ACTION BY WRITTEN CONSENT OF DIRECTORS OF
EVERGREEN OVERSEAS HOLDINGS, INC.

Whereas, pursuant to the Florida Corporation Laws and the Bylaws of EVERGREEN OVERSEAS HOLDINGS, INC. (the "Company"), it is deemed desirable and in the best interests of the Company that the following actions be taken by the Directors and/or Shareholders of the Company pursuant to this written consent; and

Whereas, certain persons on behalf of the Company have may negotiate Contracts for Purchase and Sale, to purchase certain real property located in Florida (the "Real Property"); and

Whereas, certain persons on behalf of the company may negotiate loans for the purchase of Real Property with the Company,

Whereas, from time to time the Company may require an authorized signatory to sign certain documents including but not limited to purchase sand sale agreements, a satisfaction and/or release of mortgage or other real estate related documents.

Now, therefore, be it resolved that the undersigned, being all of the Directors and/or Shareholders of the Company, hereby consent to, approve and adopt the following resolutions:

RESOLVED:

That the Charles Bonney-Ache is authorized, empowered, and directed to execute and deliver, on behalf of the Company, and purchase and sale Contracts for real estate and, on behalf of the Company, to execute and deliver, satisfactions or releases of mortgages, all instruments of purchase, and to do all other things, on behalf of the Company, convenient or necessary to carry out any acts necessary related to the Company's real estate transactions and to execute any and all documents, on behalf of the Company, to that end; that such empowerment shall be limited until December 31, 2015, and that all actions taken by Charles Bonney-Ache on behalf of the Company in the negotiation of contracts, issuance of Mortgage Releases and Satisfaction or any other act related to real estate transactions are hereby ratified and confirmed.

Dated: May 12, 2015

Victor Uzan
Sole Shareholder, President and Sole Director

[NOTARY ON THE FOLLOWING PAGE]

CERTIFICATE OF CORPORATE RESOLUTION

The undersigned, being the Secretary of Evergreen Overseas Holdings, Inc. (the "Company") does hereby certify that at a duly noticed and held meeting, at which a quorum was present at all times of the Directors and/or Stockholders of the Company, at Miami, Florida on May 12, 2015 upon motion duly made and seconded that the following resolutions were unanimously approved:

RESOLVED:

Wherefore, there has been presented to and discussed at this meeting the empowerment of an authorized signatory for the Company for all matters relating to the purchase, sale and/or financing of real estate transactions.

Resolved that Charles Bonney-Ache is, authorized, empowered, and directed to execute and deliver, on behalf of the Company, any required satisfactions or releases of Notes and Mortgage, on behalf of the Company, to execute and deliver, Purchase and Sale Agreements, and do all other things, on behalf of the Company, convenient or necessary to carry out the purpose of this resolution and to execute any and all documents, on behalf of the Company, to that end; and

Resolved further that all actions taken by any person on behalf of the Company in the matters referenced herein are hereby ratified and confirmed. I further certify that the foregoing vote(s) are in full force without rescission, modification or amendment.

Dated this 12th day of May, 2015

_____

Victor Uzan, President
Evergreen Overseas Holdings, Inc.

State of Florida
County of Miami-Dade

The foregoing instrument was acknowledged before me this 12th day of May, 2015 by Victor Uzan, President of Evergreen Overseas Holdings, Inc., on behalf of said company. He/she [X] is personally known or [X] has produced a driver's license as identification.

[Notary Seal]

ERIC J. GRABOIS
MY COMMISSION #FF052909
EXPIRES September 19, 2017
(407) 398-0153 FloridaNotaryService.com

Notary Public

Printed Name: _____

My Commission Expires: _____

ACTION BY WRITTEN CONSENT OF MANAGERS OF
ALTON SOBE, LLC

Whereas, pursuant to the Florida Limited Liability Company Laws and the Operating Agreement of ALTON SOBE, LLC (the "Company"), it is deemed desirable and in the best interests of the Company that the following actions be taken by the Members of the Company pursuant to this written consent; and

Whereas, certain persons on behalf of the Company have may negotiate Contracts for Purchase and Sale, to purchase real property located in Florida (the "Real Property"); and

Whereas, certain persons on behalf of the company may negotiate loans for the purchase of Real Property with the Company,

Whereas, from time to time the Company may require an authorized signatory to sign certain documents including, but not limited to, Purchase and Sale Agreements, Addendums, Closing Statements, or any other Closing Documents so required to consummate a Closing for Real Property or other real estate related documents.

Now, therefore, be it resolved that the undersigned, being all of the Managers and/or Members of the Company, hereby consent to, approve and adopt the following resolutions:

RESOLVED: That Charles Bonney-Ache is, authorized, empowered, and directed to execute and deliver, on behalf of the Company, any required, Contractor Agreements, Sub-Contractor Agreements, Design Professional Agreements, Permit Applications, all documents required for governmental approval, or any other documents so required for construction and development of the property owned by the company located on 929-939 Alton Rd., Miami Beach, FL 33139, and to do all other things, on behalf of the Company, and to carry out any acts necessary related to the Company's development of such property as described herein, to that end; that such empowerment shall be limited until December 31, 2015, and that all actions taken by Charles Bonney-Ache on behalf of the Company in accordance with this resolution are hereby ratified and confirmed.

