

**OMNIBUS WRITTEN CONSENT
OF
THE GOVERNING BODIES
OF
GOVERNMENT BRANDS INTERMEDIATE, LLC
GOVERNMENT BRANDS, LLC
GOVERNMENT BRANDS HOLDCO, INC.
EGOVERNMENT SOLUTIONS, LLC
NCOURT, LLC
VALUE PAYMENT SYSTEMS, LLC
STURGIS WEB SERVICES CORPORATION
QSCEND TECHNOLOGIES, INC.
GOVOFFICE, LLC
SOFTWARE CONSULTING ASSOCIATES INC.
BILL2PAY, LLC
SYSCON, INC.
COURT INNOVATIONS INCORPORATED
ICON HOLDCO, INC.
PIONEER TECHNOLOGY GROUP, LLC
PIONEER RECORDS MANAGEMENT, LLC
DATA DESIGN, INC.
GCS SOFTWARE, INC.
GOVTECH SERVICES, INC.
GOV TECH MARKETING INC.
PCI LLC
AND
MOMIX SOLUTIONS, INC.**

March 4, 2020

The undersigned, being (i) the sole members (each, a “Member” and together, the “Members”) or (ii) all of the members of the boards of directors (each, a “Board” and together, the “Boards” and together with the Members, the “Governing Bodies”) of each of the entities listed on Exhibit A attached hereto (each, a “Company” and together, the “Companies”), in lieu of holding a meeting, do hereby adopt the resolutions set forth herein and any and all actions contemplated thereby which shall have the same force and effect as if adopted at a duly noticed and convened meeting held on the effective date hereof:

I. Removal and Appointment of Officers

WHEREAS, the Governing Bodies have the authority, pursuant to the respective governing documents of each of the Companies and/or applicable governing law, to (i) remove any existing officer of each of the Companies, and (ii) appoint any person as an officer of each of the Companies who shall have such powers and perform such duties incident to such person’s office as may from time to time be conferred upon or assigned to him or her by the Governing Bodies;

WHEREAS, the Governing Bodies (i) desire to remove all existing officers of each of the Companies and (ii) have determined such removals to be necessary, advisable and in the best interests of each of the Companies; and

WHEREAS, the Governing Bodies (i) desire to appoint certain individuals as officers of each of the Companies in accordance with Schedule I attached hereto and (ii) have determined such appointments to be necessary, advisable and in the best interests of each of the Companies.

NOW, THEREFORE, BE IT RESOLVED, that all existing officers of each of the Companies are hereby removed from such officer's respective office without cause, effective as of the date hereof;

FURTHER RESOLVED, that the individuals listed on Schedule I attached hereto are hereby elected to serve as officers of each of the Companies in the capacities set forth opposite their respective names, effective as of the date hereof, each to hold such office until his or her successor shall be duly elected and qualified or until his or her earlier death, resignation or removal; and

FURTHER RESOLVED, that after giving effect to the above removal and elections, the individuals listed on Schedule I attached hereto shall represent a complete list of the officers of each of the Companies as of the date hereof.

II. General Authorization and Ratification of Past Acts

RESOLVED, that any duly-authorized officer of each of the Companies (each, an "Officer") be, and the same hereby is, authorized, empowered and directed, in the name and on behalf of each applicable Company, to execute and deliver all documents, instruments and other agreements, to waive any and all conditions and to do all things necessary and helpful to carry out the purposes of the foregoing resolutions; and all acts and deeds of the Officers of each Company which are consistent therewith be, and the same hereby are, in all respects, ratified, approved, and adopted as the acts and deeds of each of the Companies, as applicable.


FURTHER RESOLVED, that each and every action taken by an Officer prior to the date of the adoption of the foregoing resolutions which would have been authorized but for the fact that such actions were taken prior to such date be, and each hereby is, ratified, approved, confirmed, and adopted in all respects.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned, being the Governing Bodies, have executed this written consent and made it to be effective as of the date written above.

