

**ACTION OF THE MEMBERS
OARC, INC.
OCTOBER 11, 2014**

The members of OARC, Inc. (the "Company") in attendance at the annual meeting of members held on October 11, 2014 considered the following matters and adopted the following resolutions:

Change in Beneficial Membership Category:

WHEREAS, the Company has entered into an annual Participation Agreement with each of its members (a "Participation Agreement"); and

WHEREAS, the Participation Agreement provides for a Beneficial Membership category as reflected on Schedule A of the Participation Agreement; and

WHEREAS, it is in the best interests of the Company and its members to change such category so that Beneficial Members will instead be deemed "Supporters," without the requirement to pay member dues nor the right to vote on member issues;

NOW THEREFORE, IT IS RESOLVED, that the Beneficial Membership category shall no longer be available and Beneficial Members shall instead be deemed Supporters, effective as of the date hereof; and

FURTHER RESOLVED, that the officers of the Company are hereby authorized to take all actions necessary and appropriate to implement the above Resolution.

The Secretary of the Company shall incorporate this Action of the Members into the official minutes of the members' meeting held on the date hereof.

Dated: October 11, 2014

Keith N. Mitchell, Secretary