

**PROPOSED RESOLUTIONS
FOR ADOPTION AT A MEETING OF THE BOARD OF DIRECTORS OF
INTERNATIONAL LEADERSHIP OF TEXAS, INC.
ACTING IN ITS CAPACITY AS THE SOLE MEMBER OF
INTERNATIONAL LEADERSHIP OF TEXAS – GLOBAL
APPROVING RESTATED GLOBAL CERTIFICATE OF FORMATION AND BYLAWS**

RECITATIONS

WHEREAS, Article IV of the Amended and Restated Certificate of Formation of International Leadership of Texas – Global (“**Global**”), filed with the Secretary of State of Texas on October 8, 2014 (the “**Existing Certificate**”), and Section 3.01 of the Bylaws adopted by Global Board of Directors on October 23, 2014 (the “**Global Bylaws**”), provide that International Leadership of Texas, Inc. (the “**Member**”) is the sole corporate member of Global;

WHEREAS, Section 3.03 of the Global Bylaws provides that the Member shall have the right to vote on any amendment to or restatement of Global’s certificate of formation or its bylaws;

WHEREAS, the Board of Directors of the Member has determined that it is in the best interests of the Member to effect a deconsolidation of the Member from Global;

WHEREAS, the Restated Certificate of Formation of Global (the “**Restated Certificate**”), attached hereto as Exhibit A, removes the Member as the sole member of Global and makes other amendments and restatements to the Existing Certificate intended to further facilitate the effective governance of Global;

WHEREAS, the Amended and Restated Bylaws of Global (the “**Restated Bylaws**”), attached hereto as Exhibit B, include amendments and restatements to the Global Bylaws to reflect the removal of the Member as the sole member of Global, to better reflect the current governance practices of Global and further facilitate the effective governance of Global, and to conform the Global Bylaws to the current provisions of the Texas Business Organizations Code.

PROPOSED RESOLUTIONS

BE IT RESOLVED, that the Restated Certificate is hereby approved for filing by Global with the Texas Secretary of State with an effective date of July 1, 2021; and

BE IT FURTHER RESOLVED, that the Restated Bylaws are hereby approved for adoption by the Global Board of Directors, with an effective date of July 1, 2021.

[signature page follows]

PASSED AND APPROVED BY THE MAJORITY OF MEMBERS OF THE BOARD OF DIRECTORS OF INTERNATIONAL LEADERSHIP OF TEXAS, INC. ON THE **21ST DAY OF MAY, 2021.**

Members Voting in Favor of Resolution:

Maj. Gen. James Williams, Board President

Lynne Beach, M.D., Board Vice President

Mr. Tracy Cox, Board Secretary

Dr. Soner Tarim, Board Member

Mr. Peter Gudmundsson, Board Member

Mr. Chris Moreland, Board Member

Ms. Gabriela Smith, Board Member

*The undersigned, being the Secretary of the Corporation, hereby certifies that the foregoing represents a true copy of a Resolution of the Directors of the Corporation, duly held on **May 19, 2021**, which Resolution is in full force and effect and has not been revoked or amended.*

Secretary _____