK)1_>B!//KL^K;V>W?
> 2_1 M-(B:5E;-!PYD!PH(3:N D!B0F?OXY#AF3(^\QKGS+G;YA!9A&98UC<;4*
M9&Y''@%1MV;V<.-\H.!\\$<9Q,ZO)R32NZ4IQ\!VY12E>.\KDFUI=!/>WF\G"-2A* M\$7:4H0460;6322TEMHHY*WRELLX-
Q(!5E1TO-*!M/+&Y66431+;ZF6-&!B15*[6V'.7C\!P9K\|=|=-.!\#P M'X<9MF\ZBIXO%82>"P\$.>U2IC*!?
W-.R7,_>5Y25FH-MM\K;_3_"A"<7<3 MY=EME\7HU:5?%Z+EI8>+/+.%K#P3X0\.^\$J+@CM M\#0=*M-
/MX(D6...88QN5(T 5%\PN0H&!GN>3U5%?XFUJU3\$5JN(K2K M4K59RU*_->M37%SJ6J^(+LO/=7GF\$-U;V\!C-
EBQCA6-\$ M8DJJ8#;R/Z4_P#@M9\;U\+? K30A)I%TJ:\XZUNSEN!\J30V.F+)=NA02*M_P"J3#;64QE'')+
(%K^8.&)-WG"JLAMWC8\!C^!+!+!@+,\$MPV_2TM-*/H\G!*?2 M>X06-SG#<*X>JYTL#2H;L(-VOD_?
D^UX0Y8^!HS76BO>>1C*(Q&4A?8XR M%=3\!S)NYV;M;.7QM8<^9C&T\$023\$T8)^5-H"GC(!W;I8J 03N*!E&\$;+Q
MN4DLJKN4+M#%?E.-I+89_F&&C((A\HK;RI\W?!\LHN//1/27W;)75A\:==-O56=FNG MXM_-WS;<'HH8D*
.%);TSN";03&2?N@_-;XGAR5(%
M"=KV>E\N7:GU@W:RV>ZNM\|=1==O7NW=7MHK/RZ+JJP!R=N&VA5!..!MVYR0!N MW%%^J\!M)4L<2-CHJ
EB1B3(=>0 M\J%IT\$5B0V&8@;SCCDMD<8 # \!6/+JP")*9&S?M8_(-MHZ@?%/N9R5VK_P
!CU\Q&^!R'\$X(X');XD=-A..K?PAN%SP)!NR5^!&"6PI;# @&EZ\$C VX&""0-!EN0BG\60\Y)\$A(-PG//;C"7KG\O12
!A,@MG M\W\!D#3Z-IOW4U'EM/\!4NKL U=W^=[Q%Y=K72?33K9\;^CV33;%)(!/RR<8!6 MQU^8-'
RG7S57)&=HHR04 SR7Z8YR;'<& M;L5 V\>R@_-*LA^93\KG%*[?7=<JN77V=HWC=>?;R0;J_P'!IK>5U\^GK;7 M?
J@).1\X^5L<^55B'_B\$>X\$RALX.98\PR<.-=PP>"G4=-O#//D?ZK'W\DL M0012\!N."1\!V\!D R?=@JQAC
ME01W>FLK+>I/EVUO&JVM\W>ZL&C\K1=-?!\@:KK=J^R\!#EW.#M#Y#;Q YY*MX.<
CS#G;^1AONC!;#DLD<8+I\HQ CYQ&@/+5F)R(AC)#M\K#"[3:AD% MO,D@&16VE@1V(<5^T>6ZZM;-
L<;5;&R6225VCT2-43=J!NA.%^T1A2&=Q&Y\$97&;12/F"C^T_- MG3\#K7X)?
LT^!J.>TBBUO7=,BU;5\!E(&AEN#=2375NLHDCCES\$ER5.\\$%BS* M<^_F.X)_L_:K^T)^T'H\AY\!7S?
#^A"X@UK6=14;8A@F\$4GFN(W\!W;PJ\ MF+G<\$=CP5_M1TG3H-(T03M*M5^V^FV5K8PA5"CR\6\!(\$U> 2J_G'(E#;
<9D_!&7UE*.\$S#;(TY723B_84Y*H^)\N=GJ_9QDDDD\+^W?HQ\!\$5,M)2Q_>^
H.\$JS>'P,I)^*C52<=+M*\$K7OJY>5EH4445_1_7X4444 %%%% !1 M110 4444 %%%% !1110 4444 %%%% !1110
4444 %%%% !1110 4444 %%%% M% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !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 %%%% !%?027(^,?C5%D^NL.G).!O=H-BOV<^!7&T\$E(M_F*?/+N(8>1*MS):Q1B16N70*Y5-/
(.X\!>7P0V\!N\80\!L<^/7OV@(B/C M/XQ83\$>2FFQEP\ 2EK-663.JU9HCM\!8@ \$D@-@^0)&583B;;?D";S<*Q1L
M%P#C.2Q\!(.JSAER_1W;\! M'O..7^TIR^))\!KC?3G3NWM9KI?32ZV)F5A&B@Y8*BL ;MHY.;<9.=I4GSB
M""1C)=R5(OYW"RY)&2_P"TF6\!VSEB#4;(2\!A8\!9=C+N+\$A>1W 4AR=QV; M-9.JM=J4^;7YMH)PN%QG^%N@7J-
XY7B\$ MC802K;L\$YL\$;"3@8XQG(-AQV4<@&\$E);'<<!\O<J#T.5QP@^!\MY^8E<J3
M&#R2/G45DEJH6\O;FTTNM=1+=?R=[7 M8M_2LJ5=-;+1B;#CY".PQ@GN/FSZ<L\!MEMU)#"%R;.\$C+C.
<8QCHIP0HP2W)+,0<;N=AC XR.XR=Q^ELC.;KTP@(-.M);*(I>=FKI/?X>5QY5H_MK5MWON0)W=NRU226Z?+?
5:Z\;)\7;7\!W*0<@ MC^YD D<87.^!X1L;N<@ L#.;!P?;@8+\$<Y\F?PC\$?W:""1MYSCGYL]=/GMS/25E^ M\T=UY*
!=GJK\KHE;_@?#VWW75W:N M+W?F8\!KPI1N0H?0\$G)*X^4;>QW;MQ M-
"Y"#9W.!A.XY.!G^Z.5\Q#J\!G@*P;Y@;ACMS\^9\^L9R!%PC;"9\YCE>6SP&57D1RHF"!\F\!E\$1D?
