

USR REAL ESTATE HOLDINGS LLC

**Action by Written Consent of the Managers
in lieu of Meeting**

September 9, 2019


The undersigned, being all of the Managers of USR Real Estate Holdings LLC, a Delaware limited liability company (the "Company"), by written consent pursuant to Section 18-404(d) of the Delaware Limited Liability Company Act and the Limited Liability Company Agreement, do hereby consent to the following action in lieu of a meeting of the Board of Managers of the Company.

The adoption of the following:

- RESOLVED:** That Michael Kenny is hereby elected Senior Vice President, Real Estate, effective September 9, 2019, to serve until his successor is duly appointed and qualified, or until his earlier death, removal or resignation.
- RESOLVED:** That all actions heretofore taken on behalf of this Company by any of the duly appointed officers of the Company prior to the effective date of this consent are hereby ratified and affirmed in all respects.
- RESOLVED:** The actions taken herein shall have the same force and effect as if taken by the undersigned at a meeting of the Board of Managers of the Company, duly called and constituted pursuant to the Limited Liability Company Agreement of the Company and Delaware Limited Liability Company Act.
- RESOLVED:** The Secretary or Assistant Secretary of the Company is hereby authorized and directed to insert an executed copy of this consent in the minute book of the Company.

IN WITNESS WHEREOF, the undersigned have executed this consent.

MANAGERS:



Steven D. Bussberg



Michael Motz