

**RESOLUTION  
OF  
TOTAL COMMUNICATOR SOLUTIONS, INC.**

RESOLVED BY THE SHAREHOLDERS and DIRECTORS of TOTAL COMMUNICATOR SOLUTIONS, INC., a Delaware Corporation as follows:

1. **Resolved** that on or around March 9, 2012, (the time of formation of Total Communicator Solutions, Inc. (“TCS”)), a Resolution was adopted by the Shareholders and Board of Directors that the company would issue uncertificated shares in accordance with 8 Delaware Code § 158. The original Resolution was lost or misplaced, so a replacement resolution dated November 10, 2025 ratifies such issuance.
2. **Resolved** that three (3) classes of TCS shares have been issued as uncertificated shares, in accordance with 8 Delaware Code § 158. Such classes of uncertified shares include 1) Common, 2) Preferred AA, and 3) Series B.
3. **Resolved** that during the process of issuing the aforementioned securities, TCS relied upon SEC Rule 506 in ascertaining whether such securities qualified as “exempt” from SEC registration requirements. SEC Rule 506 provides for an exemption under Regulation D that allows companies to raise an unlimited amount of money through a private offering without registering the securities with the SEC. The rule has two main versions: Rule 506(b) which prohibits general solicitation but allows up to 35 non-accredited investors, and Rule 506(c) which permits general solicitation as long as all purchasers are accredited investors and the issuer takes reasonable steps to verify their status
4. **Resolved** that TCS elected to follow the requirements for exemption as set out in Rule 506(b). Such rule contains the following primary requirements:
  - **No general solicitation:** Company cannot advertise the offering to the public.
  - **Investors:** Can be sold to an unlimited number of accredited investors and up to 35 non-accredited investors.
  - **Accredited investors:** The company must have a “reasonable belief” they are accredited.
  - **Non-accredited investors:** Must be sophisticated enough to evaluate the risks and must receive disclosure documents, including financial information.
5. **Resolved** that securities were only offered to individual or commercial investors represented by a CPA, Attorney, or other qualified Agent/Professional. The Agent for the investor made the determination regarding whether the investor was accredited. It was agreed between TCS and the investor’s Agent that the Agent would make such preliminary determination regarding accreditation before an investor was introduced to TCS. Although TCS did not specifically exclude non-accredited investors, it made known that its preference was to remain under 35 non-accredited investors and preferred

to only deal with high net worth, accredited investors. As such, TCS did not advertise the offering to the public in a general solicitation; and, consequently, did not solicit or obtain investor questionnaires from investors, all of whom were introduced to the offering by a CPA, Attorney, or other qualified Agent/Professional.

6. **Resolved** that the Shareholders and Directors of TCS have operated under the understanding that a company does not have to verify accredited investor status for a Rule 506(b) offering, even with less than 35 non-accredited investors, unless the company has a reason to believe the investor is not accredited. It has been the further understanding of the Shareholders and Directors that a company issuing securities under Rule 506(b) is **not required** to take "reasonable steps to verify" that investors are accredited in the same way a 506(c) offering is. Instead, the company must have a "**reasonable belief**" that the investors are accredited, which often can be satisfied by the investor's self-certification, provided the issuer has no reason to believe otherwise. The core requirement that the issuer must have a "reasonable belief" in the investor's status, based on the facts and circumstances. TCS has remained satisfied that relying upon a potential investor's CPA, Attorney, or other qualified Agent/Professional satisfies the reasonable belief standard in 506(b) offerings. This is a less stringent standard than the mandatory verification in 506(c) offerings. The limit of 35 non-accredited investors in a Rule 506(b) offering does not change the verification requirement for those investors.
7. **Resolved** that TCS does hereby affirm and ratify the aforementioned statements and does hereby extend such ratification retroactively to the formation date of the company, such being March 9, 2012.

This resolution was adopted by the Shareholders and Directors of the Corporation at a special meeting of the Corporation held on the 10th day of November, 2025.



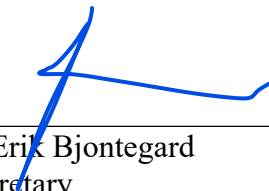
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B. Erik Bjontegard  
Chairman of the Board/Shareholder

## CERTIFICATE OF SECRETARY

The undersigned hereby certifies that he/she is the duly elected and qualified Secretary of Total Communicator Solutions, Inc., a Delaware corporation and that the foregoing is a true and correct record of a resolution(s) duly adopted by the Board of Directors of the Corporation on the 10th day of November, 2025.

IN WITNESS WHEREOF, I have executed my name as Secretary on the 10th day of November, 2025.



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B. Erik Bjontegard  
Secretary

*NOTE: In a Delaware corporation, one person can hold the offices of President and Secretary simultaneously, which is common in small companies. Delaware law allows the same person to hold multiple officer positions, and Delaware's Business Corporation Law does not require these roles to be filled by different individuals.*