(4\2RLQP%""C#12 M*DDA4;620MYK;F7S&8QD*HV9R_.TD2(!4E54NY:G)1A3A)N4KP=EV3<+O1
M05/1=AY;V85/WJLJQC*24VL#QEN 0^Y^!\S M\COQY1PBYQP>:TA!9BTL17<;83
)*=L#;PS@+@_*V/WG%;9&LXS=!\VF:%A. M%6#;R^:H(15)QA5!W+C\8-I=LF8LK #+
(TL2R<N;Y=T>Y6&3@X^ZK8Q\$PRX M(QF:)2H5;34TI4U^!G*7X^S2DY--ZZG&G4)VWN&PL M8V*0R,P\$95F)!%?
W(L_?"G3\@K\(-!GP\TRUCM\!\TBT.I)J\!V369\>%M4 MGSU8RW:N=Q)+#)K\50^_!_+=LNBZ_!>?
&NCD.FNHG0?"MOJ\$&XB"UB2<;Y M9O(N=LT=R85D510.V\!(=J_T'U_DC\)*?
Q0J<9<8U>!"I9SF\$/%+H0J4V\!94LU&:M.A:R<=>:RT-VN1;2OJ,ZGRU@IDF4XG/6\$#V6MD\21\ZR\|
<!\#YBJ*K_!RQW"Q.N_DRPL+&^(")PV.3G^ V@SD%8 MSC\+J4U/4=7U*
!U"ZEFDOJ>NY\4N+EI&9MUU*JU(7)\;_G,&0.)02^U2A?#
M81+&TCR2L_F;%3<=K*/+LB\JC,NZ7DDI@;7!090U_NEX=<(X;@A^)\@PZ@E M@2N,X-?9*GLI2D\!MN7-
K97NN679+J0.H\;_XB3G6BZ>D(I7ZO-/&RVN\!VLO==E_P.KOKR\;6U=K=MEINNDOW4Y%&CK #* MXVD\!G
P1CE#D@DE21T0C/&>@!\SGC@=2O7'3Y>.P'.J>\!9)K>|-.G10JD";T\!=W^E_+YV=WL#(
MSD@G+XPOOGD'.3CEB3^Z^HR=H3YMF"O#\$*#RR\!DGYSE>"!Q:N&?N\#D*6NE\K\!\!Q'4Y/0%<B1WY&J?+
RQ W#Y M@ASM4C'3GKZCC=U;G.9>J\Q_ =QE<\$;CDD=;L\!CDG=D;FQD&7A9%)_ -G" M!;6/4\=;9 RJXX4<
J\!WW>3DT-735VDTH\!WY8J-U.JU;S?E9/5HE*V^EGY M\!VZM^%O?
HQ3N\!8SD9W)\OH>;Y&T\$@J#@JIP"%G)/UQDA1@0 MGYE.;\$ CW7 ST^4<=^@!N3^X^8/_"
@!\&R<N<#MCDDDC)YPV<L M\!6;;LVE))Q<;6U=FN;=WW;O8;O;HF\=^KCZQTNK=(JFM&88GC)!K@ @C)^?EF
I04-M;*Y)X&XX\!X^=6/M!55!;2 TCQNQC49 21\!S\!J0 I5F7J6?@-C81@!BPVU;+3;0%[[ZWUOT';6C;8?NA
441Y;G\!4D7=!\!3T*XR N>;;=O=N6W7<7WC=;KO MS&2QR2H8H\$()J.H;(A"COOR:V7YK2RC=WU-
%.52\$!&03>U\J;+NV\!J\+73^R\!W9#<^=Y\$@A(Q M;*[XU\!8(##")ZB";1;GZ@)
(O\!WA73IM;U6Z\!L2V4MU93VK0Z;J2-\$K7*2_*QGY4Y>[HEFTYR5URI7;NGL;3Z/A^A\!\$4Y_
MEF48;+=3&8N%&R4FU%6E=RMI&3T3N\!O\!W^ZO-!(3\!FFX^\$7P)C^(?BFRB7QC M\!0Y\!S4+>\!V\!91X;NKA9;2)N-
P9Y8=S_WMJMDHR?KU61H&AZ;X;T;3= T>VC ML\+TJUBL\!UA14B@MXAA(T10%51V\!<5KU_A\!Q?
Q)C.+N);WXAQU24ZV98 MRM6BI?!\+N@YOV%*U48TZ?N5;)WMN?ZL\Y+1X>R++_-5
M4(^TDVK7\!Y63MK%*^H4445\!T>Z% %% !1110 4444 %%%% !1110 4444 %%% M% !1110 4444 %%%% !1110
4444 %%%% !1110 4444 %%%% !1110 444 M4 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%%
!1110 M 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% ! M1110 4444 %%%% !1110 4444
%% %% !1110 4444 %%%% !1110 4444 %%% M% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%%
!1110!_!3 M^T)J\!D_X7)XPB\$N%;WL\!#N5@6@:Q\$3\!D1^5C\$B6<9 ME1U.!\@-/O A6V_0\!A\$D'D)>(C-/!MV
'RMZA;#+8"\L^N\!E\!SC_0! MPQ\!5V\!9WW7^>;W_+1J.*O/GC\!NG+>^MS27Q7NM+737DI>2-CY;!B\$Q
G:;%&Y%#0#D@YXDP?X0\J\+K*5R;=_E)' MN#U""W#AER0UBNBM?J@J1@#
(SC\!W\!CSPW\!P9SD\!49;@9.AP1C@&9XR&R#U MQA>N5."W5CDY!%&X \?+;((!SG;L5\!AEN-PZ8IQ;/F.
JEER2=QSC*DGNY M"*#;V08%;0K;-!EK+FLG-"LG"VMM'H\W?+D)=/E\!M-E;=VUMU_40A6/(4\!
M3G)&2.RGGJ3G;%W4Y\$GR4AV\$%SMX^!>X*6&YNS(?F9AGDG9CG"GY2,_S# M(J^_@XY&?!\!69P&Y5<\$9)G;-
O.;#G^C=A,D<!\%R%1OX3\!K\!9(-O/WG;G: M50>;7LM\OI9OY^16NEKK1);T>MUUV77Y"94DN-I^4CH&1PQ.
<!\+Q@IC@G M*^<!\@&SG//7MCD<%CU\!RA>0?;IP.&"8;/4;6W*!R3R%E QGG"#).2U (-M/RMG&".F?
