

Fill in this information to identify the case:

Debtor 1 Gold's Texas Holdings Group, Inc.

Debtor 2 _____
(Spouse, if filing)

United States Bankruptcy Court for the: Northern District of Texas, Dallas Division

Case number 20-31337-hdh11

E-Filed on 09/03/2020
Claim # 285

Official Form 410

Proof of Claim

04/19

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense. Make such a request according to 11 U.S.C. § 503.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. **Do not send original documents;** they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.

Part 1: Identify the Claim

1. Who is the current creditor?		<u>Westport Group, Inc.</u> Name of the current creditor (the person or entity to be paid for this claim)	
		Other names the creditor used with the debtor _____	
2. Has this claim been acquired from someone else?		<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. From whom? _____	
3. Where should notices and payments to the creditor be sent? Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)	Where should notices to the creditor be sent?		Where should payments to the creditor be sent? (if different)
	<u>Christopher Stanley</u> Name		<u>Scott Johnston</u> Name
	<u>Sneed, Vine & Perry, P.C. 108 East 8th Street</u> Number Street		<u>Westport Group, Inc. 1008 Rock St.</u> Number Street
	<u>Georgetown</u> City	<u>TX</u> State	<u>78626</u> ZIP Code
	<u>(512) 930-9775 x330</u> Contact phone		<u>(512) 336-8111 x140</u> Contact phone
<u>cstanley@sneedvine.com</u> Contact email		<u>sjohnston@westport-group.com</u> Contact email	
Uniform claim identifier for electronic payments in chapter 13 (if you use one): _____			
4. Does this claim amend one already filed?		<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Claim number on court claims registry (if known) _____	
		Filed on _____ MM / DD / YYYY	
5. Do you know if anyone else has filed a proof of claim for this claim?		<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Who made the earlier filing? _____	

Part 2: Give Information About the Claim as of the Date the Case Was Filed

6. Do you have any number you use to identify the debtor? ☒ No
☐ Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: _____

7. How much is the claim? \$ 138,037.90. Does this amount include interest or other charges?
☒ No
☐ Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).

8. What is the basis of the claim? Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card.
Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c).
Limit disclosing information that is entitled to privacy, such as health care information.

Services Performed

9. Is all or part of the claim secured? ☒ No
☐ Yes. The claim is secured by a lien on property.
Nature of property:
☐ Real estate. If the claim is secured by the debtor's principal residence, file a *Mortgage Proof of Claim Attachment* (Official Form 410-A) with this *Proof of Claim*.
☐ Motor vehicle
☐ Other. Describe: _____

Basis for perfection: _____
Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)

Value of property: \$ _____
Amount of the claim that is secured: \$ _____
Amount of the claim that is unsecured: \$ _____ (The sum of the secured and unsecured amounts should match the amount in line 7.)

Amount necessary to cure any default as of the date of the petition: \$ _____

Annual Interest Rate (when case was filed) _____ %
☐ Fixed
☐ Variable

10. Is this claim based on a lease? ☒ No
☐ Yes. Amount necessary to cure any default as of the date of the petition. \$ 0.00

11. Is this claim subject to a right of setoff? ☒ No
☐ Yes. Identify the property: _____

12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

☒ No

☐ Yes. Check one:

☐ Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).

☐ Up to \$3,025* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).

☐ Wages, salaries, or commissions (up to \$13,650*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).

☐ Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).

☐ Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).

☐ Other. Specify subsection of 11 U.S.C. § 507(a)() that applies.

Amount entitled to priority

\$ 0.00

\$ 0.00

\$ 0.00

\$ 0.00

\$ 0.00

\$ 0.00

* Amounts are subject to adjustment on 4/01/22 and every 3 years after that for cases begun on or after the date of adjustment.

Part 3: Sign Below

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

☐ I am the creditor.

☒ I am the creditor's attorney or authorized agent.

☐ I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.

☐ I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date 09/03/2020
MM / DD / YYYY

Christopher Stanley
Signature

Print the name of the person who is completing and signing this claim:

Name Christopher Stanley
First name Middle name Last name

Title Shareholder

Company Sneed, Vine & Perry, P.C.
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address
Number Street

City State ZIP Code

Contact phone Email

Attachment 1 - Westport Proof of Claim Supporting Documents.pdf

Description -

WESTPORT GROUP, INC.

4000 Sunrise Road
Round Rock, Texas 78665
Tele 512 / 336 – 8111 Fax 512 / 336 – 1110
rquick@westport-group.com

05/31/2019

Shane Armstrong
Senior Director, Design & Construction Gold's Gym
4001 Maple Avenue, Suite 200
Dallas, Texas 75219

Re: Golds Gym Prue Road Structural Repairs Men's Locker Room
5025 Prue Road
San Antonio, Texas 78240

RE: Pay Application #6 Description

In January and February of 2020 Westport and its subcontractors were negotiating a change order with Golds Gym and their Structural Engineer. This would include additional steel work in a change order of over \$215,000.00 to be done prior to finalizing original contract scope of work in the above Men's Locker Room. This work was halted due to the closing of the Gym during the State closure requirements per Covid 19 Pandemic.

It was not until May of 2020 that Westport was informed that Golds Gym would not reopen this club.

There were items yet to be billed for and they are included in the existing Schedule Values and Original contract amount. Explanation below.

Line 3 of Continuation sheet are the costs to install a wood partition wall separating the Customers from Construction area per owners' request.

Line 4 of continuation sheet include continued Safeway Rental costs for scaffolding above pool and missing sales tax cost from Line 11.

Line 6 Structural steel sub billings from January not yet billed for due to pending change order.

Line 9 of continuation sheet shows cost to remove and dispose of existing insulation above pool deck.

Line 11 of continuation sheet shows the cost to purchase the Shoring in place holding up second floor. (note: This shoring is not recommended to be removed unless all of structural steel work per pending change order is completed as structure may fall) continuing rental invoices are attached as back up to this as well as the purchase cost.

Regards,
Ralph Quick
Project Manager
Westport Group, Inc.

APPLICATION AND CERTIFICATE FOR PAYMENT

AIA DOCUMENT G702

PAGE ONE 1 OF 2 PAGES

TO (OWNER):

Gold's Texas Holdings Group, Inc.
4001 Maple Avenue, Suite 200
Dallas, TX 75219

FROM (CONTRACTOR):

Westport Group, Inc.
4000 Sunrise Road, Suite 1100
Round Rock, TX 78665

CONTRACT FOR:

General Construction

PROJECT:

Gold's Gym - Prue Road
5025 Prue Road
San Antonio, TX 78240

ARCHITECT:

N/A

APPLICATION NO:

6

PERIOD TO:

5/31/2020

OWNERS

PROJECT NO:

Distribution to:

☒ OWNER

☒ ARCHITECT

☐ CONTRACTOR

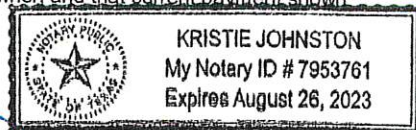
CONTRACT DATE: 10/7/2019

CONTRACTOR'S APPLICATION FOR PAYMENT

CHANGE ORDER SUMMARY

Change Orders approved in previous months by Owner		ADDITIONS	DEDUCTIONS
TOTAL			
Approved this Month			
Number	Date Approved		
TOTALS		-	-
Net change by Change Orders			-

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.



