

SPECIAL MEETING OF THE MEMBERS

A special meeting of the Members of Navitas Assets, L.L.C. ("NALLC") was held on December 4, 2020 at 3186 Airway Ave. Ste. D Costa Mesa, California at 3 o'clock PM, pursuant to the waiver of notice duly executed by the Members.

The meeting was called to order by Richard Varner, Chief Executive Officer (CEO), who presided, and Thomas Hartline, secretary, acted as secretary of the meeting.

Upon calling the roll the secretary reported that the following officers were present:

Richard Varner

Thomas Hartline

said persons being all of the directors.

The CEO declared a quorum of the officers to be present.

The chairman directed the secretary to annex to the minutes of this meeting the waiver of notice thereof.

The chairman presented the Asset Purchase Agreement dated November 30, 2020, wherein B&H Gas Company, Inc., located in Floyd County, Kentucky, and Johnson County Gas Company, Inc., located in Johnson County, Kentucky, have agreed to sell, and NALLC agreed to purchase, the assets in their respective gas utility systems subject to the approval of the Kentucky Public Utility Commission. The chairman then presented, and the secretary then read to the meeting the following resolution. The proposed resolution was then fully discussed and, on motion duly made and seconded, the following resolution was unanimously adopted:

1. RESOLVED that NALLC, pursuant to the terms of the Asset Purchase Agreement, assign all of its rights and privileges under the Agreement to Navitas KY NG, LLC for its service areas in order to provide natural gas service to customers.

There being no further business to come before this meeting, upon motion duly made, seconded and unanimously carried, the meeting adjourned.

Approved: _____



CEO


Secretary