

**RESOLUTIONS  
OF  
THE BOARD OF DIRECTORS  
OF  
INTERNATIONAL MAP INDUSTRY ASSOCIATION, INC.**

WHEREAS, International Map Industry Association, Inc., previously known as International Map Trade Association, Inc. prior to June 26, 2017, and International Map Dealers Association, Inc. prior to April 22, 1994 (the “**Corporation**”) was formed by the filing of the Articles of Incorporation, which were accepted by the State of Florida Department of State on April 13, 1982.

WHEREAS, the members of the Board of Directors of the Corporation (the “**Directors**”) desire that the Corporation domesticate in the State of Maryland;

WHEREAS, the Directors desire to ratify the officers of the Corporation whose terms have not yet expired; and

WHEREAS, the Corporation is a membership corporation.

NOW THEREFORE, BE IT RESOLVED:

RESOLUTION 1: That the Directors hereby deem it advisable and in the best interests of the Corporation to domesticate in the State of Maryland (the “**Domestication**”) and, accordingly, the Directors hereby (i) adopt and approve the Plan of Domestication attached hereto as Exhibit A (the “**Plan**”), the form of Articles of Domestication attached hereto as Exhibit B (the “**Articles of Domestication**”), the form of Articles of Conversion attached hereto as Exhibit C (the “**Articles of Conversion**”), the form of Articles of Incorporation attached hereto as Exhibit D (the “**Articles of Incorporation**”), and the form of bylaws attached hereto as Exhibit E (the “**Bylaws**”), (ii) direct that the Plan, the Articles of Domestication, the Articles of Conversion, the Articles of Incorporation and the Bylaws (collectively, the “**Plan Documents**”) be submitted to the members of the Corporation (the “**Members**”) for their approval, and (iii) recommend that the Members approve the Domestication and the Plan Documents.

RESOLUTION 2: That the proper officers of the Corporation, including, but not limited to, Dave McIlhagga as President of the Corporation, each are hereby authorized and directed to take any and all actions in the name and on behalf of the Corporation that are deemed necessary or appropriate, including making such changes to one or more of the Plan Documents as any of them may approve within the intent and purpose of the above resolutions (with the authority to make such changes being conclusively evidenced by the execution of, or approval of, the Plan Documents as changed) and the preparation, revision, execution, delivery and filing of any of the Plan Documents and any and all other documents, instruments and certificates, in connection with or to carry out the intent of the resolutions set forth above, and any and all such actions are hereby approved, ratified and confirmed in all respects.

RESOLUTION 3: That the election of the following individuals to serve as officers of the Corporation in the position set forth opposite their respective names and whose terms have not yet expired is hereby ratified:

Dave McIlhagga, President  
Bridger DeVille, Secretary  
Trent Stromberg, Treasurer