ER"V%XR@^!\PW AAO! I6VNXH;-@XYJ8G D)R=@R1M!7_"_</_E<;0 %?N3@U")&?9RDE%ZKW\&DV\!H.


```

FF1G856"!02!LQ&,\X#&GG*5)8D'Y05"-P33HX5-MC8C["VU"V,#+;+2107 M@,-/F$;7&'.#$D#I<+05&1D']
{UVAUZ@C=L#+N&3DS33C3G))2.Y7--/2+M+ME>JGV;V.VU2%'VDN?E^%VOI*_M.3T5U,3TZI$:265A$/+*,TP+F9
M6&W8K L3&S'0ASN,J1,Y8+R4XQ;M;WYQ5.,79 MMR;:=VW^J/PU!:-.?.OACP)H$0CTOPSHJCI-
N_EQQR3BSMXX3/,(E56EDV M9)() "[5].W=S117^~U>O6Q5>MB<14E5KXBK.M6J3=Y5*M23G.J
(O,^&?"^+6NK^&N.S+X@MY{J.2S+(VQK=;2(Y07ER"X0'=0| MY.Z4Q2'VE0FUP5VY8%74,%^&K_8GT/_M
UAQ3QI4XGS*BY99D$)O#.47RRQ[C&2FO=L_8P=KJ2M*,OL?S))3C7^R.&M5P{:@K^OYE.G4Q48;PP.?PR?
3G;YG=6Y4FSB_M@=$FN555C$=O$0C9'1N8{? M.TDL{AMH==IB*[,",\S36Y1TBDV*8767Y595;(!&,"Y
MNI,Q>1Y4AEM)(C* & 9)90(2F&&0I'LV&,E3N)9A?FG6X$#@/YRPGSFVX+8 M.(3R"5,*=N-
H4%UP2#_JER^S|F^500)V{1HKEE%I-NUD_B-3?>B2{?Y.)O M5IJS=UWBM;W3; W&X9
Q|PW;B!C|W>08PHPRD@B@G)P1D*,8X Z MC{H<90=V^8XK1V=W)FW>{T7LFWR:)MWNM|K{6U%9I=5{S6S?
O+EOKWw;|;M,7@D;=ORD$C:Q&WZ D'6 VYR6(1#0T$?E(1(+&$@%L%YZ>8W&TGE"/M+8A027=&
&XEVR@)&)&|P>I0|)">2 M04&*RVUY%9QY|: +F|WV?7.U05;+5|K?GW5|JZ?X>|TT%<{S@")PRD_$D
MYS@&j21(",4YV#YU'&0;M|~VTKI~VTUUU{6U2?X' MI?=-|4E?MI=+3S=-|M.2Q/+8/WLG V|&30GE2I-O4?
*,Y*#)'&"00#E>IX)^7/jBMR02_+GT|<MZ.O>|JZI7OS:JQJUYNUVD|7RJW96VTOKHO,\K HK+QURI(-QZ
CY0N/ESN M4D,@(%#93Y6)&"K#^|CAL';OP#MZIMY(W@4|./AL|L8!W!2<XP)<$9'1 M%*GD|)$"KGG&&X
)&T|]%'O?2VNGR\MMM3Y6/0'1CY6'4$?*>.S?-UWX(?D$4C'<1@X*|X.M2#NX&
<#;TVD@MS@|98..02<'YBK/KMU=WK|MFKC: M&/7/RD9)&TG;R5<{M1)B(-{J"&SRJ9!)!)R3'S|HW,,
53GB1A,99$'F|X6|,L?_>4SS4R,KPB7#J,S\6S@R!|PEW-Q(5#.,EB2&3Y""$1D3RS+*&$;J M'D
0/E|PR$8;.X955'WAN;((W5RXBO+5JE*"^)^5(25|9;IS|J|)%V|==0H M1G&7LVWS?"TK_"N6+Z7=K|~-E=Z,K#
|.XL_LSS2W=Q)|ENBH6WR/(D"L0%6 M3<"X5<*'BA&U=Q_L.X)G?LHC|FSX&Z?<_U_8_&GCJ*PU_7XW52;-
FLHXK> MVB=>0#;B)I5W.N_.T@<#|$?"^8'|JG^T3|*;S7,L)P%E5?_9);%YNH-/FK-WH4&U9QM9U)PDKNU-Z*|_
M|F^C?P%#X:MQ9F&&->|J&62DEK".CJV.3;@F^1Z:S;ULFY:***_@|_K8**M***"BBB@ HHHH ***"BBB@ HHHH
****"BBB@ HHHH ***"BBB@ HHH MH ***"BBB@ HHHH ***"BBB@ HHHH ***"BBB@ HHHH ***"BBB@ HHHH
M HHHH ***"BBB@ HHHH ***"BBB@ HHHH ***"BBB@ HHHH ***"BBB@ HHHH ***"BBB@ HHHH ***"BBB@ HHHH
****"BBB@ HHHH ***"BBB@ HHHH ***"BBB@ HHHH ***"BBB@ HHHH ***"BBB@ HHHH ***"BBB@ HHHH ***"BBB@
HHH MH ***"BBB@ HHHH ***"BBB@ HHHH _@J_.$E90C-XR)MH@)(+|9F6 M!A9J?*(VEU60J-
_.4"YC|K7D,4A,RQM%^Z$*2X/ROO9BK*2I*$JN"14D.&5F M^,%^#Y?+*IY4_|<+1Y>'W M>UUOJ|_X|YOS/,YJ-E-
RNFVXO5I+79Q3^UR|J|=K2%VR5_@VH$|LJ3C!#!-+MXW'/W3G|H#AE#X%2!ERJG:?ES@L<$9|BI"KD%"3N+-
ASMVB D:T4 MI)J+AS1;>OO-7MHFFM#QI.|Y.UFN5-75G)-IRT5|7OM;5Q3U0|FDRP0XW$|_.8Z M=0^,;1T$|!.|TBJ
MH^JO=+ULFQ:*RT|=TEKTT?3HWJ|+B<'MTR>6(R=N'"#C'7)V#|KX7JX-*I#8 M|<@'D D|L$C/RAMN-V?
