

M1000000 3124

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

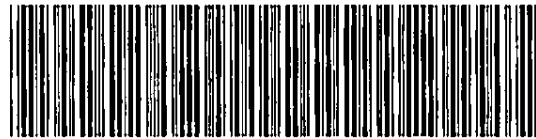
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



100323890401

01/30/19--01022--002 **25.00

FILED

2019 JAN 30 PM 3:15

CLERK OF COURT
JANUARY 30, 2019

D. BRUCE
FEB 08 2019



January 28, 2019

To Whom It May Concern:

The application, certificate and \$25 check are enclosed.

Regards,

Dorothy Smurra

Office Manager

202-585-0780

FILED
2019 JAN 30 PM 3:15
STATE OF FLORIDA
TALLAHASSEE

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE
AMENDMENT TO CERTIFICATE OF AUTHORITY TO TRANSACT
BUSINESS IN FLORIDA**

SECTION I (1-4 must be completed)

1. Name of limited liability Company as it appears on the records of the Florida Department of

State: Witt O'Brien's

Enter new principal office address, if applicable: 1201 15th Street NW, Ste. 600

(Principal office address

MUST BE A STREET ADDRESS)

Washington, DC 20005

Enter new mailing address, if applicable:

(Mailing address

MAY BE A POST OFFICE BOX)

PO Box 13038

Fort Lauderdale, FL 33316

2. The Florida document number of this limited liability company is: M10000003124

3. Jurisdiction of its organization: State of Delaware

4. Date authorized to do business in Florida: 08/26/2014

SECTION II (5-9 complete only the applicable changes)

5. New name of the limited liability company: _____
(must contain "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must contain "Limited Liability Company," "L.L.C." or "LLC.")

6. If amending the registered agent and/or registered officer address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent: _____

New Registered Office Address: _____

Enter Florida Street Address

Florida

City

Zip Code

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

If Changing Registered Agent, Signature of New Registered Agent

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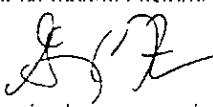
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

8. If the amendment changes person, title or capacity in accordance with 605.0902 (1)(e), indicate that change:

Authorized signors is being updated

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
<u>VP, Marketing</u>	<u>Heather Stickler</u>	<u>1201 15th St NW, Ste. 600</u>	<input checked="" type="checkbox"/> Add
		<u>Washington, DC 20005</u>	<input type="checkbox"/> Remove
<u>Director of Contracts</u>	<u>Cheryl Joiner</u>	<u>818 Town and Country Blvd, Ste. 200</u>	<input checked="" type="checkbox"/> Add
		<u>Houston, TX 77024</u>	<input type="checkbox"/> Remove
<u>CFO</u>	<u>Paul Murray</u>	<u>1201 15th NW, Ste.600</u>	<input checked="" type="checkbox"/> Add
		<u>Washington, DC 20005</u>	<input type="checkbox"/> Remove
<u>CFO</u>	<u>Kellie Kim</u>	<u>818 Town & Country Blvd.</u>	<input type="checkbox"/> Add
		<u>Houston, TX 77024</u>	<input checked="" type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

9. Attached is a certificate, if required: no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.



Signature of the authorized representative

Greg Fenton, COO

Typed or printed name of signee

Filing Fee: \$25.00

FILED

2018 JAN 30 PM 3:15

FALLS CHURCH, VA

**JOINT UNANIMOUS WRITTEN CONSENT
OF
THE MEMBERS AND THE BOARD OF MANAGERS OF
WITT O'BRIEN'S, LLC
IN LIEU OF ANNUAL MEETING**

The undersigned, being all of the members (the "**Members**") and all of the managers of the Board of Managers (the "**Board**") of Witt O'Brien's, LLC, a Delaware limited liability company (the "**Company**"), hereby consent, approve and adopt the following resolutions as if duly adopted at a formal meeting of the Members and the Board held for this purpose:

WHEREAS, the Members and the Board desire to adopt resolutions by unanimous written consent in lieu of the annual meeting of the Members and the Board for 2018;

NOW, THEREFORE, BE IT

RESOLVED, that the undersigned hereby waive all formal requirements, including the necessity of holding a formal or informal meeting, and any requirements that notice of such meeting be given; and be it further