[SIGNATURES ON THE FOLLOWING PAGE]

Dated this 12th day of May, 2015

Evergreen Overseas Holdings, Inc.,
a Florida corporation, Managing Member

By: _____
Victor Uzan, President

State of Florida
County of Miami-Dade

The foregoing instrument was acknowledged before me this 12th day of May, 2015 by Victor Uzan, President of Evergreen Overseas Holdings, Inc., Manager of Alton Sobe, LLC, a Florida limited liability company, on behalf of said company. He/she [_] is personally known or [X] has produced a driver's license as identification.

[Notary Seal]

NOTARY PUBLIC STATE OF FLORIDA
ERIC J. GRABOIS
MY COMMISSION #FF052909
EXPIRES September 19, 2017
(407) 398-0153 FloridaNotaryService.com

_____
Notary Public

Printed Name: _____

My Commission Expires: _____

CERTIFICATE OF COMPANY RESOLUTION
ALTON SOBE, LLC

The undersigned, being the Manager of ALTON SOBE, LLC (the "Company") does hereby certify that at a duly noticed and held meeting, at which a quorum was present at all times of the Managers and/or Members of the Company, at Miami, Florida on May 12, 2015 upon motion duly made and seconded that the following resolutions were unanimously approved:

RESOLVED:

Wherefore, there has been presented to and discussed at this meeting the empowerment of an authorized signatory for the Company for all matters relating to the purchase, sale and/or financing of real estate transactions.

Resolved that Charles Bonney-Ache is, authorized, empowered, and directed to execute and deliver, on behalf of the Company, any required, Contractor Agreements, Sub-contractor Agreements, design professional agreements, permit applications, all documents required for governmental approval, or any other documents generally so required for construction and development of the property owned by the company located on 929-939 Alton Rd., Miami Beach, FL 33139 and to do all other things, on behalf of the Company, convenient or necessary to carry out the purpose of this resolution and to execute any and all documents, on behalf of the Company, to that end; and

Resolved further that all actions taken by any person on behalf of the Company in the matters referenced herein are hereby ratified and confirmed. I further certify that the foregoing vote(s) are in full force without rescission, modification or amendment.

Dated this ____ day of May, 2015

Evergreen Overseas Holdings, Inc.,
a Florida corporation, Manager

By: _____
Victor Uzan, President

State of Florida
County of Miami-Dade

The foregoing instrument was acknowledged before me this 12th day of May, 2015 by Victor Uzan, President of Evergreen Overseas Holdings, Inc., Manager of Alton Sobe, LLC, a Florida limited liability company, on behalf of said company. He/she [_] is personally known or [X] has produced a driver's license as identification.

[Notary Seal]

NOTARY PUBLIC STATE OF FLORIDA
ERIC J. GRABOIS
MY COMMISSION #FF052909
EXPIRES September 19, 2017
(407) 398-0153 FloridaNotaryService.com

_____
Notary Public

Printed Name: _____

My Commission Expires: _____

State of Florida
County of Miami-Dade

The foregoing instrument was acknowledged before me this 12th day of May, 2015 by Victor Uzan, President of Evergreen Overseas Holdings, on behalf of said company. He/she [X] is personally known or [X] has produced a driver's license as identification.

[Notary Seal]

ERIC J. GRABOIS
MY COMMISSION #FF052909
EXPIRES September 19, 2017
(407) 398-0153 FloridaNotaryService.com

Notary Public

Printed Name: _____

My Commission Expires: _____

CERTIFICATE OF CORPORATE RESOLUTION

The undersigned, being the Secretary of Evergreen Overseas Holdings, Inc. (the "Company") does hereby certify that at a duly noticed and held meeting, at which a quorum was present at all times of the Directors and/or Stockholders of the Company, at Miami, Florida on May 12, 2015 upon motion duly made and seconded that the following resolutions were unanimously approved:

RESOLVED:

Wherefore, there has been presented to and discussed at this meeting the empowerment of an authorized signatory for the Company for all matters relating to the purchase, sale and/or financing of real estate transactions.

Resolved that Charles Bonney-Ache is, authorized, empowered, and directed to execute and deliver, on behalf of the Company, any required satisfactions or releases of Notes and Mortgage, on behalf of the Company, to execute and deliver, Purchase and Sale Agreements, and do all other things, on behalf of the Company, convenient or necessary to carry out the purpose of this resolution and to execute any and all documents, on behalf of the Company, to that end; and

Resolved further that all actions taken by any person on behalf of the Company in the matters referenced herein are hereby ratified and confirmed. I further certify that the foregoing vote(s) are in full force without rescission, modification or amendment.

Dated this 12th day of May, 2015

Victor Uzan, President
Evergreen Overseas Holdings, Inc.

State of Florida
County of Miami-Dade

The foregoing instrument was acknowledged before me this 12th day of May, 2015 by Victor Uzan, President of Evergreen Overseas Holdings, Inc., on behalf of said company. He/she [X] is personally known or [X] has produced a driver's license as identification.

[Notary Seal]

ERIC J. GRABOIS
MY COMMISSION #FF052909
EXPIRES September 19, 2017
(407) 398-0153 FloridaNotaryService.com

Notary Public

Printed Name: _____

My Commission Expires: _____