CONTRACTOR:

By:

Date:

6/8/2020

Application is made for Payment, as shown below, in connection with the Contract.

Continuation Sheet, AIA Document G703, is attached.

1. ORIGINAL CONTRACT SUM.....	\$	331,945.00
2. Net change by Change Orders.....	\$	-
3. CONTRACT SUM TO DATE (Line 1+or-2).....	\$	331,945.00
4. TOTAL COMPLETED OR STORED TO DATE.....	\$	238,036.00
(Column G on G703)		
5. RETAINAGE:		
a. 10 % of Completed Work	\$	23,803.60
(Column D+E on G703)		
b. 10 % of Stored Material	\$	-
(Column F on G703)		
Total Retainage (Line 5a+5b or Total in Column I of G703).....		
	\$	23,803.60
6. TOTAL EARNED LESS RETAINAGE.....	\$	214,232.40
(Line 4 less Line 5 Total)		
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT		
(Line 6 from prior Certificate).....		
	\$	104,437.80
8. CURRENT PAYMENT DUE.....	\$	109,794.60
9. BALANCE TO FINISH, PLUS RETAINAGE.....	\$	117,712.60
(Line 3 less Line 6)		

State Of:

Texas

County Of:

Williamson

Subscribed and sworn to before me this

8TH day of

JUNE, 2020

Notary Public:

My Commission Expires:

ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising the above application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED..... \$

(Attach explanation if amount certified differs from the amount applied for.)

ARCHITECT:

By:

Date:

This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

CONTINUATION SHEET

Gold's Gym - Prue Road

PAGE 2 OF 2

AIA Document G702, APPLICATION AND CERTIFICATE FOR PAYMENT, containing

Contractor's signed Certification is attached.

In tabulations below, amounts are stated to the nearest dollar.

Use Column I on Contracts where variable retainage for line items may apply.

APPLICATION NUMBER:

6

APPLICATION DATE:

6/8/2020

PERIOD TO:

5/31/2020

OWNER'S PROJECT NO:

A	B	C	D	E	F	G		H	I
ITEM NO.	DESCRIPTION OF WORK	SCHEDULED VALUE	WORK COMPLETED		MATERIALS PRESENTLY STORED (NOT IN D OR E)	TOTAL COMPLETED AND STORED TO DATE (D + E + F)	% (G / C)	BALANCE TO FINISH (C - G)	RETAINAGE
			FROM PREVIOUS APPLICATION (D+E)	THIS PERIOD					
1	Mobilization	3,000.00	3,000.00			3,000.00	100%	0.00	300.00
2	Scaffolding	9,207.00	9,207.00			9,207.00	100%	0.00	920.70
3	Protect Finishes	11,000.00	3,500.00	7,500.00		11,000.00	100%	0.00	1,100.00
4	Demolition	12,500.00		12,500.00		12,500.00	100%	0.00	1,250.00
5	Concrete	3,773.00				-	0%	3,773.00	0.00
6	Structural Steel	78,013.00	52,658.00	21,500.00		74,158.00	95%	3,855.00	7,415.80
7	Framing / Drywall	4,000.00				-	0%	4,000.00	0.00
8	Ceramic Tile	-				-	#DIV/0!	0.00	0.00
9	Painting	26,445.00		4,500.00		4,500.00	17%	21,945.00	450.00
10	Plumbing	47,491.00	3,500.00			3,500.00	7%	43,991.00	350.00
11	Shoring	35,115.00		35,115.00		35,115.00	100%	0.00	3,511.50
12									
13									
14									
15									
16	State Remodel Tax	25,298.00	7,897.00	9,179.00		17,076.00	67%	8,222.00	1,707.60
17	General Conditions	47,135.00	26,185.00	20,950.00		47,135.00	100%	0.00	4,713.50
18	Ovehead and Profit	28,968.00	10,095.00	10,750.00		20,845.00	72%	8,123.00	2,084.50
	TOTALS	331,945.00	116,042.00	121,994.00	-	238,036.00	72%	93,909.00	23,803.60

CONDITIONAL WAIVER AND RELEASE ON PROGRESS PAYMENT

Project: **Gold's Gym – Prue Road**

Job No: **10-1912**

On receipt of the undersigned check from **Gold's Texas Holdings Group Inc** in the sum of **\$109,794.60** payable to **Westport Group Inc** and when the check has been properly endorsed and has been paid by the bank on which it is drawn, this document becomes effective to release any right to mechanic's lien, any state or federal statutory bond right, any private bond right, any claim for payment and any rights under similar ordinance, rule or statute undersigned has on the job of **Gold's Gym** located at **5025 Prue Road, San Antonio, Texas 78240** to the following extent. This release covers a progress payment for all labor, services, equipment or materials furnished to the jobsite or to **Gold's Texas Holdings Group Inc** through **5-31-2020** only and does not cover any retention, pending modifications and changes or items furnished after that date. Before any recipient of this document relies on it, that person should verify evidence of payment to the undersigned.

The undersigned warrants that he/she either has already paid or will use the monies he/she receives from his/her progress payment to promptly pay in full all of his/her laborers, subcontractors, materialmen and suppliers for all work, materials, equipment or services provided for or to the above-referenced project up to the date of this waiver.

Dated this 8TH day of JUNE, 2020

By: _____

Print Name: **SCOTT JOHNSTON**

Title: **PRESIDENT**

Subscribed and sworn to me this 8TH day of JUNE, 2020.

Notary Public

My Commission Expires:



APPLICATION AND CERTIFICATE FOR PAYMENT

AIA DOCUMENT G702

PAGE ONE 1 OF 2 PAGES

TO (OWNER):
Gold's Texas Holdings Group, Inc.
4001 Maple Avenue, Suite 200
Dallas, TX 75219
FROM (CONTRACTOR):
Westport Group, Inc.
4000 Sunrise Road, Suite 1100
Round Rock, TX 78665
CONTRACT FOR:

PROJECT:
Gold's Gym - Prue Road
5025 Prue Road
San Antonio, TX 78240
ARCHITECT:
N/A

APPLICATION NO: Retainage
PERIOD TO: 6/8/2020
OWNERS
PROJECT NO:
Distribution to:
☒ OWNER
☒ ARCHITECT
☐ CONTRACTOR

CONTRACT DATE: 10/7/2019

General Construction

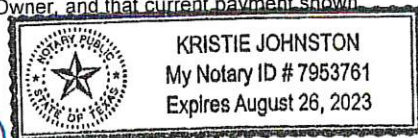
Application is made for Payment, as shown below, in connection with the Contract.

Continuation Sheet, AIA Document G703, is attached.

CONTRACTOR'S APPLICATION FOR PAYMENT

CHANGE ORDER SUMMARY		
Change Orders approved in previous months by Owner	ADDITIONS	DEDUCTIONS
TOTAL		
Approved this Month		
Number	Date Approved	
TOTALS	-	-
Net change by Change Orders		

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.



