

ADOPTING RESOLUTION

The undersigned authorized representative of KW Resort Utilities Corp. (the Employer) hereby certifies that the following resolutions were duly adopted by the Employer, and that such resolution has not been modified or rescinded as of the date hereof:

RESOLVED, that this amendment, presented to this meeting is hereby approved and adopted and that an authorized representative of the Employer is hereby authorized and directed to execute and deliver to the Plan Administrator the amendment.

The undersigned further certifies that attached hereto as Exhibit A is a true copy of this amendment, to KW RESORT UTILITIES CORP. PROFIT SHARING PLAN & TRUST approved and adopted in the foregoing resolution.

Date: 2-2-18

Signed: 

William L Smith Jr
[print name/title]

EXHIBIT A

AMENDMENT TO
KW RESORT UTILITIES CORP. PROFIT SHARING PLAN & TRUST

BY THIS AGREEMENT, KW RESORT UTILITIES CORP. PROFIT SHARING PLAN & TRUST (herein referred to as the "Plan") is hereby amended as follows, effective as of January 1, 2018, except as otherwise provided herein:

1. The following paragraph is added to Section 3.1:

(b) **Eligibility waived.** The age and service requirements are waived for any Eligible Employee employed on December 31, 2017.

IN WITNESS WHEREOF, this amendment has been executed this 22nd day of

Feb. 2018

KW Resort Utilities Corp.

[Signature] Chairman
EMPLOYER

SUMMARY PLAN DESCRIPTION MATERIAL MODIFICATIONS

I INTRODUCTION

This is a Summary of Material Modifications regarding the KW RESORT UTILITIES CORP. PROFIT SHARING PLAN & TRUST ("Plan"). Unless stated otherwise, the modifications described in this summary are effective as of January 1, 2018. This is merely a summary of the most important changes to the Plan and information contained in the Summary Plan Description ("SPD") previously provided to you. It supplements and amends that SPD so you should retain a copy of this document with your copy of the SPD. If you have any questions, contact the Administrator. If there is any discrepancy between the terms of the Plan, as modified, and this Summary of Material Modifications, the provisions of the Plan will control.

II SUMMARY OF CHANGES

Eligibility Conditions. You will be eligible to participate when you have completed one (1) Year of Service and have attained age 21. However, you will actually enter the Plan once you reach the Entry Date as described below.

The age and service requirements are waived for any Eligible Employee employed on December 31, 2017.

Entry Date. Your Entry Date will be the first day of the Plan Year or the first day of the seventh month of the Plan Year coinciding with or next following the date you satisfy the eligibility requirements.

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The undersigned further certifies that attached hereto as Exhibit A is a true copy of this amendment, to KW RESORT UTILITIES CORP. PROFIT SHARING PLAN & TRUST approved and adopted in the foregoing resolution.

Date: 2-22-18

Signed: 

William L Smith Jr
[print name/title]

Chairman of Board

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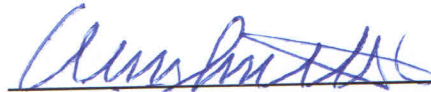
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