

## TRANSACTION RECORD ANALYSIS CENTER, INC.

## ACTION BY UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS IN LIEU OF SPECIAL MEETING

January 6, 2016

Pursuant to the authority contained in Section 10-3821 of the Arizona Revised Statutes, the undersigned, constituting all of the directors of Transaction Record Analysis Center, Inc., and Arizona non-profit corporation, do hereby unanimously consent to the adoption of the following resolutions without the formality of convening an special meeting of the Board of Directors, for and as the actions of this corporation, as of the date set forth above:

- 1. RESOLVED, that all of the proper acts and proceedings of the officers and agents of the corporation performed or taken within the scope of their respective powers and authority since October 9, 2015, be, and they are hereby are, ratified, confirmed, approved and adopted as the acts and deeds of the corporation.
- 2. RESOLVED that a Change of Statutory Agent Address form was signed and filed with the Arizona Corporation Commission.
- 3. RESOLVED that an IRS Information Request, First Request Letter was signed by the President, Vince Piano, and an Answer to IRS question 2 was drafted, and to be mailed by TRAC, Inc.'s agent accountant, Phocus Accounting & Tax Specialists PLLC, to the Internal Revenue Service.

- 4. RESOLVED that an Amendment was drafted to the Articles of Incorporation, adding an acceptable IRS purpose clause, to be mailed by Phocus to the Arizona Corporation Commission.
- 5. RESOLVED that Phocus prepare TRAC Inc.'s 1099's and to take any further future action on TRAC, Inc.'s IRS Form 990.
- 6. RESOLVED that the foregoing resolutions are adopted and shall be effective as of January 6, 2016.

Vince Piano

Kevin Hannah

Carol Keppler

Ron Sterrett

**David Otanez** 

## **CERTIFICATE**

I hereby certify that I am the duly elected, qualified, and acting Secretary of the Transaction Record Analysis Center, Inc., an Arizona non-profit corporation; that the attached is a complete, true and correct copy of the Resolutions adopted by unanimous written consent of the Board of Directors of said corporation effective as of <u>January 10</u>, <u>Rol 6</u> and that said resolutions are in full force and effect as of the date hereof and has not been repealed, amended or cancelled.

Secretary

Carol Keppler