D59QE00Y%.S75NRY;V6KDUR0=:PZW=H|>J3:Z7Z-J4E';M6U|NO7>UFP=-V%R
<8)*|UP#L|@&L&.UB1B@YVYP,X(P2>N1C) )#$Y*C!) M^|V5I^3N!4G&1D!>
<$<#/+8QA#M#C(91@.4SDD=|C'0X*MG^,CYL%2&?)9<M|F-IX5ME>5|(-
|MESVC@|VMT4|W6EMU9BZIVX*_UUU=90;;J^NPUB,?<3'4 MY+>Y)P*_,1>?-#DTI2NI-
QMRN,K|UG;63UUMIS*JRDN9JXIR=HWMH+^;E;5| M/E5E?1012(C+|K$FV(*8V.
f:Y=T5@ACN1=WRN&P?;=P,#9VAB>.5XDP MBO'(S,?E1F+889_@BR<2'E3N#.@ "58DF94CB
W.RJ>%4;I'&UEW*6RH95;,9 MQ*$S1|&=-|)O@|XV^_.CO1/W@72|K5;^75+6/7XHH9'$AZ62)+^8DJ(PX
M|R(G/7G*K7Q:-G0HT MX1BC"G%RD_N1^#G !:/ MH|>6%?#7P%&
(:G%)/.T^J>*VLIG.UC<6$L4E087'E9,7VI/E97)9<855=BU? MSSQ3F&2)'M8X8KA0SR*6"K.S%5MR>R|B0-
O05F;Y|ZG|8OB?KGQF^+_P0 MOB1KQEU/Q+XIU*9EV1O6Z6EMJ%$S'IK1)\B1M9BW<,6_Y9M@?>|N3)*L4
M4G'EW:W(W1D*'H1G&Y2""VMY2KAU?|3^|/ $?#S@+*)S M.48_'7O%|W-S,>+,SS"3DZ%.O|/8=-^|##
MTDXPBEL|J-U9:WNE|S|S&T<47DK|LA=V8#J MND|>E^H8&0,.'308').1@=57@F(D@_W@8V|UW
@A/K@#!SCHX I"3CZA<|3@98#D#(&?^6A)Y0D+U5WHKM MIOFLXI>|+G:^\IZJ|MKVL.U|WMT?:
|75)W>W;MLO4L-|X|R.L2",=R/E M+?>*Y;(78<.0$|W5/)FY)VMC(AB=QV|5_0=3
M@=R"S'#"0|E_C#2VU>EH^|%.TK<|HK>:Z:WV0)|6ZON|KI777NVMK6$;@ M$|G'0ELGTS@$|N &&/1MI3.
|8/RADY|8CC|R|S@JQ W|ACD^4W0%EP|7I:-N7 MD>L|>9W:UUNUUO=-A AH|?@03?>_08@'IWZ$X|R".>#ELXVXPk*.
|44TC|M48R,Y)88P'|L@=>+I5R|SP?W&?&O-D|<^OSD$B'EY;3)V9/ M<XOG@=|OG)V@%<^<>>6ODWU7-
K|RT5U&?G3V?Q.O:M=O5OT:WM=+6|DEM U MM@O/9B|E<+C /WB|@Y&W)P1&|/E8Y.20Y/ HYR|@8 (BDS$;?
E_O8W$#/4 M<@H1@!."?F#%LC"1B3V)&1R1DB|WO&&_W=TR W)*L?E|P|J? MW9)49|HKNS:7O-GZJ|KWZ;H6#?*
3G+ "& P"6H^|G)|%)5WD5_D4Y9;?9!>D@|D@8YZM>R:6|3UVNVT;8"P551 M2J;<8 OD%6;_XD-
N557YP2P|4Y.EX+|.ZY0|0'_A_P3X:TQM4NM=U*WMKB" M06FDA@DGE.A,8VLQ;|.ESYL;_E@50A(RS&&0!;/&HW?
O% MVK|JXS^Z"L<$?T$?|SDOV+=4TS59/C=|0-&N;8R2)?^%S|!)!%;RL8'V. M(PQCRG6,E@'R=C$%\:/7+?
#KA;'9EB|33ECW0K1RRE"4?:5,1ROV=.*^+ MGE*44|*|$K09|OZ/X:|X|C'B?|X*C2E/#^TISQ.Y02IPI<|>9U79*/|N,I)
M75|HZNQ^LW|$|,OAS|F?X*Z%X<8|AVQ^6X3*,OPF6X&E&CA<0IT*4*'R4:<5&|MNW:|?<*** M**L|PHHHH ****
"BBB@ HHHH ****"BBB@ HHHH ****"BBB@ HHHH *M***"BBB@ HHHH ****"BBB@ HHHH ****"BBB@ HHHH
HHHH ****"BBB@ HH MH MH ****"BBB@ HHHH ****"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@#^"KX_17#?&;Q>X=E94
MTV*7|1O=K0-'(S$A|#$>6!4|NPNWY/D4|,NW:|D|N'79*3M;F3;7 M,T|FX|93$R98N0_20*,R$G(4'&
X'C@RX.5|/R|B6#8R<);H#UY6085? MG4M4;&L1;A^Z"1ODV|7505_=GE>5R^TDA?
N;N!4AV%0IV\A1@K@'Y0,$=U' M!OC*G#X|W5|9;M'N'Q2008SAL,BA|(X+ M@;57;@=3S*^
3SQ7(|KW6|6DK_02M|JVEH|H|KM974ATXN:O#5)">=(\J<| DP2I9IX3%$S@^5Z5K|SCS07;ELE?
2RVU1.BNK|KK:WD|HVM=&U|H R5P M>201PW/W>F8.&
```

<+5,GPM7_A1S=>RE&\$^6=/#NS?,U+F2J)-.+^6SU MTXNU>WD@&\$\$4:QBC92K.H.)"E0/F\K"O*BG&+#+-
^_0ELJ25#^8I M"MRV_=S@ <"7<2&.-"@W'-DM EVMBC;88XW9+@+B203_R;RRF22)R5WME91
MNC8A_D:\..6L\$<;HYD"VI_(?EMIV&D'RX&&R\$))+,K(%"_*?I7:4(2I49OO_M"\$YM.*NE"E"W+%HZJR2TM>VBTO-
)ZXF"C%A%SO5JN\$Y7^<%[YDU96E-W>]MO>Z2V=Y\$C=9I*9OD9=J*#PN&W:@HP3SG*\$#U4NF<2-
G)/.,>N">02#@ANNX M?=XP<9IPPNV,XRH QR,I0%/.=PW=-VI"\$!.%Q3%7YB"ITSIEUE P<'G);P-Z M@LN/W?
