



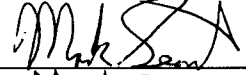
OFFICE OF THE CITY ATTORNEY  
CHARLES PARKIN, City Attorney  
411 West Ocean Boulevard, 9th Floor  
Long Beach, CA 90802-4511

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IN WITNESS WHEREOF, the parties have caused this document to be duly executed with all formalities required by law as of the date first stated above.

BELLINGHAM MARINE INDUSTRIES, INC., a Washington corporation

September 9, 2020

By   
Name Mark Secret  
Title Assistant Secretary

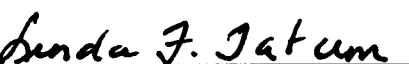
SEPTEMBER 9, 2020

By   
Name ERIC NOEGEL  
Title VP / GENERAL MANAGER

"Contractor"

CITY OF LONG BEACH, a municipal corporation

October 5, 2020

By   
City Manager

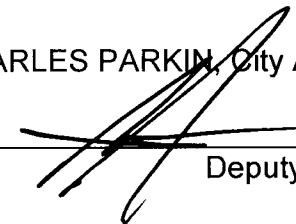
"City"

EXECUTED PURSUANT  
TO SECTION 301 OF  
THE CITY CHARTER.

This First Amendment to Contract No. 35377 is approved as to form on

OCT. 1, 2020.

CHARLES PARKIN, City Attorney

By   
Deputy

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California  
County of SOLANO )

On September 9, 20, before me, Shawna Humphries, Notary Public,  
Here insert name and title of the officer

personally appeared Mark Se Crest and Eric Noegel

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Shawna Humphries  
Signature of Notary Public

(Seal)



**CAPACITY CLAIMED BY SIGNER**

- Individual(s) signing for oneself/themselves
- Corporate Officer(s) of the above named corporation(s)
- Trustee(s) of the above named Trust(s)
- Partner(s) of the above named Partnership(s)
- Attorney(s)-in-Fact of the above named Principal(s)
- Other \_\_\_\_\_

**ACTION BY WRITTEN CONSENT OF  
THE SOLE SHAREHOLDER  
OF  
BELLINGHAM MARINE INDUSTRIES, INC.,  
a Washington corporation  
December 10, 2019**

The undersigned, being the sole shareholder (the "Sole Shareholder") of Bellingham Marine Industries, Inc., a Washington corporation (the "Company"), acting pursuant to Section 23B.07.040 of the Washington Business Corporation Act, hereby waives any and all requirements for the holding of meetings, including without limitation any requirements as to notice thereof, and hereby adopts the following recitals and resolutions effective as of the date set forth above.

**Election of Directors**

**WHEREAS**, Article III, Section 2 of the existing Bylaws of the Company (the "Existing Bylaws"), provides that the authorized number of directors of the Company shall be no more than nine (9) directors and not less than two (2) directors; the specific number to be set by resolution of the Board of Directors or the shareholders;

**WHEREAS**, the Board of Directors had previously appointed the officers of the Company, effective as of October 18, 2019;

**WHEREAS**, the Sole Shareholder desires to set the authorized number of directors and elect directors of the Company;

**WHEREAS**, the Sole Shareholder desires to update the Company's records to reflect the appointments of the officers of the Company, effective as of January 1, 2020;

**NOW, THEREFORE, BE IT RESOLVED**, that the authorized number of directors constituting the Board of Directors shall be set at three (3) directors until changed by resolution of the Board of Directors or the shareholders.

**RESOLVED FURTHER**, that the following individuals, be, and hereby are, elected as directors of the Company as of January 1, 2020 to serve in accordance with the Bylaws and until their successors are duly appointed and qualified.

Joseph J. Ueberroth

Tina M. Jeffcoat

Crystal Greear

**RESOLVED FURTHER**, that the following individuals, be, and hereby are, elected as officers of the company effective January 1, 2020 to serve in accordance with the Bylaws and until their successors are duly appointed and qualified.

Joseph J. Ueberroth	CEO
Tina M. Jeffcoat	Secretary and Vice President of Administration
Crystal Greear	CFO
Craig S. Funston	Vice President of Engineering
Mark Secrest	Assistant Secretary
James R. Puder	Vice President, Southwest Division Manager
Eric Noegel	Vice President, Southwest Division Manager
Robert C. Rasmussen	Vice President, Northwest Division Manager
Kevin Thompson	Vice President, Southeast Division Manager

**General Corporate Authority and Director Fees**

**RESOLVED FURTHER**, that each of the officers of the Company is authorized, directed, and empowered, in the name and on behalf of the Company and understand its corporate seal or otherwise, to execute and deliver any and all such further documents, applications, certificates, agreements or any other instruments or documents or amendments thereto, to pay all such expenses, and to do and to cause to be done any and all other acts and things as such officers may, in their discretion, deem necessary or appropriate to carry out the purposes of the foregoing

resolutions; and that the taking of each such action shall be conclusive evidence of its necessity or advisability.

**RESOLVED FURTHER**, that the officers and directors of the Company be, and each of them hereby is, authorized and directed, on behalf of the Company, to take such other and further action and to execute such other and further documents and instruments as may be necessary or advisable or appropriate to carry out the intent of the foregoing resolutions.

**RESOLVED FURTHER**, that the directors may be compensated for reasonable expenses, if any, incurred for attendance at each meeting of the Board of Directors, but shall not be paid a fixed sum for attendance at such meetings nor receive a stated salary for service as a director.

**Ratification**

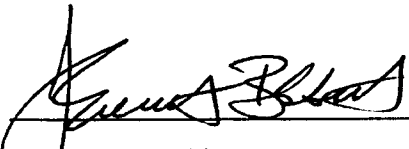
**RESOLVED FURTHER**, that any prior resolution or arrangement for payment of fees or fixed sums for attendance at meetings of the Board of Directors is hereby revoked.

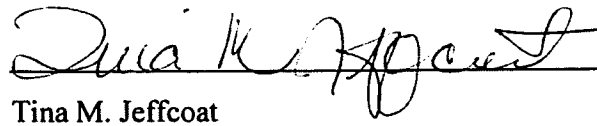
**RESOLVED FURTHER**, that all acts and things heretofore done by any director of the Company, on or prior to the date hereof be, and the same hereby are, in all respects ratified, confirmed, approved and adopted as acts on behalf of the Company.

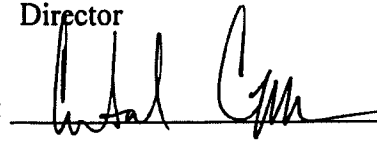
*[Signature Page Follows]*

IN WITNESS WHEREOF, the undersigned have executed this Action by Written Consent as of the date set forth above. This Action by Written Consent may be executed by facsimile transmission and such facsimile shall be valid and binding to the same extent as if it were an original.

**BMI ACQUISITION COMPANY,**  
a Washington Corporation

By:   
\_\_\_\_\_  
J. Everett Babbitt  
Director

By:   
\_\_\_\_\_  
Tina M. Jeffcoat  
Director

By:   
\_\_\_\_\_  
Crystal Greear  
Director