**SOLE MEMBER OF GOVERNMENT BRANDS
INTERMEDIATE, LLC:**

GOVERNMENT BRANDS HOLDINGS, LLC

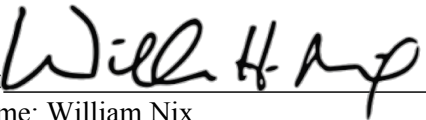
By _____

Name: William Nix

Title: Vice President and Secretary

**SOLE MEMBER OF GOVERNMENT BRANDS,
LLC:**

GOVERNMENT BRANDS INTERMEDIATE, LLC

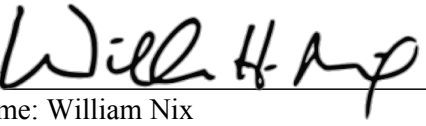
By: _____

Name: William Nix

Title: Vice President and Secretary


**SOLE MEMBER OF EACH OF EGOVERNMENT
SOLUTIONS, LLC,
NCOURT, LLC,
VALUE PAYMENT SYSTEMS, LLC,
GOVOFFICE, LLC,
BILL2PAY, LLC,
PIONEER TECHNOLOGY GROUP, LLC AND
PCI LLC:**

GOVERNMENT BRANDS, LLC

By: 
Name: William Nix
Title: Vice President and Secretary

**SOLE MEMBER OF PIONEER RECORDS
MANAGEMENT, LLC:**

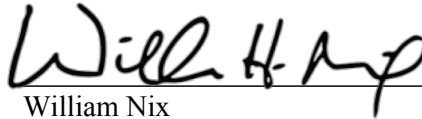
PIONEER TECHNOLOGY GROUP, LLC

By _____

Name: William Nix

Title: Vice President

**BOARD OF DIRECTORS OF EACH OF
GOVERNMENT BRANDS HOLDCO, INC.,
STURGIS WEB SERVICES CORPORATION,
QSCEND TECHNOLOGIES, INC.,
SOFTWARE CONSULTING ASSOCIATES INC.,
SYSCON, INC.,
COURT INNOVATIONS INCORPORATED,
ICON HOLDCO, INC.,
DATA DESIGN, INC.,
GCS SOFTWARE, INC.,
GOVTECH SERVICES, INC.,
GOV TECH MARKETING INC. AND
MOMIX SOLUTIONS, INC.:**

A handwritten signature in black ink, appearing to read "Will H. Nix", written over a horizontal line.

William Nix

Tullio Purtill

John Kristel

**BOARD OF DIRECTORS OF EACH OF
GOVERNMENT BRANDS HOLDCO, INC.,
STURGIS WEB SERVICES CORPORATION,
QSCEND TECHNOLOGIES, INC.,
SOFTWARE CONSULTING ASSOCIATES INC.,
SYSCON, INC.,
COURT INNOVATIONS INCORPORATED,
ICON HOLDCO, INC.,
DATA DESIGN, INC.,
GCS SOFTWARE, INC.,
GOVTECH SERVICES, INC.,
GOV TECH MARKETING INC. AND
MOMIX SOLUTIONS, INC.:**

William Nix



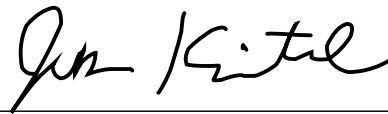
Tullio Purtill

John Kristel

**BOARD OF DIRECTORS OF EACH OF
GOVERNMENT BRANDS HOLDCO, INC.,
STURGIS WEB SERVICES CORPORATION,
QSCEND TECHNOLOGIES, INC.,
SOFTWARE CONSULTING ASSOCIATES INC.,
SYSCON, INC.,
COURT INNOVATIONS INCORPORATED,
ICON HOLDCO, INC.,
DATA DESIGN, INC.,
GCS SOFTWARE, INC.,
GOVTECH SERVICES, INC.,
GOV TECH MARKETING INC. AND
MOMIX SOLUTIONS, INC.:**

William Nix

Tullio Purtill

A handwritten signature in black ink, appearing to read "John Kristel", written over a horizontal line.

John Kristel

EXHIBIT A

1. Government Brands Intermediate, LLC
2. Government Brands, LLC
3. Government Brands Holdco, Inc.
4. eGovernment Solutions, LLC
5. Ncourt, LLC
6. Value Payment Systems, LLC
7. Sturgis Web Services Corporation
8. qscend technologies, inc.
9. GovOffice, LLC
10. Software Consulting Associates Inc.
11. Bill2Pay, LLC
12. SysCon, Inc.
13. Court Innovations Incorporated
14. ICON Holdco, Inc.
15. Pioneer Technology Group, LLC
16. Pioneer Records Management, LLC
17. Data Design, Inc.
18. GCS Software, Inc.
19. GovTech Services, Inc.
20. Gov Tech Marketing Inc.
21. PCI LLC
22. Momix Solutions, Inc.