RESOLVED, that any and all acts of the managers, officers, employees, agents and representatives of the Company, taken pursuant to the minutes of any meetings of, and any resolutions adopted by unanimous written consent of the Members and the Board since the last annual meeting are ratified, affirmed and approved in every respect; and be it further

RESOLVED, that the following persons are hereby appointed to serve on the Company's Board until the next annual meeting of the Members or until their successors are duly appointed and qualified, except in the event of earlier termination of term of office through death, resignation, removal or otherwise:

Charles Fabrikant
Eric Fabrikant
Bruce Weins

and be it further

RESOLVED, that the following persons are hereby elected to the offices set forth opposite their names, to hold office until the first meeting of the Board following the next annual appointment of managers and until their respective successors shall have been duly elected and qualified, except in the event of earlier termination of term of office through death, resignation, removal or otherwise:

Tim Whipple
Gregory Fenton
Paul Murray
Lisa Manekin
William C. Long

Chief Executive Officer
Chief Operating Officer
Chief Financial Officer
Treasurer
Secretary

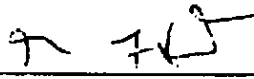
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JANUARY 30, 2019

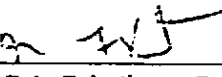
IN WITNESS WHEREOF, the undersigned have duly executed this Joint Unanimous Written Consent on the dates set forth below.

MEMBERS

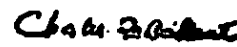
ORM HOLDINGS INC.

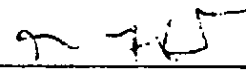
By: 
Eric Fabrikant, President
Dated: 8/1/18

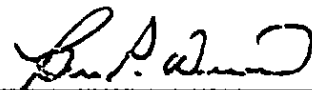
ORM HOLDINGS II LLC

By: 
Eric Fabrikant, President
Dated: 8/1/18

MANAGERS


Charles Fabrikant
Dated: 7/19/18


Eric Fabrikant
Dated: 8/1/18


Bruce Weins
Dated: 8/2/18

[SIGNATURE PAGE TO JOINT UNANIMOUS WRITTEN CONSENT OF THE MEMBERS AND BOARD OF MANAGERS OF
WITT O'BRIEN'S, LLC]

Charlie Fisher	Senior Managing Director
Brad Gair	Senior Managing Director
Mark Mischak	Senior Managing Director

The following person is authorized to sign Client Contracts and Proposals including any associated ancillary documents on behalf of the Company, and to execute, certify, and deliver documentation evidencing such authorization, with prior written approval from the Chief Executive Officer, Chief Operating Officer or Chief Financial Officer:

Cheryl Joiner	Director Contract & Compliance
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The following person is authorized to sign Proposals including any associated ancillary documents on behalf of the Company, and to execute, certify, and deliver documentation evidencing such authorization, with prior written approval from the Chief Executive Officer, Chief Operating Officer or Chief Financial Officer:

Heather Stickler	Vice President of Marketing
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Non-Disclosure/Teaming Agreements

The following persons are authorized to sign non-disclosure/confidentiality agreements, and teaming agreements on behalf of the Company, and to execute, certify, and deliver documentation evidencing such authorization:

Tim Whipple	Chief Executive Officer
Greg Fenton	Chief Operating Officer
Paul Murray	Chief Financial Officer
Cheryl Joiner	Director of Contracts & Compliance

Vendor Contracts

The following persons are authorized to sign contracts with persons or entities that will provide products and/or services to the Company, including but not limited to subcontractor agreements, IT agreements, office supply agreements, equipment leases and the like, on behalf of, and in the name of the Company, and to execute, certify, and deliver documentation evidencing such authorization:

Tim Whipple	Chief Executive Officer
Greg Fenton	Chief Operating Officer
Paul Murray	Chief Financial Officer
Cheryl Joiner	Director of Contracts & Compliance

Offer Letters

Metha Vasquez, Director of Human Resources, is authorized to sign offer letters on behalf of the Company, in connection with the employment or engagement of an individual to provide services to the Company provided that she consults with, and obtains the consent of, the Chief Executive Officer of the Company to proceed with the offer, and to execute, certify, and deliver documentation evidencing such authorization.