CONTRACTOR:

By:

Date: 6/9/2020

1. ORIGINAL CONTRACT SUM.....	\$ 331,945.00
2. Net change by Change Orders.....	\$ -
3. CONTRACT SUM TO DATE (Line 1+or-2).....	\$ 331,945.00
4. TOTAL COMPLETED OR STORED TO DATE.....	\$ 238,036.00
(Column G on G703)	
5. RETAINAGE	
a. 10 % of Completed Work	\$
(Column D+E on G703)	
b. 10 % of Stored Material	\$ -
(Column F on G703)	
Total Retainage (Line 5a+5b or Total in Column I of G703).....	\$
6. TOTAL EARNED LESS RETAINAGE.....	\$ 238,036.00
(Line 4 less Line 5 Total)	
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT	
(Line 6 from prior Certificate).....	
8. CURRENT PAYMENT DUE.....	\$ 214,232.40
9. BALANCE TO FINISH, PLUS RETAINAGE.....	\$ 23,803.60
(Line 3 less Line 6)	

State Of: Texas County Of: Williamson
Subscribed and sworn to before me this 9th day of JUNE, 2020
Notary Public: My Commission Expires:

ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising the above application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED..... \$

(Attach explanation if amount certified differs from the amount applied for.)
ARCHITECT:

By: Date:
This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

CONTINUATION SHEET

Gold's Gym - Prue Road

PAGE 2 OF 2

AIA Document G702, APPLICATION AND CERTIFICATE FOR PAYMENT, containing

Contractor's signed Certification is attached.

In tabulations below, amounts are stated to the nearest dollar.

Use Column I on Contracts where variable retainage for line items may apply.

APPLICATION NUMBER: Retainage

APPLICATION DATE: 6/9/2020

PERIOD TO: 6/9/2020

OWNER'S PROJECT NO:

A ITEM NO.	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D WORK COMPLETED		F MATERIALS PRESENTLY STORED (NOT IN D OR E)	G		H BALANCE TO FINISH (C - G)	I RETAINAGE
			FROM PREVIOUS APPLICATION (D+E)	THIS PERIOD		TOTAL COMPLETED AND STORED TO DATE (D + E + F)	% (G / C)		
1	Mobilization	3,000.00	3,000.00			3,000.00	100%	0.00	300.00
2	Scaffolding	9,207.00	9,207.00			9,207.00	100%	0.00	920.70
3	Protect Finishes	11,000.00	11,000.00			11,000.00	100%	0.00	1,100.00
4	Demolition	12,500.00	12,500.00			12,500.00	100%	0.00	1,250.00
5	Concrete	3,773.00				-	0%	3,773.00	0.00
6	Structural Steel	78,013.00	74,158.00			74,158.00	95%	3,855.00	7,415.80
7	Framing / Drywall	4,000.00				-	0%	4,000.00	0.00
8	Ceramic Tile	-				-	#DIV/0!	0.00	0.00
9	Painting	26,445.00	4,500.00			4,500.00	17%	21,945.00	450.00
10	Plumbing	47,491.00	3,500.00			3,500.00	7%	43,991.00	350.00
11	Shoring	35,115.00	35,115.00			35,115.00	100%	0.00	3,511.50
12									
13									
14									
15									
16	State Remodel Tax	25,298.00	17,076.00			17,076.00	67%	8,222.00	1,707.60
17	General Conditions	47,135.00	47,135.00			47,135.00	100%	0.00	4,713.50
18	Ovehead and Profit	28,968.00	20,845.00			20,845.00	72%	8,123.00	2,084.50
	TOTALS	331,945.00	238,036.00	-	-	238,036.00	72%	93,909.00	23,803.60

CONDITIONAL WAIVER AND RELEASE ON FINAL PAYMENT

Project: **Gold's Gym – Prue Road**

Job No: **10-1912**

On receipt of the undersigned check from **Gold's Texas Holding Group Inc** in the sum of **\$23,803.60** payable to **Westport Group Inc** and when the check has been properly endorsed and has been paid by the bank on which it is drawn, this document becomes effective to release any right to mechanic's lien, any state or federal statutory bond right, any private bond right, any claim for payment and any rights under similar ordinance, rule or statute undersigned has on the job of **Gold's Gym** located at **5025 Prue Road, San Antonio TX 78240** to the following extent. This release covers a final payment for all labor, services, equipment or materials furnished to the jobsite or to **Gold's Texas Holding Group Inc** through **6-08-2020**. Before any recipient of this document relies on it, that person should verify evidence of payment to the undersigned.

The undersigned warrants that he/she has already paid monies he/she received from his/her progress payments to pay in full all of his/her laborers, subcontractors, materialmen and suppliers for all work, materials, equipment or services provided for or to the above-referenced project up to the date of this waiver.

Dated this 9TH day of JUNE, 2020

By: _____

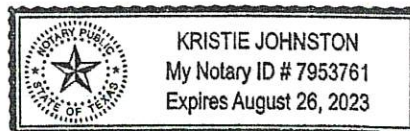
Print Name: **SCOTT JOHNSTON**

Title: **PRESIDENT**

Subscribed and sworn to me this 9TH day of JUNE, 2020.

Notary Public

My Commission Expires:



APPLICATION AND CERTIFICATION FOR PAYMENT

AIA DOCUMENT G702

PAGE 1 OF 2 PAGES

TO OWNER: Westport Group Inc.
4000 Sunrise Road Suite 1100
Round Rock, TX 78665

PROJECT: Gold's Gym-Prue Road
5025 Prue Road
San Antonio, Texas 78240

APPLICATION NO: 1
DATE: 11/20/2019

PERIOD TO: 11/30/2019

Distribution to:
☐ OWNER
☐ ARCHITECT
☒ CONTRACTOR
☐
☐

FROM SUBCONTRACTOR:
TEXAS QUALITY SERVICES LLC
322 Southland Drive
Burnet, TX 78611

VIA ARCHITECT:

PROJECT NO: 19038

SUBCONTRACT FOR: PLUMBING

CONTRACT DATE: 10/23/2019

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract. Continuation Sheet, AIA Document G703, is attached.

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

1. ORIGINAL CONTRACT SUM	\$	45,620.00
2. Net change by Change Orders		
3. CONTRACT SUM TO DATE (Line 1 ± 2)	\$	45,620.00
4. TOTAL COMPLETED & STORED TO Date (Column D + E on G703)	\$	3,500.00
5. RETAINAGE:		
a. 10 % of Completed Work (Column D + E on G703)	\$	350.00
b. 10 % of Stored Material (Column F on G703)	\$	-
Total Retainage (Lines 5a + 5b or Total in Column I of G703)	\$	350.00
6. TOTAL EARNED LESS RETAINAGE (Line 4 Less Line 5 Total)	\$	3,150.00
7. LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate)	\$	-
8. CURRENT PAYMENT DUE	\$	3,150.00
9. BALANCE TO FINISH, INCLUDING RETAINAGE (Line 3 less Line 6)	\$	42,470.00

SUBCONTRACTOR: TEXAS QUALITY SERVICES LLC

By:  Date: 11/19/19

State of Texas
Subscribed and sworn to before me this 20th day of November, 2019.
Notary Public: Trisha Zeimet
My Commission expires: 01/19/22



ARCHITECT'S CERTIFICATE FOR PAYMENT

In accordance with the Contract Documents, based on on-site observations and the data comprising the application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.