W&SN&&KG'4D\$.MQQ@+G/KC#J@8GHQ!..#8!*@YT2LURZH/O:N+<M>=IVX:AUL"TMM-
TM5WO0OV6EI6'.W:22<=3@GKUP.N3OL'W<;EX%!.#%2,\MDMDI@>N;TE^ZO(Y3A>1C;G&"03)8DG!'8A
*.X3'RTX/\$NT2\$!68#)!/5CM5B""=^?D M8@LI 4X4TP*KYYZGY@>?3 MS0,2*3MP1D)@@{B20<\8ZDI0&QCC
!!3HP)7KS3-T9 O.H+?>W(P3!G../E" M@MY7WE.YU4C=E(X9)>,8/(P>Y.5!.>650"LF2FSYOOG%79D)J+DUHE+FH!
M4H9(WDA"N3\$C%"A#8X1@60CD@\$#AOOE\DX'\$IOZ#[PX"D=0>><=_FO->? MQ !*KF2&HB:214"
(OG;AL.;PL+@XR%=N%(P5.;Q...4^1-/3)W\G=>\X MMHWUWZ;Z*Z+C=.Z^)6:TYN9IQT2>KVDVG%I
?"MA<.G:I]"PS^(7MXF#V44K(EWL0OA\$BDE7Y2'(W@H(OGON).XP.09?4 MS'.L5#"X.%&I4YYN-./!/H-JLEY M:
(IGJMGIO@GBMHGW1JZPV\7E,C;E=7P0KMY:P!E_A_0=*.\:/^A.)90Z?I M>F6L-I9VEN@2*&&% B(BC@*.
.!DXP*\&_9?_9WA(\ LZ_##PIX.V6\$*7D% MC&^IZBI.M;IJ%S<7#&YEAN)XES*EO+*R1#=#M 4-
MWI*+G.6(<8^|>IR)PLO=BWJ^9G^F_A+P!2X'X=HTJU*_G_M &GBXPK8J;2E.DH1O&@IN?*NI^!R;WO:X4445^-
'ZL%%%%!1110 4444 % M%%%!1110 4444 %%%%!1110 4444 %%%%!1110 4444 %%%%!1110 4444 %%%%!1110 44 M44 %%%!
!1110 4444 %%%%!1110 4444 %%%%!1110 4444 %%%%!111 M0 4444 %%%%!1110 4444 %%%%!1110 4444 %%%!
%%%%!1110 4444 %%%%!M!1110 4444 %%%%!1110 4444 %%%%!1110 4444 %%%%!1110 4444 % M%%!
!1110 4444 %%%%!1110 4444 %%%%!1110 4444 %%%%!1110 444 M44 %%%%!1110 4444 %%%%\%'Q^V+\.:?
&DA\P(B:>8"2^_P"S_P!GYG\$F M2Q,A(I3&5*8\$S(U>2(C(=Z6D6%X8T7D,(SA,@L2H.%#\$G(V':1QZY^T! M-
\$WOH7*(8@)(M.D"D@"W6*T > 9 *AJHWAJXVADZE3Y#H6.4(((RI\$ILX < M9?S#A!@# 8
DG)PRY+_K9_W^X7L^"\N62J]+#X=5%*2;?N1MJM&VMG=OUW? M^/&;JG :LXWYVVGKH<H2;TWLMVK!"=EB4>
<=[-LWCY2N NR#/#Y2"!IBG_M?W3!2_?XP(BPD(T(N.2&D0'TVDIB6S\H#9Y!)#!.6=UV+M41D-C_KHR
M1C!O*\$-N^H"Y91@!Y24+W>BL&7 RY.S:002 "57&Y5:B0EL-E&(MS2YTK^ M^UIUDI2IGRV>RM%6?
{VJM}>9+E59NM90BJ7-O\"NWWO)JW+OT_E @OC8S,< MF0\$L?W98@*2=N,(I |=NTLE!MC(\$,<2^6%654V.H)/
BF)\$GMO++M1A\A9 M0!\A\I/G*1)OB(:<&KDMO4J_P\V-V_:3N,8QU55ZXJ13((F38N9?WJ9+@
M)LW(T:_PJK!2C+ \R9W+EF8 ^L3A!1G)QJ2:LHHJY.VIU5DI+NFI.YS>U<9 MM)V@H6=DO=I
H.G%MWM=M K2UEHF2^2IS9+&!&(RP0.8G?<=I(43I '%5L_NGD*HFVEE1F4EB% M)""-
Q(CM&."RY#+OW*"SNR6<;PO*97\$88#=(TFID8>8ZH08A<@H< A%,BIB M-TIA6Q\$>9Q7,Y22CS+2&BDWM>
I71/9I:WTJ1.R1JRE&RD@%BPG(D#E>@ "RM"# M.6*AB\$P2S;5+.RET.'Q):F:(A4S\$555Q\QVAMQ*MN8:P
21NP#OS&2(A^L^? M4K>>"9/L:2W3-! Y#C8Z8VNA +L92"@R6#'*#=#&"U93KT,/IK5*L&G%-+ZP MW-
1V5UMK;39*UUN!&==!5G.E0H15IMJ;4)2;4HQ:72I3E)DWTSIG!:7\$4'Y'W/+4C>6/_\$_OV&=>/GC
M/00<>OV!T/00*TH?W=M?VMI#*JD"W*2/& IOY;AA\$-X+*4\F-MKN_K;*M>\$/#O@G2(-\$:59Z/H
&RULH5@A!"A582=2DOLR5Y06S_K/P6%*F.Q.(MN(*3IX3)U:53"T91L\1.U3E:ZJZCS-^ZHRTYM+ZNE:79Z-
HUEI=A\$-L-I86MO M9V:C 2&VA2")1C""QQHHI@*T***_P_YISE4E*ITX4:
<*5\$*=.G%0A"*M&,8JRBDM\$D@HHHJ2PIDDB1(ADC!412S,> %49)) M-/K\JO\ @HA^U5IG|-
GP8U2ZC(N/\$&NJ=+LK>&-+F#I!:/&MRJ&..0E&VMA M5? \=IF&U@AKW.&\@S#BC.\NR++*4JN+S#\$0HP45?
