

**ACTION BY WRITTEN CONSENT OF THE MANAGER
OF
WESTMINSTER OC, LLC**

WHEREAS, Westminster OC, LLC, is a manager-managed limited liability company organized under the laws of the State of Colorado (the “**Company**”);

WHEREAS, Jeffrey B. Handlin is the sole manager of the Company (the “**Manager**”);

WHEREAS, the Manager desires to appoint Mark Nickless, as an Authorized Signatory, to act and execute documents on behalf of, and in the name of, the Company, consistent with the authority granted on Exhibit A (the “**Authorized Actions**”);

WHEREAS, the Manager desires to authorize Mark Nickless, as an Authorized Signatory, to act singly without the joinder of any other person or the Manager to perform any acts or execute and deliver any instruments or documents necessary or appropriate on behalf of, and in the name of, the Company as related to the Authorized Actions.

NOW, THEREFORE, BE IT AND IT IS HEREBY RESOLVED AS FOLLOWS:

1. The above recitals are true and correct.
2. Mark Nickless, as an Authorized Signatory, is hereby authorized to act and execute documents on behalf of, and in the name of, the Company, consistent with the Authorized Actions.
3. Mark Nickless, as an Authorized Signatory, is hereby authorized, empowered, and directed to act singly without the joinder of any other person or the Manager to perform any acts or execute and deliver any instruments or documents necessary or appropriate on behalf of, and in the name of, the Company as related to the Authorized Actions.
4. Mark Nickless, as an Authorized Signatory, is hereby authorized, empowered, and directed to do all such things and acts and to execute, acknowledge, and deliver all such documents as may in his discretion be deemed necessary or desirable to carry out and comply with the terms and provisions of this Action by Written Consent.

This Action by Written Consent is adopted and approved this 22nd day
November 2017.

MANAGER:



Jeffrey B. Handlin

EXHIBIT A

Execute any and all documents or agreements pertaining to the submittal and approval of entitlements.

Execute contracts with consultants

Execute contracts with contractors

Execute confidentiality agreements

Execute license agreements