AMOUNT CERTIFIED \$

(Attach explanation if amount certified differs from the amount applied. Initial all figures on this Application and on the Continuation Sheet that are changed to conform to the amount certified.)

ARCHITECT:

By: _____ Date: _____
This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Total changes approved in previous months by Owner	\$ -	\$ -
Total approved this Month	\$ -	\$ -
TOTALS	\$ -	\$ -
NET CHANGES by Change Order	\$ -	\$ -

CONTINUATION SHEET

AIA DOCUMENT G703

PAGE 2 OF 2 PAGES

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing Contractor's signed certification is attached.

In tabulations below, amounts are stated to the nearest dollar.

Use Column I on Contracts where variable retainage for line items may apply.

APPLICATION NO: 1

APPLICATION DATE: 11/20/2019

PERIOD TO: 11/30/19

PROJECT: Golds Gym-Prue Road SA

A ITEM NO.	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D WORK COMPLETED FROM PREV. APPLICATION (D+E)	E THIS PERIOD	F MATERIALS PRESENTLY STORED NOT IN (D OR E)	G TOTAL COMPLETED AND STORED TO DATE (D+E+F)	H BALANCE TO FINISH (C - G)	I RETAINAGE (IF VARIABLE RATE)
1								
2	PLUMBING							
3	DEMO	\$3,500.00		\$3,500.00		\$3,500.00		
4	ROUGH	\$14,040.00					\$14,040.00	\$350.00
5	TOP OUT	\$14,040.00					\$14,040.00	
6	TRIM OUT	\$14,040.00					\$14,040.00	
7	Total Plumbing	\$45,620.00		\$3,500.00		\$3,500.00	7.67%	\$42,120.00
8								\$350.00
9								
10								
11								
12								
13								
14								
15								
16								
17								
18								
19								
20								
21								
22								
23								
30								
31								
	GRAND TOTALS	\$45,620.00		\$3,500.00		\$3,500.00	7.67%	\$42,120.00
								\$350.00

Users may obtain validation of this document by requesting of the license a completed AIA Document D401 - Certification of Document's Authenticity

PAGE ONE OF 2 PAGES

APPLICATION NO: 2
APPLICATION DATE: 1/18/2020
PERIOD TO: 1/31/2020
PROJECT #: 10-1912
CONTRACT DATE:
INVOICE #:

Application is made for payment, as shown below, in connection with the Contract.
Continuation Sheet, is attached.

The undersigned Contractor certifies that to the best of the Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for Work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.

ORIGINAL CONTRACT SUM	\$ 78,013.00
Net change by Change Orders	\$ 0.00
CONTRACT SUM TO DATE	\$ 78,013.00
TOTAL COMPLETED & STORED TO DATE	\$ 56,172.64
LESS RETAINAGE 10 %	\$ 5,617.26
TOTAL EARNED LESS RETAINAGE (Line 4 Less Line 5 Total)	\$ 50,555.38
LESS PREVIOUS CERTIFICATES (Line 6 from prior Certificate)	\$ 34,674.62
CURRENT PAYMENT DUE	\$ 21,500.00

Whereas the undersigned Subcontractor has provided labor, services, materials, or equipment for the above project, under an agreement with the Contractor.

IN Consideration for the payment requested in the Application for Payment, the undersigned SUBCONTRACTOR HEARBY RELEASES ALL MECHANIC'S LIEN RIGHTS, MCGREGOR ACT BOND CLAIMS, MILLER ACT BOND CLAIMS, EQUITABLE LIENS, AND ALL OTHER CLAIMS FOR PAYMENT ARISING OUT OF LABOR, MATERIAL, EQUIPMENT, SUBCONTRACT WORK, SERVICES, DELAYS, EXTRA WORK AND/OR CHANGES, RELATED TO THE SUBCONTRACT WORK AT THE PROJECT UNLESS SPECIFICALLY LISTED BELOW. UPON PAYMENT OF THE SUBCONTRACTOR'S APPLICATION FOR PAYMENT, THIS INSTRUMENT SHALL CONSTITUTE A FULL RELEASE OF ALL RIGHTS, CLAIMS AND DEMANDS THROUGH THE DATE OF THIS APPLICATION, EXCEPT AS LISTED BELOW:

By: _____ Date: 1-18-20

State of: California
Subscribed and sworn to before me this
Notary Public:

County of:
day of

My Commission expires:

CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
TOTALS	\$0.00	\$0.00
NET CHANGES by Change Order	\$0.00	

VENDOR # _____ DATE PAID: _____

PM _____ CHECK #: _____

ASST: _____ AMT: _____

CODE _____

EXHIBIT C

CONTINUATION SHEET

AIA DOCUMENT G703

PAGE 2 OF 2 PAGES

PM _____

AIA Document G702, APPLICATION AND CERTIFICATION FOR PAYMENT, containing

APPLICATION NO: 2

Contractor's signed certification is attached.

APPLICATION DATE: 01/18/20

In tabulations below, amounts are stated to the nearest dollar.

PERIOD TO: 01/31/20

Use Column I on Contracts where variable retainage for line items may apply.

ARCHITECT'S PROJECT NO:

S&J Design Weld and Fabrication, LLC

10-1912

A ITEM NO.	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D WORK COMPLETED		F MATERIALS PRESENTLY STORED (NOT IN D OR E)	G		H BALANCE TO FINISH (C - G)	I RETAINAGE (IF VARIABLE RATE)
			FROM PREVIOUS APPLICATION (D + E)	THIS PERIOD		TOTAL COMPLETED AND STORED TO DATE (D+E+F)	% (G ÷ C)		
1	Martrails Shoring Prep/Support	\$10,546.26	\$10,546.26			\$10,546.26	100.00%		\$1,054.63
2	Shoring #1 Prep/Rental/Set up	\$34,238.85	\$24,126.38			\$24,126.38	70.46%	\$10,112.47	\$2,412.64
3	Section #1 Prep work	\$33,228.35		\$21,500.00		\$21,500.00	64.70%	\$11,728.35	\$2,150.00
4	Section #1 Repair/Install								
5	Shoring #2								
6	Section #2 Prep work								
7	Section #2 Repair/Install								
8	Shoring # 3								
9	Section #3 Prep work								
10	Section #3 Repair								
	GRAND TOTALS	\$78,013.46	\$34,672.64	\$21,500.00		\$56,172.64	72.00%	\$21,840.82	\$5,617.26

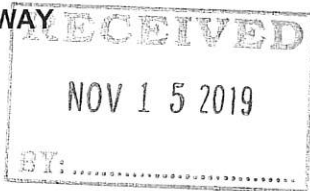
Users may obtain validation of this document by requesting of the license a completed AIA Document D401 - Certification of Document's Authenticity

BRANDSAFWAY SOLUTIONS, LLC 760

1018 AT&T CENTER PARKWAY
SAN ANTONIO, TX 78219

Phone #: 210-226-7600

Fax #: 210-228-0360



REMIT PAYMENT TO:

BRANDSAFWAY SOLUTIONS, LLC 760
P.O. BOX 206683
DALLAS, TX 75320-6683

Customer #: 760 - 140500

WESTPORT GROUP INC
4000 SUNRISE ROAD
ROUND ROCK, TX 78664

Job Site#: 00001

GOLDS GYM
5025 PRUE ROAD
SAN ANTONIO, TX 78240

ORDER#: 2889

Job Cost #: S19130A

Job Phone No. 5128189093

Customer Contact KYLE

Customer P.O. #	Customer Req. #	Ordered By	Office Phone	Project	Order Taken	Sales Rep
1912-001		KYLE	5123368111		JARRETT F	15354

Ship Date	Ship Via	Bill Lading	Terms	Due Date	Approved	Pre-lien
	BRANDSAFWAY SOLUTION		NET 30	12/13/19		

Part No.	Description	Quantity		
VLPBLOC	BILLING CYCLE 11/12/19 TO 12/09/19 ✓			
STSJ1	BLOCKING 2" X 10" X 12"	36		
SSC30	SYS SCREW JACK HT 21"	36		
SVP7	SYS STARTER COLLAR 4 RING	18		
SVP1	SYS VERT POST 7'0"	18		
SHR10	SYS VERT POST 1'9"	18		
SHR7	SYS RUNNER 10'	119		
STB7	SYS RUNNER 7'	66		
SBR3	SYS TRUSS BEARER 7'	24		
SSP7	SYS BEARER/RUNNER 3'	16		
SBK1	SYS STL PLANK 9"W X 7'L	9		
VPW4X8X3/4	SYS BRACKET PLANK 1'	9		
SVP3	PLYWOOD 4' X 8' X 3/4"	55		
SSP10	SYS VERT POST 3'6"	18		
SSP3	SYS STL PLANK 9"W X 10'L	105		
SRO	SYS STL PLANK 9"W X 3'L	3		
SSJ	SYS SHIPPING RACK	4		
SVP3	SYS SCREW JACK SWIVEL	38		
SBK2	SYS VERT POST 3'6"	10		
VRPTB2X4X8	SYS BRACKET SIDE 2'	9		
SBK1	TOEBOARD WD 2" X 4" X 8'L	12		
	SYS BRACKET PLANK 1'	9		

	RENT STARTS: 11/12			
	ERECTION			
	TRUCKING			
	HARDCOST			

	BILLING CYCLE 11/12/19 TO 12/09/19 ✓			
	LABOR TOTAL:			
	Original - Customer			

APPROVED 2/26/20
DATE 3/19/20
CHECK # 44 3193
TOTAL 11,583.83

JOB	ACCT	AMOUNT
1912	1530	8897.07

5,180.00

Number 760-D006201
Date 11/13/19
Type RENTAL

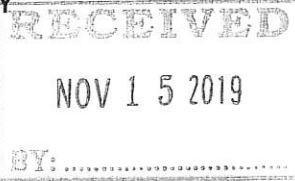
PAGE 2

BRANDSAFWAY SOLUTIONS, LLC 760

1018 AT&T CENTER PARKWAY
SAN ANTONIO, TX 78219

Phone #: 210-226-7600

Fax #: 210-228-0360



REMIT PAYMENT TO:
BRANDSAFWAY SOLUTIONS, LLC 760
P.O. BOX 206683
DALLAS, TX 75320-6683

Customer #: 760 - 140500

WESTPORT GROUP INC
4000 SUNRISE ROAD
ROUND ROCK, TX 78664

Job Site#: 00001

GOLDS GYM
5025 PRUE ROAD
SAN ANTONIO, TX 78240

ORDER#: 2889

Job Cost #: S19130A

Job Phone No. 5128189093

Customer Contact KYLE

Customer P.O. # 1912-001	Customer Req. #	Ordered By KYLE	Office Phone 5123368111	Project	Order Taken JARRETT F	Sales Rep 15354
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Ship Date	Ship Via BRANDSAFWAY SOLUTION	Bill Lading	Terms NET 30	Due Date 12/13/19	Approved	Pre-lien
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Part No.	Description	Quantity	
	<div> <div>RENTAL TOTAL:</div> <div>CONSUMABLE TOTAL:</div> <div>FREIGHT TOTAL:</div> <div>INVOICE TOTAL:</div> <div>TX STATE TAX:</div> <div>SAN ANTONIO CITY TAX:</div> <div>DISTRICT TAX:</div> <div>GRAND TOTAL:</div> </div>		<div> <div>1,241.00</div> <div>1,648.00</div> <div>150.00</div> <div>8,219.00</div> <div>513.68</div> <div>102.74</div> <div>61.65</div> <div>8,897.07 ✓</div> </div>
Original - Customer			

WESTPORT GROUP, INC.

Invoice

4000 Sunrise Road
Round Rock, Texas 78665
Phone (512) 336-8111 Fax (512)-336-1110

DATE: November 15, 2019
INVOICE # 10-1902-02

BILL TO:
Jeff Forney
Golds Gym
Dallas, Texas

FOR:
Golds Gym
Prue Rd
San Antonio, Tx

DESCRIPTION	UNIT	RATE	AMOUNT
Labor, materials, and equipment to install plywood above pool and build wall partition for customer access			\$ 7,285.00
SUBTOTAL			\$ 7,285.00
OH/P			\$ 215.00
State remodel Tax			
TOTAL			\$ 7,500.00

Please make check payable to **Westport Group, Inc.**
Total due in 15 days. Overdue accounts subject to a service charge of 1% per month.

THANK YOU FOR YOUR BUSINESS!

PAGE 1

JAN 08 2020

Original - Customer

Number 760-R006642
Date 2/10/20
Type RENTAL

PAGE 1

BRANDSAFWAY SOLUTIONS, LLC 760

1018 AT&T CENTER PARKWAY
SAN ANTONIO, TX 78219

Phone #: 210-226-7600
Fax #: 210-228-0360

FEB 14 2020

REMIT PAYMENT TO:

BRANDSAFWAY SOLUTIONS, LLC 760
P.O. BOX 206683
DALLAS, TX 75320-6683

Customer #: 760 - 140500

WESTPORT GROUP INC
4000 SUNRISE ROAD
ROUND ROCK, TX 78664

Job Site#: 00001

GOLDS GYM
5025 PRUE ROAD
SAN ANTONIO, TX 78240

ORDER#: 2889

Job Cost #: S19130A

Job Phone No. 5128189093

Customer Contact KYLE

Customer P.O. # 1912-001	Customer Req. #	Ordered By KYLE	Office Phone 5123368111	Project	Order Taken JARRETT	Sales Rep 15354
Ship Date	Ship Via BRANDSAFWAY SOLUTION	Bill Lading	Terms NET 30	Due Date 3/11/20	Approved	Pre-lien