SCHEDULE I

Government Brands Intermediate, LLC	
Chief Executive Officer	John Kristel
President & Treasurer	Ross Croley
Vice President & Secretary	William Nix
Chief Financial Officer	David Winters
Government Brands, LLC	
Chief Executive Officer	John Kristel
President & Treasurer	Ross Croley
Vice President & Secretary	William Nix
Chief Financial Officer	David Winters
Authorized Signatory	Tullio Purtill
Government Brands Holdco, Inc.	
Chief Executive Officer	John Kristel
President & Treasurer	Ross Croley
Vice President & Secretary	William Nix
Chief Financial Officer	David Winters
eGovernment Solutions, LLC	
Chief Executive Officer	Joseph M. Padgett
Chief Financial Officer	David Winters
President	John Kristel
Vice President and Secretary	William Nix
nCourt, LLC	
General Manager	Adam Wilkins
Chief Financial Officer	David Winters
President	John Kristel
Vice President and Secretary	William Nix
Value Payment Systems, LLC	
Chief Executive Officer	Scott Slusser
Chief Financial Officer	David Winters
President	John Kristel
Vice President and Secretary	William Nix
Sturgis Web Services Corporation	
Chief Financial Officer	David Winters
President	John Kristel
Vice President and Secretary	William Nix
qscend technologies, inc.	
Chief Executive Officer	Keith LeBeau
Chief Financial Officer	David Winters
President	John Kristel
Vice President and Secretary	William Nix
GovOffice, LLC	
Chief Executive Officer	Keith LeBeau
Chief Financial Officer	David Winters
President	John Kristel

Vice President and Secretary	William Nix
Software Consulting Associates Inc.	
Chief Executive Officer	William A. LaBossier
Chief Financial Officer	David Winters
President	John Kristel
Vice President and Secretary	William Nix
Bill2Pay, LLC	
Chief Executive Officer	Rick Stierwalt
Chief Financial Officer	David Winters
President	John Kristel
Vice President and Secretary	William Nix
SysCon, Inc.	
General Manager	Tommy Howell
Chief Financial Officer	David Winters
President	John Kristel
Vice President and Secretary	William Nix
Court Innovations Incorporated	
Chief Executive Officer	MJ Cartwright
Chief Financial Officer	David Winters
President	John Kristel
Vice President and Secretary	William Nix
ICON Holdco, Inc.	
Chief Executive Officer	Marty Hahn
Chief Financial Officer	David Winters
President	John Kristel
Vice President and Secretary	William Nix
Pioneer Technology Group, LLC	
Chief Executive Officer	Kevin Koon-Koon
Chief Financial Officer	David Winters
President	John Kristel
Vice President and Secretary	William Nix
Pioneer Records Management, LLC	
Chief Executive Officer	Kevin Koon-Koon
Chief Financial Officer	David Winters
President	John Kristel
Vice President and Secretary	William Nix
Data Design, Inc.	
Chief Executive Officer	Terry Denney
Chief Financial Officer	David Winters
President	John Kristel
Vice President and Secretary	William Nix
GCS Software, Inc.	
Chief Executive Officer	Terry Denney
Chief Financial Officer	David Winters
President	John Kristel
Vice President and Secretary	William Nix

GovTech Services, Inc.	
Chief Executive Officer	Marcus Carr
Chief Financial Officer	David Winters
President	John Kristel
Vice President and Secretary	William Nix

Gov Tech Marketing Inc.	
Chief Executive Officer	Marcus Carr
Chief Financial Officer	David Winters
President	John Kristel
Vice President and Secretary	William Nix

PCI LLC	
Chief Executive Officer	Alastair D.W. Main
Chief Financial Officer	Dave Winters
President	John Kristel
Vice President and Secretary	William Nix

Momix Solutions, Inc.	
Chief Executive Officer	Erin Latham
Chief Financial Officer	David Winters
President	John Kristel
Vice President and Secretary	William Nix