

**RESOLUTION NO. 1 OF BUTTERFLI TECHNOLOGIES, INC. AUTHORIZING THE FILING OF
AN APPLICATION FOR GRANT FUNDS FROM THE SAN DIEGO ASSOCIATION OF
GOVERNMENTS AND ACCEPTING THE TERMS OF THE GRANT AGREEMENT**

WHEREAS, approximately \$2.3 million of Access for All ("AFA") funding from the California Public Utilities Commission ("CPUC") is available to eligible applicants through the AFA Cycle 2 Call for Projects; and

WHEREAS, Butterfli Technologies, Inc. (the "Company") wishes to receive AFA grant funding from the San Diego Association of Governments ("SANDAG");

NOW, THEREFORE, BE IT RESOLVED by the Company's Board of Directors that the Company is authorized to submit a grant application to SANDAG; and

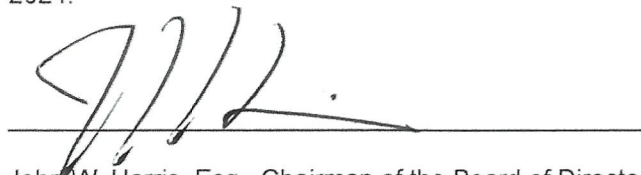
BE IT FURTHER RESOLVED that, if a grant award is made by SANDAG to fund the Company's project entitled Access for All San Diego- AFA-SD ("Project"), the Company commits to providing the match amounts, if any, as listed in the grant application; and

BE IT FURTHER RESOLVED that, if a grant award is made by SANDAG, the Company authorizes staff to accept the grant funds, execute the Grant Agreement with no exceptions in substantially the same form as provided in the Call for Projects, and complete the Project; and

BE IT FURTHER RESOLVED that the Company understands and agrees to comply with all applicable AFA requirements imposed by SANDAG and the CPUC; and

BE IT FURTHER RESOLVED that the Company understands and agrees that SANDAG shall have no liability for costs that may arise associated with the Project which are not included in the Grant Agreement, including but not limited to costs stemming from claims, litigation, changes in law, or force majeure events.

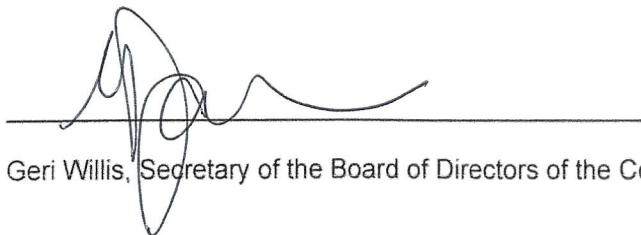
PASSED AND ADOPTED by the Company's Board of Directors this twelfth day of July in the year 2024.



John W. Harris, Esq., Chairman of the Board of Directors of the Company

SECRETARY CERTIFICATE

I, Geri Willis, Secretary of the Board of Directors of the Company, do hereby certify that this is a true and correct copy of resolutions duly adopted by the Board of Directors of the Company and that said resolutions are in full force and effect and have not been amended or rescinded as of the date hereof.



Geri Willis, Secretary of the Board of Directors of the Company