Part No.	Description	Quantity	
VLPBLOC	BILLING CYCLE 1/07/20 TO 2/03/20		
STSJ1	BLOCKING 2" X 10" X 12"	36	
SSC30	SYS SCREW JACK HT 21"	1	
SVP1	SYS STARTER COLLAR 4 RING	11	
SHR10	SYS VERT POST 1'9"	1	
SHR7	SYS RUNNER 10'	56	
STB7	SYS RUNNER 7'	30	
SBR3	SYS TRUSS BEARER 7'	24	
SSP7	SYS BEARER/RUNNER 3'	8	
VPW4X8X3/4	SYS STL PLANK 9"W X 7'L	9	
SVP3	PLYWOOD 4' X 8' X 3/4"	55	
SSP10	SYS VERT POST 3'6"	18	
SSP3	SYS STL PLANK 9"W X 10'L	105	
SRO	SYS STL PLANK 9"W X 3'L	2	
SSJ	SYS SHIPPING RACK	1	
SVP3	SYS SCREW JACK SWIVEL	38	
SBK2	SYS VERT POST 3'6"	8	
VRPTB2X4X8	SYS BRACKET SIDE 2'	9	
	TOEBOARD WD 2" X 4" X 8'L	1	

	RENTAL REBILL		

	BILLING CYCLE 1/07/20 TO 2/03/20		
	RENTAL TOTAL:		1,241.00
	INVOICE TOTAL:		1,241.00
	TX STATE TAX:		77.56
	SAN ANTONIO CITY TAX:		15.51
	DISTRICT TAX:		9.31
	GRAND TOTAL:		1,343.38

Original - Customer

APPROVED	2/26/20
CHECK #	AE 3193
TOTAL	11,583.83
JOB	1912
AMOUNT	1343.38

Number 760-R006769
Date 3/03/20 ✓
Type RENTAL

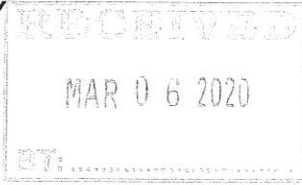
PAGE 1

BRANDSAFWAY SOLUTIONS, LLC 760

1018 AT&T CENTER PARKWAY
SAN ANTONIO, TX 78219

Phone #: 210-226-7600

Fax #: 210-228-0360



REMIT PAYMENT TO:
BRANDSAFWAY SOLUTIONS, LLC 760
P.O. BOX 206683
DALLAS, TX 75320-6683

Customer #: 760 - 140500

WESTPORT GROUP INC
4000 SUNRISE ROAD
ROUND ROCK, TX 78664

Job Site#: 00001

GOLDS GYM
5025 PRUE ROAD
SAN ANTONIO, TX 78240

ORDER#: 2889

Job Cost #: S19130A

Job Phone No. 5128189093

Customer Contact KYLE

Customer P.O. # 1912-001	Customer Req. #	Ordered By KYLE	Office Phone 5123368111	Project	Order Taken JARRETTT	Sales Rep 15354
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Ship Date	Ship Via BRANDSAFWAY SOLUTION	Bill Lading	Terms NET 30	Due Date 4/02/20	Approved	Pre-lien
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Part No.	Description	Quantity		
VLPBLOC	BILLING CYCLE 2/04/20 TO 3/02/20			
STSJ1	BLOCKING 2" X 10" X 12"	36		
SSC30	SYS SCREW JACK HT 21"	1		
SVP1	SYS STARTER COLLAR 4 RING	11		
SHR10	SYS VERT POST 1'9"	1		
SHR7	SYS RUNNER 10'	56		
STB7	SYS RUNNER 7'	30		
SBR3	SYS TRUSS BEARER 7'	24		
SSP7	SYS BEARER/RUNNER 3'	8		
VPW4X8X3/4	SYS STL PLANK 9"W X 7'L	9		
SVP3	PLYWOOD 4' X 8' X 3/4"	55		
SSP10	SYS VERT POST 3'6"	18		
SSP3	SYS STL PLANK 9"W X 10'L	105		
SRO	SYS STL PLANK 9"W X 3'L	2		
SSJ	SYS SHIPPING RACK	1		
SVP3	SYS SCREW JACK SWIVEL	38		
SBK2	SYS VERT POST 3'6"	8		
VRPTB2X4X8	SYS BRACKET SIDE 2'	9		
	TOEBOARD WD 2" X 4" X 8'L	1		

	RENTAL REBILL			

	BILLING CYCLE 2/04/20 TO 3/02/20			
	RENTAL TOTAL:			1,241.00
	INVOICE TOTAL:			1,241.00
	TX STATE TAX:			77.56
	SAN ANTONIO CITY TAX:			15.51
	DISTRICT TAX:			9.31
	GRAND TOTAL:			1,343.38 ✓

APPROVED

DATE

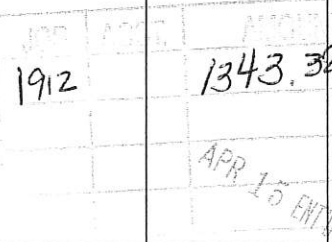
CHECK #

TOTAL

4-23-20

AMEY

2686.76

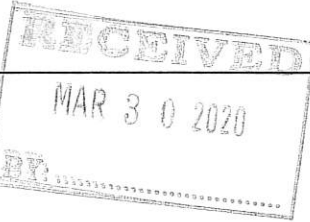


Original - Customer

BRANDSAFWAY SOLUTIONS, LLC 760

 1018 AT&T CENTER PARKWAY
 SAN ANTONIO, TX 78219

 Phone #: 210-226-7600
 Fax #: 210-228-0360

REMIT PAYMENT TO:
 BRANDSAFWAY SOLUTIONS, LLC 760
 P.O. BOX 206683
 DALLAS, TX 75320-6683

Customer #: 760 - 140500
 WESTPORT GROUP INC
 4000 SUNRISE ROAD
 ROUND ROCK, TX 78664

Job Site#: 00001
 GOLDS GYM
 5025 PRUE ROAD
 SAN ANTONIO, TX 78240

ORDER#: 2889
Job Cost #: S19130A

Job Phone No. 5128189093
Customer Contact KYLE

Customer P.O. # 1912-001	Customer Req. #	Ordered By KYLE	Office Phone 5123368111	Project	Order Taken JARRETTT	Sales Rep 15354
Ship Date	Ship Via BRANDSAFWAY SOLUTION	Bill Lading	Terms NET 30	Due Date 4/26/20	Approved	Pre-lien

Part No.	Description	Quantity
VLPBLOC	BILLING CYCLE 3/03/20 TO 3/30/20	
STSJ1	BLOCKING 2" X 10" X 12"	36
SSC30	SYS SCREW JACK HT 21"	1
SVP1	SYS STARTER COLLAR 4 RING	11
SHR10	SYS VERT POST 1'9"	1
SHR7	SYS RUNNER 10'	56
STB7	SYS RUNNER 7'	30
SBR3	SYS TRUSS BEARER 7'	24
SSP7	SYS BEARER/RUNNER 3'	8
VPW4X8X3/4	SYS STL PLANK 9"W X 7'L	9
SVP3	PLYWOOD 4' X 8' X 3/4"	55
SSP10	SYS VERT POST 3'6"	18
SSP3	SYS STL PLANK 9"W X 10'L	105
SRO	SYS STL PLANK 9"W X 3'L	2
SSJ	SYS SHIPPING RACK	1
SVP3	SYS SCREW JACK SWIVEL	38
SBK2	SYS VERT POST 3'6"	8
VRPTB2X4X8	SYS BRACKET SIDE 2'	9
	TOEBOARD WD 2" X 4" X 8'L	1

