

BRD LAND & INVESTMENT, a South Carolina Partnership

WRITTEN CONSENT TO ACTION BY ITS MANAGING PARTNER

The undersigned, being the sole Director (and, therefore, constituting the entire board of directors, the "Board")¹ of BRD Land & Investment Management, LLC, a North Carolina limited liability company (the "Managing Partner"), acting in its capacity as the Managing Partner of BRD Land & Investment, a partnership under the laws of the State of South Carolina (the "Partnership"), does hereby adopt the following resolutions:

RESOLVED that, in the business judgment of the Board, due to the circumstances affecting the Partnership, it is desirable and in the best interests of the Partnership, its creditors, members, clients, and other interested parties that a petition should be filed by the Partnership seeking relief under Chapter 11 of the Bankruptcy Code (the "Chapter 11 Case"), and the filing of such petition is authorized hereby; and it is further

RESOLVED that Lindsay Jarvis and William A. Barbee, Chief Restructuring Officer of the Partnership, (the "Authorized Officers") in such capacity individually are hereby authorized, empowered and directed on behalf of the Partnership to execute, deliver and verify a petition in the name of the Partnership under Chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the Western District of North Carolina ("Bankruptcy Court") in such form and at such time as the Authorized Officers executing said petition on behalf of the Partnership shall determine appropriate, and the execution and delivery thereof by the Authorized Officers shall be conclusive evidence of the Authorized Officers' determination and the undersigned Managing Partner's approval thereof; and it is further

RESOLVED that the Authorized Officers, be and hereby are, authorized, directed and empowered, on behalf of and in the name of the Partnership, to execute, deliver, verify, and/or file, or cause to be filed and/or executed or verified (or direct others to do so on their behalf as provided herein) all documents necessary or appropriate in connection with the filing of said bankruptcy petition, including, without limitation, all petitions, affidavits, schedules, motions, lists, applications, pleadings, and other papers, in such form as the Authorized Officers shall determine appropriate, such execution, delivery, verification and/or filing to be conclusive evidence of the Authorized Officers' determination and the Partnership's approval thereof and in that connection to employ and retain all assistance by legal counsel, accountants and other professionals and to take any and all action which he deems necessary or proper in connection with the Chapter 11 Case, with a view to the successful prosecution of such case; and it is further

RESOLVED, that the Authorized Officers in the name and on behalf of the Partnership, hereby are authorized, empowered, and directed, in the name and on behalf of the Partnership, to negotiate post-petition debtor-in-possession financing on behalf of the Partnership and to file or cause to be filed a motion with the Bankruptcy Court seeking approval of such financing; and it is further

¹ Capitalized terms not defined herein shall have the definition given to them in the BRD Land & Investment Management, LLC, Operating Agreement and the BRD Land & Investment Partnership Agreement, as applicable, and as those agreements have heretofore been amended and are in effect as of the date hereof.



RESOLVED, that the Authorized Officers in the name and on behalf of the Partnership be, and hereby are, authorized, empowered, and directed, in the name and on behalf of the Partnership, to negotiate a sale or sales of some or all of the assets of the Partnership and to file or cause to be filed a motion with the Bankruptcy Court seeking approval of such sale or sales; and it is further

RESOLVED that the law firm of Rayburn Cooper & Durham, P.A., 227 West Trade Street, Suite 1200, Charlotte, North Carolina 28202, is hereby employed as attorneys for the Partnership in the Chapter 11 Case and in related matters, on such terms and conditions as the Lindsay Jarvis shall approve and said firm shall agree; and it is further

RESOLVED that William A. Barbee of the firm GreerWalker LLP, 227 West Trade Street, Suite 1100, Charlotte, North Carolina, 28202, is hereby employed as Chief Restructuring Office for the Partnership in the Chapter 11 Case and in related matters, on such terms and conditions as the Lindsay Jarvis shall approve and said firm shall agree; and it is further

RESOLVED that the Authorized Officers be, and hereby are, authorized on behalf of and in the name of the Partnership, as debtor and debtor-in-possession, to enter into and to execute and deliver such agreements, instruments and any and all other documents and amendments that the Authorized Officers determines necessary or appropriate to facilitate the transactions contemplated by the foregoing resolutions; and it is further

RESOLVED that the Authorized Officers be, and hereby are, authorized, in the name and on behalf of the Partnership to take or cause to be taken any and all such further action and to enter into and to execute and deliver or cause to be executed or delivered all such further agreements, documents, certificates and undertakings, and to incur all such fees and expenses as in his judgment shall be necessary, appropriate or advisable to effectuate the purpose and intent of any and all of the foregoing resolutions, as the Authorized Officers shall determine necessary, proper or desirable, such taking of action and/or execution and/or delivery of such documents to be conclusive evidence of the Authorized Officers' determination and the Partnership's approval thereof and it is further

RESOLVED that all actions previously taken by the Authorized Officers in the name and on behalf of the Partnership in furtherance of any or all of the proceeding resolutions be, and the same hereby are, ratified, confirmed and approved as acts of the Partnership; and it is further

RESOLVED that the undersigned Managing Partner hereby confirms that these resolutions supersede any prior resolutions of the Partnership, if any, that are inconsistent with these resolutions solely to the extent of any such inconsistency; and it is further

RESOLVED that the undersigned Managing Partner hereby authorizes the Secretary or other officer of the Partnership or the Managing Partner to make such corrective or minor modifications or additions to the foregoing resolutions as shall be deemed necessary or appropriate, so long as the resolutions, as so modified or supplemented, effect the intent and purposes of these resolutions.

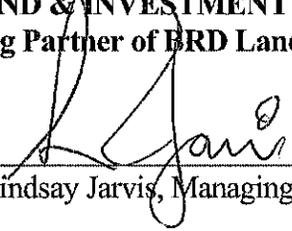
RESOLVED that these resolutions may be executed in one or more counterparts, each of which shall be deemed to be an original and all of which together shall constitute one and the same instrument

for purposes of these resolutions, a facsimile copy, an email of a PDF file containing a copy of the signature page or the electronic signature of any person executing these resolutions shall be effective as an original signature and effective as an execution counterpart thereof.

RESOLVED that these resolutions shall be recorded as minutes of the Partnership.

IN WITNESS WHEREOF, the undersigned has adopted these Resolutions of the Board of the Managing Partner for the Partnership on this 23rd day of February, 2026.

**BRD LAND & INVESTMENT MANAGEMENT, LLC,
Managing Partner of BRD Land & Investments**


_____[SEAL]
Vernon Lindsay Jarvis, Managing Director and Sole Director

