

CONSENT OF
THE SOLE SHAREHOLDER AND SOLE DIRECTOR OF
WILLIAM S. BARBER & ASSOCIATES, INC.
REGARDING
PELHAM SALE

Effective as of August 8, 2025

The undersigned, as the sole shareholder and sole director of WILLIAM S. BARBER & ASSOCIATES, INC., a Georgia corporation in liquidation (the "Company"), acting by the authority vested in me under the bylaws of the Company and applicable law, do consent to the adoption of the following resolutions:

WHEREAS, in my capacity as CEO of the Company, I have executed on behalf of the Company that certain Contract of Purchase and Sale (the "Agreement") by and among the Company and WELCH PROPERTIES, LLC dated July 23, 2025 concerning the Company's real property at 211 Industrial Park Drive, Pelham, Alabama (the "Property") (together with the other matters discussed in the Agreement, the "Transaction"), a copy of which is attached to these resolutions; and

WHEREAS, I deem it to be in the best interests of the Company that the Agreement be ratified and approved by the shareholder and director of the Company on the terms described in the Agreement;

NOW, THEREFORE, IT IS:

RESOLVED, that the terms and conditions of the Agreement presented to me, and the mode of carrying it into effect set forth in the Agreement, be and are hereby ratified and approved; and

RESOLVED FURTHER, that the execution, delivery and performance of the Agreement be and are hereby ratified, approved and confirmed; and

RESOLVED FURTHER, that the entry into and performance by the Company of its obligations under the Agreement is in the best interests of, and for the benefit of, the Company; and

RESOLVED FURTHER, that undersigned, as CEO of the Company, and all other executive officers of the Company, are ratified, authorized and directed to execute the Agreement in the name and on behalf of the Company; and


RESOLVED FURTHER, that all preparations for and conduct of the above matters be carried out in full compliance with all applicable laws and regulations; and

RESOLVED FURTHER, that each such executive officers be, and hereby are, authorized, directed, and empowered for and in the name and on behalf of the Company to execute, file, and deliver any and all other instruments, documents, and certificates, and to take such further and other actions as they may deem necessary, advisable, or proper to effectuate the intent and purpose of these resolutions.

RESOLVED FURTHER, that any action taken by the CEO prior to the date hereof in connection with the foregoing resolutions be and is hereby ratified, approved, adopted and confirmed as if such act had been presented to and approved by the Company, prior to it being taken.

IN WITNESS WHEREOF, the undersigned have executed this Unanimous Written Consent as of the date first above written.

William S. Barber & Associates, Inc.


Susan Barber Franklin, as sole director



William S. Barber, as sole shareholder
By Susan B. Franklin, proxyholder pursuant to
Durable Power of Attorney dated June 14, 2024.

EXHIBIT A

Property Address: 211 Industrial Park Drive, Pelham, AL 35124

A parcel of land located in the Southeast 1/4 of the Northeast 1/4 of Section 14, Township 20 South, Range 3 West, Shelby County, Alabama, more particularly described as follows: Commence at the Northeast corner of said 1/4 1/4 Section; thence turn an interior clockwise angle of 69 deg. 03 min. 45 sec. as measured from the East line of said 1/4 1/4 Section and run in a Southwesterly direction for a distance of 777.02 feet to a point; thence turn an angle to the right of 17 deg. 35 min. 30 sec. and run in a Westerly direction for a distance of 96.43 feet to the point of beginning, said point being an iron pin set; thence continue along last stated course for a distance of 71.41 feet to an iron pin set; thence turn an angle to the left of 73 deg. 34 min. 46 sec. and run in a Southwesterly direction for a distance of 232.65 feet to a PK nail set; thence turn an angle to the left of 88 deg. 50 min. 00 sec. and run in a Southeasterly direction for a distance of 68.51 feet to a PK nail set; thence turn an angle to the left of 91 deg. 10 min. 00 sec. and run in a Northeasterly direction for a distance of 254.24 feet to the point of beginning; being situated in Shelby County, Alabama.



Filed and Recorded
Official Public Records
Judge of Probate, Shelby County Alabama, County
Clerk
Shelby County, AL
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Allie S. Bayl