DBW>I5E _IPO-H66K2 M/&X@SO"/91C!-2;/O4(!Y+)XI18WB N!<-%)&MI*Y7,04 \$R|<+^_,=F'+0
MP\OOYC0!OOJC;<#.7!Z>8HC;G=\$Y J'5-10=90-?U?4RUWK.H7DVHZA?REW N M;ZZDX6X=W#32,D>R+S68N2
#F.C.O,Z1Z5@X8*LMT"TGW?+4J|@*L0%9E5-P M .60%8R2/IK/"OP_P?A=P-
EN2X1QJ8RK0I/\$MIHJ5<17A&K6DWM\$.=WLNSUN MU_EKOYQ=B^/^)L7F&.FGAZ.)J*G%2O"-S5-
13=HP2IWMV25KWB?F+L'V.) M!F4AF*?(LB *,D%U*(@)^8IF0A*EC\$?E/E" MH.00*;XQ<%5C0B4-*@&[=&J/-4A0
3-("9E5@%;_5#AF##(GVH0I!@QI@V3 MY>%C ,?&#@9'R \$XQ)NWG%?J#A7<*-.5&,5&K*6BO&Z=G'5NRY9/?Z32;/
MCL53A4K0G3JEWI+B+3;6I:O)=W)?O -D (&R#@#;D G.-Q I MC<6VXZ,'< AER-M*1C=V'R^XODX'O&2
R*.2WISIU3@ MG;HSIL/X3D<@#)_8DG))>87%4LI'Y'7KG6*7+9=1C Y7Y:6Z35OB:
M6CMSI974G;5I+3I>SNJ"-7WZ:VOJED_NOOUMW'8C,N2SCJ06+\$/Z9DQGMAU.. M#BDR !DMAI\@_+W5L?
IX\$A_B'E0'3D P3 "-O')-O<9_U9(^<@:JVWR^" M:..#N&2,%<\FH4I09P4@ 8(7 Y/L0.IZXW84X)OMAS\ V:4 XV_-EB<
<\$@?,-! MOD* S Y5\X))IBX(# #<< \$,<8+88@IFMH!::WCLIM6:-UV'S,R1,T:XVCRX=-G\$(8(&QTY9@&3))!<&\$JE
MUWL&967=RV613@G&/-I0;?X/E8IE8!RF(SQOI H Q#(Q"808=D8*1M<[B,KP MOS,FTXW,\X+,L<:HL.&9?
F^X%528JN OK OD9W@+NA.?EJ9NDY2@XZJ-I|=I MM^JY-/;>77HNEQISA!TYH'"T)&6^XH^:I)&B3;(KR>9<,H?
7RTD8!8MI8-(%Y\$.D0JI;)89 M%.#Y>-XMZN'/!>JNYB-Q4>9Y9(SSDC));X6^Z9^<=%^578#8.>5+?
W:TJUUAAX1C&#>1:T3TE*4\$XZN MIDFFWVMO9F,HQA7EI/EMS1C&+=G:7(W9OW;fKORZ\$N/-
V/@: @\$PV8<f8BB@X):4@E\<#") \K"\9X MIK5G6*)7-7S5(Y*1_? +OM"IO>2#D)@.A^Z"N AV-fKV K0Z?I&EG5;^X=;?
I M#! IQW@"(QA^WR.D-DBMEMB@>665U?:2RR9<93^O# M|@?IAO0/V=/#ICXMUW23;_\$?4-)CM-
5:S8Y88WD*2W!1?)5TI_@YA^'^A^(YA.IF57EJX>A547""MS1K0?=RO!..H MZ?\$4445 -(I 3H4444 %%%%!1110
4444 %%%%!1110 4444 %%%%!1110 M 4444 %%%%!1110 4444 %%%%!1110 4444 %%%%!1110 4444 %%%%!1110 4444 %%%!
M1110 4444 %%%%!1110 4444 %%%%!1110 4444 %%%%!1110 4444 % M%0!1110 4444 %%%%!1110 4444 %%%!
%%0%1110 4444 %%%%!1110 444 M4 %%%%!1110 4444 %%%%!1110 4444 %%%%!1110 4444 %%%%!1110 4444 %%%!
M 4444 %%%%!1110 4444 %%%%!1110 4444 %%%%!1110 4444 %%%%!1110 4444 %%%%!1110 4444 %%%%!1110 4444 %%%!
(QE)8+;+:(V\$W*6O&!M0L6.6:O)T=S"-Y+? M:3@%2A/+I ZO)4G9U8I0/XEVJ0*|^/OGM:O&88I@L>F_)4':/E
MRW(8\$ L^%*E=HW#'(6FLLR;GD8*

Q&=KKEOW:|@%^4?A5HJK*LC6JM& (WQECs+>%L\H;N=Q&=O)+EF!922
M?|)/HG>"CRS#KCWB##RAC,7A4\!0JHSH86|KOE:M*T6K=##V56EAHMYWIS34EO>5WR MZ7L.776S?
4EP,\$8X\;\$;2.IRX&=K%,YR^ R >P"2M S@8RS8 Y)/W>0,\$D M
.,@V@399FS@,F_,0IY7(+G+%SECN;AF)4;B=L6YOl^604N!Dl N"!SG@D9'& M,ENN|^
9*^VJV6LG;E@FIY7<6YWUO:W=KL^VR;M'=O33STO|+MK?JMA.AZ\$| MRW5AP3@=@\$J.3#"KER:3N3GY?
EXSCMU|@?Q*%P0F>03U2OWFWK5G9-UM6..X\$?>'S\$R58?,-.._E ML,OCs#M.H?
\$Kv;35K.\$HZ,*W,l|/U|K2PUZl;+>76IM Y_9 MO9:79Y SD%0.0,X|&".V#GY2"?/QEO=(&EA-
P73:9=ZKF/G;.!A9%#=#6;KD* M6 7"A, #:@PH49R< <>F3U OD"('9W# R*CG:>1HR@^1#\YWY81*%PI+ # Z ME=^"
4*/.V|9OHNT >:O9\L\$| M@/RA#D3HWW.2<,% "J0557\Q\@ 4Y 6^8%00ZAG,Kl M+3Y*RW6ER:= "2<6IM1=I08I8#!
5@ M\$4% @3KJ&63=V?E<,N"3YA4,AV|LMABE225RX4.H96+X*KY9.HVG#9(+X0%
MC\VS/&VL<0U5K!@N|B8L0FIU)&"4E69M M<^G7\$>69#EU;,,QQ=*BZ\$+\E:<8.\7N^:2NHHQ;>C4K.l?