 RENTAL REBILL

BILLING CYCLE 3/03/20 TO 3/30/20

APPROVED

DATE PAID

CHECK #

TOTAL

4-23-20

AMEX

2686.76

RENTAL TOTAL:	1,241.00
INVOICE TOTAL:	1,241.00
TX STATE TAX:	77.56
SAN ANTONIO CITY TAX:	15.51
DISTRICT TAX:	9.31
GRAND TOTAL:	1,343.38

1912

1343.38

Original - Customer

BRANDSAFWAY SOLUTIONS, LLC 760

1018 AT&T CENTER PARKWAY
SAN ANTONIO, TX 78219

Phone #: 210-226-7600

Fax #: 210-228-0360



REMIT PAYMENT TO:

BRANDSAFWAY SOLUTIONS, LLC 760
P.O. BOX 206683
DALLAS, TX 75320-6683

Customer #: 760 - 140500

WESTPORT GROUP INC
4000 SUNRISE ROAD
ROUND ROCK, TX 78664

Job Site#: 00001

GOLDS GYM
5025 PRUE ROAD
SAN ANTONIO, TX 78240

ORDER#: 2889

Job Cost #: S19130A

Job Phone No. 5128189093

Customer Contact KYLE

Customer P.O. # 1912-001	Customer Req. #	Ordered By KYLE	Office Phone 5123368111	Project	Order Taken JARRETT	Sales Rep 15354
Ship Date	Ship Via BRANDSAFWAY SOLUTION	Bill Lading	Terms NET 30	Due Date 5/27/20	Approved	Pre-lien

Part No.	Description	Quantity		
VLPBLOC	BILLING CYCLE 3/31/20 TO 4/27/20	36		
STSJ1	BLOCKING 2" X 10" X 12"	1		
SSC30	SYS SCREW JACK HT 21"	11		
SVP1	SYS STARTER COLLAR 4 RING	1		
SHR10	SYS VERT POST 1'9"	56		
SHR7	SYS RUNNER 10'	30		
STB7	SYS RUNNER 7'	24		
SBR3	SYS TRUSS BEARER 7'	8		
SSP7	SYS BEARER/RUNNER 3'	9		
VPW4X8X3/4	SYS STL PLANK 9"W X 7'L	55		
SVP3	PLYWOOD 4' X 8' X 3/4"	18		
SSP10	SYS VERT POST 3'6"	105		
SSP3	SYS STL PLANK 9"W X 10'L	2		
SRO	SYS STL PLANK 9"W X 3'L	1		
SSJ	SYS SHIPPING RACK	38		
SVP3	SYS SCREW JACK SWIVEL	8		
SBK2	SYS VERT POST 3'6"	9		
VRPTB2X4X8	SYS BRACKET SIDE 2'	1		
	TOEBOARD WD 2" X 4" X 8'L			
	***** RENTAL REBILL ***** BILLING CYCLE 3/31/20 TO 4/27/20			
	APPROVED _____			
	DATE _____			
	CHECK # _____			
	TOTAL _____			
	RENTAL TOTAL:		1,241.00	
	INVOICE TOTAL:		1,241.00	
	TX STATE TAX:		77.56	
	SAN ANTONIO CITY TAX:		15.51	
	DISTRICT TAX:		9.31	
	GRAND TOTAL:		1,343.38	

1912 1530 1343.38

Original - Customer

PAGE 1

RECEIVED
JUN 01 2020
FBI
COMMUNICATIONS SECTION

BRANDSAFWAY SOLUTIONS, LLC 760
P.O. BOX 206683
DALLAS, TX 75320-6683

Customer Contact KYLE

No Pay
Right
Now.

1,343.38

1912 1530 1843 38

Original - Customer

WESTPORT GROUP, INC.

Invoice

4000 Sunrise Road
Round Rock, Texas 78665
Phone (512) 336-8111 Fax (512)-336-1110

DATE: November 15, 2019
INVOICE # 10-1902-01

BILL TO:
Jeff Forney
Golds Gym
Dallas, Texas

FOR:
Golds Gym
Prue Rd
San Antonio, Tx

DESCRIPTION	UNIT	RATE	AMOUNT
Labor and equipment to remove Insulation at existing 2nd floor deck			\$ 4,285.00
SUBTOTAL			\$ 4,285.00
OH/P			\$ 215.00
State remodel Tax			
TOTAL			\$ 4,500.00

Please make check payable to **Westport Group, Inc.**
Total due in 15 days. Overdue accounts subject to a service charge of 1% per month.

THANK YOU FOR YOUR BUSINESS!

Ralph Quick

From: Robert Loughlin <Robert.Loughlin@sunbeltrentals.com>
Sent: Wednesday, May 20, 2020 3:25 PM
To: Ralph Quick
Cc: Carmela Garcia; Scott Johnston; Kristie Johnston; cstanley@sneedvine.com; Andrew Boorman; Jonathan Pecha
Subject: RE: Gold's Gym shoring- SA

Ralph,

The sales price for the MASS 25 shoring equipment currently at Gold's Gym is \$35,115.00. We can buy it back for \$28,000 if you sell it back to us before 180 days.

The Sale Price does not include any applicable taxes. I can send over a Sale Agreement if you are in agreement.

Let me know how you would like to proceed.

Regards,

Bob Loughlin

OSR – Bridging & Propping SE

Sunbelt Rentals, Inc.

Making It Happen For Our Customers!

Mobile: 813-625-9303

Email: Robert.loughlin@sunbeltrentals.com

If you are a new Sunbelt customer, you can complete a Sunbelt Credit application at the link below:

<https://www.sunbeltrentals.com/customerservice/creditapplicationform/>

Cost to purchase Shoring
Sale tax to be added in amount of \$2896.98
rental costs showed on separate pages.
Continuing.

From: Ralph Quick <rquick@westport-group.com>

Sent: Wednesday, May 20, 2020 3:34 PM

To: Robert Loughlin <Robert.Loughlin@sunbeltrentals.com>

Cc: Carmela Garcia <carmela@westport-group.com>; Scott Johnston <sjohnston@westport-group.com>; Kristie Johnston <kjohnston@westport-group.com>; cstanley@sneedvine.com

Subject: RE: Gold's Gym shoring- SA

This message was sent from a sender outside of Sunbelt Rentals.

Hi Robert,

Any updates on this? Let me know.

Regards,

Ralph Quick

Westport Group, Inc.



