

TRANSACTION RECORD ANALYSIS CENTER, INC.

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

July 1, 2017

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 annual meeting of the Board of Directors, for and as the actions of this corporation, as of the date set forth above.

The Directors hereby confirm, ratify approve and adopt the following resolutions:

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 TRAC's last annual meeting on December 20, 2016, be, and they are hereby are, ratified, confirmed, approved and adopted as the acts and deeds of the corporation.
2. RESOLVED that an Independent Contractor Agreement for the TRAC Deputy Director was signed by President, Vince Piano and contractor, Patriot Works LLC by its President, Richard Lebel on December 27, 2016.
3. RESOLVED that Richard Lebel, Deputy Director of TRAC, became an authorized signer of the TRAC's Wells Fargo Advisors account number 8217-0120,

effective February 1, 2017, and the Board ratifies the adoption of any bank resolutions to authorize this new signatory.

4. RESOLVED that TRAC contracted with ASU Lodestar Center for Philanthropy and Nonprofit Innovation for its "Effective, Motivated Board Governance" curriculum, a one day training workshop for members of the Board held February 28, 2017, and the Directors authorize, ratify and approve such workshop.

5. RESOLVED that TRAC provided training to TRAC's analysts and staff at the ACAMS 22nd Annual International AML & Financial Crime Conference held in Hollywood, Florida on April 1st through the 5th, 2017.

6. RESOLVED that the TRAC Director, Vince Piano executed Amendments to the following TRAC Contractors Agreements: Aguila Investigations LLC, Defender IT Solutions and Xaris Intelligence LLC, increasing their hourly rate to \$82.50, effective March 1, 2017.

7. RESOLVED that the By-laws are amended and such amendments are ratified, confirmed, approved and adopted as set forth in the 2nd Amendment to By-laws of the Transaction Record Analysis Center, Inc.

8. RESOLVED that an Independent Contractor Agreement for the TRAC Director position was signed by Chairman of the Board, Vince Piano and contractor, Patriot Works LLC by its President, Richard Lebel to be effective on July 1, 2017.

9. RESOLVED, that the Corporation accepts the attached resignations of Carol Keppler and Kevin Hannah from their positions as Directors of the Corporation, and the resignation of Vincent Piano as President of the Corporation; however, Vincent Piano will remain as Chairman of the Board, and

RESOLVED FURTHER, that, in accordance with ARTICLE IV, section 2 of the 2nd Amendment to By-laws of the Corporation, and the Designation of Attorney General Designee, and Nominations by Attorney General Designee attached hereto, the following individuals are hereby elected to the Board of Directors of

the corporation, to fill the vacancies created by the aforesaid resignations, each to hold office for a three year term:

John Maddux- Director
Thomas Welch- Director

RESOLVED FURTHER, that the following individual is hereby elected to the office(s) indicated below, each to hold office until his or her successor shall have been duly elected and qualified:

Richard Lebel as TRAC Director and President

9. RESOLVED that the foregoing resolutions are adopted and shall be effective as of July 1, 2017.



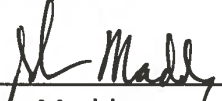
Vince Piano



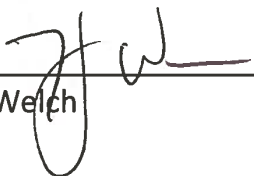
Ron Sterrett



David Otanez



John Maddux



Thomas Welch



MARK BRNOVICH
ATTORNEY GENERAL

OFFICE OF THE ATTORNEY GENERAL
STATE OF ARIZONA

**DESIGNATION OF ATTORNEY GENERAL DESIGNEE
FOR
TRANSACTION RECORD ANALYSIS CENTER, INC. ("TRAC")**

I, Mark Brnovich, the duly elected and current acting Attorney General for the State of Arizona, hereby appoint Vincent Piano, as Chairman of the TRAC Board, to nominate on my behalf, candidates for membership on the Board of Trustees of the Transaction Record Analysis Center, Inc. as vacancies occur, or at any future elections of the Board. This Appointment shall remain in effect until a successor designee has been duly appointed in writing by the Attorney General.

Dated: June 28, 2017

**Mark Brnovich
Arizona Attorney General**

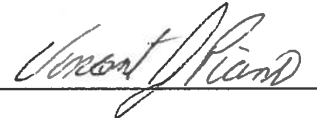
**NOMINATIONS BY ATTORNEY GENERAL DESIGNEE
FOR
TRANSACTION RECORD ANALYSIS CENTER, INC.**

I, Vincent Piano, the duly appointed Designee of the Arizona Attorney General, hereby nominate the following candidates for membership on the Board of Directors of the Transaction Record Analysis Center, Inc., for the election to be held on July 1, 2017:

John Maddux

Thomas Welch

DATED: July 1, 2017

By: 

Name: Vincent Piano

Title: Arizona Attorney General Designee