Q>MDV28C.:ZPV M&P|6K4E.) *G!RM*2M=\M|3-LPH95;<5W,K%OZ4/V ^"9UO\|1_,ARP^ M)X(5N)?
#MY:@P">6T=/WD4\;D%7F+;74A"@9?O+CU# _@GY_P3ML/@?H\OBCX MLZ\H\08M4M;C2+Q66)RK(=P=60Dl%-?
KXB+&JHBA54 *H& M !@#|J_ S0?O|XSBW\$8CAWA3\$3P^4QC*AC<;3E98JZLXX>49-.DXR<7)H- M--
)/< N'PB|#Z&30PF?<24(U,PBH59*! M!8B(D',D7V+| ^QPN/;# G+ @@;\$|/#^4 VTFG1R2R3 -(0K*V#|F! *QD\$J3U M"
MG:0J@|DY W\X94O|"RUSC.?NJ.8.7NRDW"&KBM';EYFNK=U:|3_QWS1WS M:>|_)M M.2%R M00% @ R0QR7&S<
4+A2"S5")*(0K9E/S,A4;20..VW'WB,C><8"L.<@MGV\37 M>&I3K2ERTZ4)2:XRE4|E|V/\$_ %5NSMNFTS|JOA|!|?B-
|7==T*2_#.|/V|Q|I;ZA;P2LEO;3;MMZSAO= MBE6"G1M_j2_8V_P"";G@WX!P66O>
(7L\$|VW\$%E>B'5=,M+ B:RN&M M|YB*TL#^6| H"%?0?YP^/TC, \ \$"K| 954JY;E*=-6-2<).G5QD M*D8J*E%?
PU|)KF3YI>77^U_#CP2ROA>A2Q.;TZ>*Ql8Q<;&DZ5&49|ZDY)V6 M=)4&K?S-
|*&WMX+2%+>VAB@AC4+ "%#&D4*.;JH@55 ' XJ.BBOYF;|>K9^>^)**48D))))622V204444AA1110 5^9_P#P4?|
VO=- M_9|^\$FJZ;HEQ;W BW7D?1Ol<4BW>GQZ@ @M_M?|AXY4;\$3";&Y=R*>3|UOHK
M|JW|J'P3^S#X\$/B3Q5>>3>.;DE_#HL_0R>?=6EH|0%E""9D'&D)P<*S+ _&| M^T1\?O%G|2/Q)\0>-|?
+16NHZG(+.WC9U@&FRR?9UE\$?F8_.,4B|"OF.05\$ M<:@5_37T=?|?%^('6!SG-J\$J7#.;|K^U|K45H8W\$49\L;4;-
!0C430K;52" M|01L_/'^Q-H<|Y+B\$LVQ|)%TJBA*|7#4ZG(DTDU;4XR>_33>YXQ?&|U M;|U/7K_5Y|0U/6KB>=
|FXEFFN-L|F597FD=I)|A)^9MOY1R2C\$J7\$)60+Y M*(LC""K9.Z.DN#_K&8|YR"PC!8\$8C@MHHWN"K3^.;GR(%Y;-
FC-"%(OR#YC MJQ#MRK@%0@DPRMN+>)|9KRT9Y1+-#8W\$Q!!6-\$E#P;>HCW8"YP2.02=RF0|<|
M#AVC=DMC_.O&5<1B*|Q.)J2K5|K-MYI3;.;E*+DKNZVY8Z;7DM4KMCV10"3(%#.SC*X'S*JE
_.3L4X;1"8ONV\2LB|U"J-I B&.".'\$BJV&4=V9R<74E; MV<+)|J^DE%672|HK9|UKSY^7UO?9VTOKM8>FTEH|ZY8D9
M +<-|H//;N\#C%N00:D\$D3PH^Z4;S|T1P/F1N/;R<8DR|E8 M<\$(%4|2TERRY6IQJD M'A.T8(5)\@9|H-
DELH|H=WZ6=UMIM|NB|6=FM;V=TNKY>JW|_l_40XV M|2|TR

%_P"6?50#F@X(P#R"!@J>3CD9|A6_,S_=<8YW\4HP,2?, M,%QD<8(.&P/48^_5l;^8;l;/?NTD|10?
71W>NUKV|%. "005.#6|HP5P.-l_@/;.C) M.2^|3>N#|T@X/4DX)V)_B8<*| RSSL8|FJHS|OLX,K3,?R6!&TC&>@4
MR_<&5(64\$87<68"RH9'&|F?'&?|RJHXPn2>?F_>@EQ@9_89OEC*+;TUC-MZW6CM#WGM?1?;
Z:6"WR^3|K|=%H|+)|NVC6P_@E6Z<=@5|Y((## ^&|N/R) ME342J@VD.;K*WRA#L|Q?OQN;\$;|RX3J&5)O1"
f=V(G81B0! M&+ _ (9,*R"!N4\$D\$ _ (JD A@0RB)+2)H?_21(R\$6X56PZC_#|L+D = TAVH
M20060M"0X",..%I5,1B9*E1BH6Yl.W+%Q4GJ^G17 MV7VG8=-3Q,U0Pl-
U*LDFK7;Z+EUO_!75Wl;=&D2D:S1L>+Ol-B4l@|HV|26 M.W/F;?"NJ.OYZ&JD50#6W1@ (5/SN Y|0|2 J\$*@9
M6Q7JWP>^"7Q\$ _UY_"GPVTR2ZU*R6WBG\$R^5L16W1;.;KDM\$ZL3E=Bl7 D M&*_.3|F#_@CS'<7&G^*?C5)?
Z7JUHUM5(IY4)Y\$BA WW/G;|MX M)0(WX|QYX|&#<#Y=7JU_XP|3;.;2;A@H.;|357-%02IQ;E+;47:*L|NUDY?I?
