

**JOINT WRITTEN CONSENT OF DIRECTORS AND SHAREHOLDERS OF
THE WAY DYNAMIC ANIMAL THERAPY ENCOUNTERS, INC.**

The undersigned, constituting the directors and shareholders of The Way Dynamic Animal Therapy Encounters, Inc., a Georgia corporation (“Corporation”), in accordance with O.C.G.A. §§ 14-2-704 and 14-2-821, consent to the following actions and resolutions being taken and adopted without a meeting and direct that this written consent be filed with the minutes of the directors and shareholders in the minute book of the Corporation. Any notice required by O.C.G.A. §§ 14-2-705 and 14-2-822 is waived pursuant to O.C.G.A. §§ 14-2-706 and 14-2-823.

Adoption of Restated Articles of Incorporation

RESOLVED, that the Restated Articles of Incorporation attached as Exhibit A are approved and adopted and shall be filed with the Secretary of State of the State of Georgia and in the minute book of the Corporation.

Election of Officers

FURTHER RESOLVED, that the officers of the Corporation may consist of a President/CEO, Secretary, and Treasurer/CFO. The officers shall be duly appointed by the shareholders. The following named persons are elected to the offices of the Corporation opposite their respective names, with each such officer to serve until his or her successor is elected and qualified:

Derrick Williamson, Jr.	President/CEO
Derrick Williamson, Jr.	Secretary
Derrick Williamson, Jr.	Treasurer/CFO

The President/CEO shall be the chief executive officer of the Corporation and shall have general and active management of the operation of the Corporation. The President/CEO shall be responsible for the administration of the Corporation, including general supervision of the policies of the Corporation, general and active management of the financial affairs of the Corporation, and shall execute bonds, mortgages, or other contracts under the seal of the Corporation. The President/CEO shall perform such other duties and have such other powers as the shareholders may from time to time delegate.

The Secretary shall keep minutes of all meetings of the shareholders and have charge of the minute book, stock book, and seal of the Corporation, shall authenticate all documents, as needed, and shall perform such other duties and have such other powers as the President/CEO or the shareholders may from time to time delegate.

The Treasurer/CFO shall be charged with the management of the financial affairs of the Corporation and shall have the power to recommend to the President/CEO action concerning the Corporation's affairs.

Closely Held Corporation Election

FURTHER RESOLVED, the Corporation elects to be a Statutory Close Corporation pursuant to O.C.G.A. § 14-2-902.

Election to Opt Out of Board of Directors

FURTHER RESOLVED, the Corporation elects to operate without a board of directors pursuant to O.C.G.A. § 14-2-922.

Election Not to Adopt Bylaws

FURTHER RESOLVED, the Corporation elects not to adopt bylaws pursuant to O.C.G.A. § 14-2-923.

Annual Meeting

FURTHER RESOLVED, the Corporation will not hold an annual meeting each year pursuant to O.C.G.A § 14-2-924(b) unless written notice is delivered to the corporation by one or more shareholders thirty (30) days before the thirty-first day of May requesting such a meeting on the first business day following the thirty-first day of May.

Quorum and Action of Shareholders

FURTHER RESOLVED, at any meeting of the shareholders, a majority of the votes entitled to be cast on a matter shall constitute a quorum. If a quorum exists, action on a matter is approved if the votes cast approving the action exceed the votes cast opposing the action.

Treatment as a Shareholder Agreement

FURTHER RESOLVED, that this written consent shall be adopted as a shareholder agreement by and among all of the shareholders as defined in O.C.G.A. § 14-2-920.

Issuance of Share Certificate

RESOLVED, that the Corporation approves the issuance of Share Certificate Number 1 to Derrick Williamson, Jr. to memorialize his sole ownership of all 1,000 outstanding shares of the Corporation.

Legends Placed on Share Certificates

FURTHER RESOLVED, that the Corporation shall have the following legends that are required by law on the stock certificates:

(a) Legend to Ensure Securities Law Compliance

Shares of the stock of the Corporation have been issued pursuant to exemptions from registration under the federal and state securities laws. Therefore, the following legend warning of a possible restriction on the transfer of shares due to such exemptions is hereby adopted on behalf of each shareholder and the Corporation and shall be placed on each stock certificate:

The shares represented by this certificate have not been registered under the Securities Act of 1933, as amended, or the Georgia Uniform Securities Act of 2008, as amended, in reliance upon exemptions from the registration requirements of such Acts, including, without limitation, paragraph (14) of O.C.G.A. § 10-5-11 of the Georgia Uniform Securities Act of 2008, as amended. The shares represented by this certificate may not be sold or otherwise transferred, nor will an assignee or endorsee hereof be recognized as an owner of the shares by the issuer unless (i) a registration statement under the Securities Act of 1933, as amended, and applicable state securities laws with respect to the shares and the transfer shall then be in effect, (ii) in the opinion of counsel satisfactory to the issuer, the shares are transferred in a transaction which is exempt from the registration requirements of such laws, or (iii) a no-action letter or its then equivalent with respect to such sale or transfer has been issued by the Staff of the Securities and Exchange Commission and by the Securities Division of the State of Georgia, if appropriate. In addition, the shares represented by this certificate are subject to the restrictions on transfer and other terms and conditions set forth in the Shareholder Agreement and may not be offered for sale, pledged, hypothecated, sold, assigned, or transferred except in compliance with the terms and conditions of the Shareholder Agreement.

(b) Closely Held Corporation Legend

Due to the fact that the Corporation is a Statutory Close Corporation, O.C.G.A. § 14-2-910 requires that each certificate of stock contain the following conspicuous notice:

The rights of shareholders in a statutory close corporation may differ materially from the rights of shareholders in other corporations. Copies of the articles of incorporation and bylaws, shareholders' agreements, and other documents, any of which may restrict transfers and affect voting and

other rights, may be obtained by a shareholder on written request to the corporation.


General Authority

FURTHER RESOLVED, that the officers of the Corporation be, and each of them is, authorized and directed to take any and all actions, execute any and all documents, agreements, and instruments, make any and all filings and expenditures, and take any and all steps deemed by them to be necessary, desirable, or appropriate in order to carry out the purpose and intent of and to consummate any of the actions contemplated by any of the foregoing resolutions in the name of and on behalf of the Corporation.

Approval and Ratification

FINALLY RESOLVED, that by signing this written consent all of the above resolutions were approved and ratified by the directors and shareholders.

The undersigned being the directors and shareholders of the Corporation have caused this written consent to be executed on this 15th day of March, 2022.



DERRICK WILLIAMSON, Jr., Director and Shareholder