

Spaeth Transfer, Inc.

1229 Hollis Street, Bremerton, WA 98310

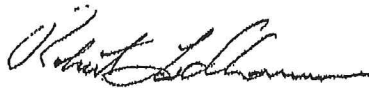
Tel 360.373.6101 • Toll-Free 800.244.5071 • Fax 360.479.5584

Dec. 6, 2016

I, Robert Loidhamer, am retiring due to the medical condition of terminal cancer. As there are no heirs to continue the Spaeth Transfer operation, I have made the decision to offer my business to my very dedicated, long time employee, Jenay Ingalls, who has been employed with Spaeth Transfer for over 21 years in the capacity of one of my sales agents. Over the last year, as my health has declined, she has proven herself to be capable in handling all aspects of operations, working tirelessly with staff, Allied Van Lines, and all business connections, to educate herself in the operation of our household moving and storage business.

Through our attorney, we've created a buy/sell agreement for the purchase of our Allied Van Lines stock to Jenay, we've created a lease agreement for office and warehouse properties, and are in the process of changing all business accounts into Jenay's name.

With Jenay's dedication, knowledge, and business know how, she has proven herself above and beyond capable at ensuring that Spaeth Transfer, Inc. will continue to provide our customers with the quality of service that we have always maintained.



Robert Loidhamer



Jenay Ingalls

CONSENT TO ACTION TAKEN
(Without Meeting)

THE UNDERSIGNED, being all of the shareholders and directors of SPAETH TRANSFER, INC., do hereby consent to the following action taken by the Corporation:

RESOLVED, That the Corporation does hereby acknowledge and approve the sale and transfer of the 220 shares of its Corporation common stock from Robert L. Loidhamer to Jenay Ingalls pursuant to Stock Purchase and Sale Agreement between them dated December 8, 2016.

RESOLVED, That upon Robert L. Loidhamer's surrender of his Replacement Certificate No. 18 for 199 shares, Certificate No. 20 for 20 shares and Certificate No. 21 for 1 share transferring his 220 shares of Corporation stock to Jenay Ingalls, the Corporation shall issue its Certificate No. 22 to Jenay Ingalls for 220 shares of the Corporation's stock.

RESOLVED, That the Corporation acknowledges and approves the Stock Pledge Agreement between Loidhamer and Ingalls dated December 8, 2016, a copy of which is attached hereto, pledging Ingalls Certificate No. 22 for her 220 shares as collateral security by Assignment and delivery to Loidhamer.

RESOLVED, That upon the effective date of such transfers and deliveries, the resignations of Robert L. Loidhamer and Carolyn Loidhamer are accepted.

RESOLVED, That upon such resignations, Jenay Ingalls as the sole shareholder of the Corporation shall be the President, Secretary and Treasurer of the Corporation, and shall be added to all financial accounts as such and Robert L. Loidhamer and Carolyn Loidhamer be removed therefrom.


DATED: As of December 8, 2016


ROBERT L. LOIDHAMER

DATED: As of December 8, 2016


CAROLYN LOIDHAMER

DATED: As of December 8, 2016


JENAY INGALLS

RESIGNATION

I, CAROLYN LOIDHAMER, do hereby resign as a director and officer of Spaeth Transfer, Inc., a Washington corporation, effective as of this date.

DATED the 8th day of December, 2016.


CAROLYN LOIDHAMER

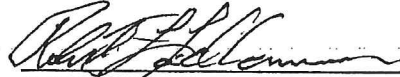
Resignation Accepted
Spaeth Transfer, Inc.

By: 
JENAY INGALLS, President

RESIGNATION

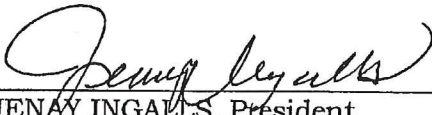
I, ROBERT L. LOIDHAMER, do hereby resign as a director and officer of Spaeth Transfer, Inc., a Washington corporation, effective as of this date.

DATED the 8th day of December, 2016.



ROBERT L. LOIDHAMER

Resignation Accepted
Spaeth Transfer, Inc.

By: 

JENAY INGALLS, President