M!7A3Q7Q-C*;%EFA@|M=|J5|_4H|J.97FXV^RG>^|Wl=6Y8?LH_L9_\$3|HSX MA6/AOQ%#H>I^O#YEAU
ZQ+8M""5E;F*3>F/+C"G.FWY 1*H9&.S^K;|F+|CK MP)^SOHR6|=E|6N:VD:Q|K%Q|EH;N)1L+;LS0|Q(Q3EE(^>
Q)/T?X\$^GAO MX?;+9Z+H-C##'.0I#Y_EH)Y J|N7=5!/W?R)'0FNZK_,WQ=|N(O\$S'U80J3
MR_)XQ=&.&I2<98F.;EXU:MK.#E&.(R@F|H.^|C^|O#WPGR7@W""TJE2C3Q&8W
M524D)3A2J.+C)1O=3W>|TM&KM)A1117X.?KH4444 %%%% !1110 4444 %%%% M% !1110 4444 %%%% !1110 4444
%%%% !1110 4444 %%%% !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
%%%% !1110 4444 %%%% !1110 4444 ?P3_M R6:~&3Q=;D1.? (TY47+|I M%|DR^XMOMD+H"0J88)M&6Y|
MP969|QKH;O_ O E^"/BU0?;\$?BK4?\$H:W&J-9@0QO.R0BW@6_.,M0URX|4?99S<-|NHV|_|.C.SBW??= M2|T>-.
N|>*PSA3BJM5NK%6BYN|2UNDY)|O:RTTC(F M7|&?#+O3|1M1@L|T>XMR0Q2^?#.H9KH1;L7
90ZOA2QW*&;9OZ9_6?|FO M_@DM|2|41;|XQ|8WFD7WA2?30)|N9YR6GD#.)/*54.P'Y5*|> 5PIQ_2%H
MGP.^\$Y@11KIG@70+9E\$?|V.R57)CP8R2l)3;_I8\$X'/4Y|3M|>"TA2WMHD@ M@C&V.*0J(HZ!5'
'M7|L|9_2UXLSRE7PV1T7EM&LY4W+\$M57|'2U2C"2_>- MO23?N026l_27#/T=<@P\$*\$|Z|0QE6,8SE&BFFJMH-
KVDH|l;DM\$|Z.M:'OY| M+OV|O@)-KW2=-T|P+L/B+26CFAOXE?*W*KAlDR_!8\$+TX5=O4L3|D* H"J M JJ_<
#H!2T5_+&:YSF>=8F6+S3&U;7E*O4E/E8>H%%%% !111 M0 5P/Q+^(6@_#P=KGB_Q|<1PV6CZ;>7S1-
+&DMQ|F>@7RHES;..O-4NH)KX;WZ' MR?&F?2X>R+\$XRBN;%U%|7P;.:O%8BI%|DI7T2C;_Fl+=H_#?|L_|:KUK|J?
X MC7|VHHW#^ ^ =E>/1_*NY #!<1*G|4" A5,H",|T.W VKN+?%HO""@CB
M@|N18@6"A3\$;|U|1_#YF\$W#AD59"17ZIV_|P3V|("Q>(+Q/_Q:A%@AW0
M|FVB<*692Z|B"P|QN"%W_!/+PC+#+&GB*^1=Y9-L9)VQ_"8P6N<|'"0K+N.1 MT?S%VHO^M"/&?
AMP=D6"R7+82I4L)&*M3P|XJ-DG))KES-J4W)W?Y-VW?
M^1<6<39OB.QS"KSNI5C9RJ^ZZ<'&%E3YKQM!V2M=;W3LS|MDFMO^*T#R M09(4#
<_.T096CCZAC|UX8&V^9+;Z/<283/S&41'/D!'6(.@V\$" M-
B57R|*6|#\$*%LN%WL<|B5.\$)8N_VKNM\$G|Z(7AWQ+&+A&%DE>R51:WZ7B|6|7|HFF|>|R| MBEAC7|UL7T(|M
P#A5C^8A3@ M|A&OPPQAL<@<8'ZEY_|P3X|*SVIG_X2*|.#NP1\$H.
(B+K+CYF4@GAPI^; +6Y"Ms"Gf>88AP) N\87'RD';E3DZ|18>#DHP MH7=JGL6G2DT|X;7=KR:=|G9:Z68I^'?
\$TH>SY*"MRN*YUR^NEU?EM;9)-; M+1|OS.BLIC<%4"<%@7 M6VLJ;56Z_X)
|^%+>.%CXC0OGD6"0F(9|;'S;5GP2;KN5656'4DY)->7!S4 M+2|JMR4X)>QE=N*C>"T2=XN*O:VKT?
1_|0|XE3MR4M9Q=E42MRN*71W5Y62T< MDGU;RY6=_"S2Q*C\$IPY
4KG|XYV@ARA'.64;'4J8EQ&2VYT"D@|L_((UK M,N"07Q)>H)7297",8QD_# F"#,O!H^
M'=5LXRU>K|OAGVUGU=S| ML3;.(UO=R>49(8F+MDC;7R?NOH V=Q*DX&TC;4 R+LBAW.S.6*2
M.54|<|Q)|D8X4;10 MX=2 H4^| ^/ ^"40@+6H+Al/%E_&@|LMR+ P0BX9"5(%T""?F;
1)M7YDEM;L| #MP7A=Q5B_ =Al"|D8N|1 M-6DN9|JO=Y);WM>SNGI^'4=

~~!#XSD*17:'&5W)\D&X\$JS+'NX(_HCT;X9>/#TB2Z+X3T739(R&22UM\$C="&M#@JPY!#=.P/"/%=T!@-8X~~
~~!A7\O<8_2HXVS^\$|E/_"7AJU.I3JHU6J6-MJ6U\K2A*/HOE>VE[_T-PM]!A?(^:6._VV?-&<7"|+2C9/646[-+;7Y'SG-M~~
~~(?V6?@U\%;Z;6/_@_3=(U>[1%N;R%&+NR!P&9W52-[-2N;9W'+_/_HRBB~~
~~MOYGQV88W,\1+;%8_%5L7B):.K7J2J2M=M13DW:.*;26EVWNV?NF!P&\$RW#PPN M"H0P!"FDE"\$4KV27-)KXl.VK>~~
~~!"BBBN,[HHHH **** "BBB@ HHHH **** M"BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@~~
~~HHHH * M*** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HH MHH **** "BBB@ HHHH~~
~~**** "BBB@ HHHH **** "BBB@ HHHH **** "BBB M@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@~~
~~HHHH **** M"BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH *>*** "BBB@ HHHH ****~~
~~"BBB@ HHHH **** /_9 end~~

OVO?VUO&\$?BC5M%\= \$.ZU34,7FO0:5JNH MQQO<3[I)9);6UN"07<%=S*,\$,>4P52 ?VTM_P='^\$SXJMFB\9Z@=%74;,RI_

M9UCYCVHE0W& +UHĠ#1EXPS9C;A1B78J_N\ LE?' 'l'%7[47BSPK\,_#?B> M^/C;7'L+3=