INVOICE
SEND ALL PAYMENTS TO:
SUNBELT RENTALS, INC.
PO BOX 409211
ATLANTA, GA 30384-9211

INVOICE NUMBER	96449033-0001
ACCOUNT NUMBER	755023
INVOICE DATE	11/28/19
Page: 1	

INVOICE TO

S & J DESIGN WELD AND FABRICAT
1007 N HIGHWAY 183
LIBERTY HILL, TX 78642-6271

JOB ADDRESS

5025 PRUE RD, SAN ANTONIO
S & J DESIGN WELD AND FABRICAT
5025 PRUE RD
SAN ANTONIO, TX 78240 1338

C#: 512-910-0613 J#: 512-910-0613

RECEIVED BY AXELAND, JOE	CONTRACT NUMBER 96449033
PURCHASE ORDER NUMBER SIGNED AGREEMENT	
JOB NUMBER 1 - S & J DESIGN WEL	
BRANCH 1099 SHORING SOLUTIONS ELKRIDGE 6748 DORSEY RD ELKRIDGE, MD 21075 6205 410-379-5317	

QTY	EQUIPMENT #	Min	Day	Week	4 Week	Amount
1	PROPPING SYSTEM MASS25 LEGS	600.00	65.22	150.00	600.00	600.00
24	FF001 ADJUSTABLE PIVOT END					N/C
12	MASS 25 PROP UNIT - 90MM					N/C
23	FP018 MASS 25 PROP UNIT - 180MM					N/C
7	FP036 MASS 25 PROP UNIT - 360MM					N/C
21	FP054 MASS 25 PROP UNIT - 540MM					N/C
8	FP090 MASS 25 PROP UNIT - 900MM					N/C
20	FP180 MASS 25 PROP UNIT - 1800MM					N/C
18	FP270 MASS 25 PROP UNIT - 2700MM					N/C
30	USU10-33 BRIDGE CLAMP 4IN					N/C

Rental Sub-total: 600.00

SALES ITEMS:

Qty	Item number	Unit	Price	
1	NOTES	EA		N/C
	NOTES			
	(518)USM18-21			
	DELIVERY CHARGE			2750.00
	PICKUP CHARGE			2750.00

CONTINUED

NET DUE UPON RECEIPT

4 WEEK BILL

SUBTOTAL	
TAX	
INVOICE TOTAL	



INVOICE

SEND ALL PAYMENTS TO:
SUNBELT RENTALS, INC.
PO BOX 409211
ATLANTA, GA 30384-9211

INVOICE NUMBER	96449033-0001
ACCOUNT NUMBER	755023
INVOICE DATE	11/28/19
Page: 2	

INVOICE TO S & J DESIGN WELD AND FABRICAT 1007 N HIGHWAY 183 LIBERTY HILL, TX 78642-6271
JOB ADDRESS 5025 PRUE RD, SAN ANTONIO S & J DESIGN WELD AND FABRICAT 5025 PRUE RD SAN ANTONIO, TX 78240 1338 C#: 512-910-0613 J#: 512-910-0613

RECEIVED BY AXELAND, JOE	CONTRACT NUMBER 96449033
PURCHASE ORDER NUMBER SIGNED AGREEMENT	
JOB NUMBER 1 - S & J DESIGN WEL	
BRANCH 1099 SHORING SOLUTIONS ELKRIDGE 6748 DORSEY RD ELKRIDGE, MD 21075 6205 410-379-5317	

QTY	EQUIPMENT #	Min	Day	Week	4 Week	Amount
BILLED FOR FOUR WEEKS 11/21/19 THRU 12/18/19.						
COPY						6100.00

NET DUE UPON RECEIPT

4 WEEK BILL

SUBTOTAL	6100.00
TAX	503.26
INVOICE TOTAL	6603.26



INVOICE

SEND ALL PAYMENTS TO:
SUNBELT RENTALS, INC.
PO BOX 409211
ATLANTA, GA 30384-9211

INVOICE NUMBER	96449033-0003
ACCOUNT NUMBER	755023
INVOICE DATE	12/20/19
Page: 1	

INVOICE TO

S & J DESIGN WELD AND FABRICAT
1007 N HIGHWAY 183
LIBERTY HILL, TX 78642-6271

JOB ADDRESS

5025 PRUE RD, SAN ANTONIO
S & J DESIGN WELD AND FABRICAT
5025 PRUE RD
SAN ANTONIO, TX 78240 1338

C#: 512-910-0613 J#: 512-910-0613

RECEIVED BY
AXELAND, JOE

CONTRACT NUMBER
96449033

PURCHASE ORDER NUMBER
SIGNED AGREEMENT

JOB NUMBER
1 - S & J DESIGN WEL

BRANCH
1099 SHORING SOLUTIONS ELKRIDGE
6748 DORSEY RD
ELKRIDGE, MD 21075 6205
410-379-5317

Date Ticket #	Eqp/Itm #	Description	Hr/Qty	Price	Amount
		RENTAL OF MASS25 PROPPING SYSTEM NOV 21 - DEC 18, 2019			2400.00
		THIS INVOICE REPLACES THE INCORRECT RENTAL RATES ON INVOICE 96449033-0001			
					2400.00

NET DUE UPON RECEIPT

MANUAL INVOICE

SUBTOTAL	2400.00
TAX	198.00
INVOICE TOTAL	2598.00



INVOICE

SEND ALL PAYMENTS TO:
SUNBELT RENTALS, INC.
PO BOX 409211
ATLANTA, GA 30384-9211

INVOICE NUMBER	96449033-0004
ACCOUNT NUMBER	755023
INVOICE DATE	1/13/20
Page: 1	

INVOICE TO

S & J DESIGN WELD AND FABRICAT
1007 N HIGHWAY 183
LIBERTY HILL, TX 78642-6271

JOB ADDRESS

5025 PRUE RD, SAN ANTONIO
S & J DESIGN WELD AND FABRICAT
5025 PRUE RD
SAN ANTONIO, TX 78240 1338

C#: 512-910-0613 J#: 512-910-0613

RECEIVED BY

AXELAND, JOE

CONTRACT NUMBER

96449033

PURCHASE ORDER NUMBER

SIGNED AGREEMENT

JOB NUMBER

1 - S & J DESIGN WEL

BRANCH

1099 SHORING SOLUTIONS ELKRIDGE

6748 DORSEY RD
ELKRIDGE, MD 21075 6205
410-379-5317

QTY	EQUIPMENT #	Min	Day	Week	4 Week	Amount
1	PROPPING SYSTEM MASS25 LEGS	600.00	180.00	450.00	1800.00	1800.00
24	FF001 ADJUSTABLE PIVOT END					N/C
12	MASS 25 PROP UNIT - 90MM					N/C
23	FP018 MASS 25 PROP UNIT - 180MM					N/C
7	FP036 MASS 25 PROP UNIT - 360MM					N/C
21	FP054 MASS 25 PROP UNIT - 540MM					N/C
8	FP090 MASS 25 PROP UNIT - 900MM					N/C
20	FP180 MASS 25 PROP UNIT - 1800MM					N/C
18	FP270 MASS 25 PROP UNIT - 2700MM					N/C
30	USU10-33 BRIDGE CLAMP 4IN					N/C

Rental Sub-total: 1800.00

BILLED FOR FOUR WEEKS 12/19/19 THRU 1/15/20.

1800.00

NET DUE UPON RECEIPT

4 WEEK BILL

SUBTOTAL	1800.00
TAX	148.50
INVOICE TOTAL	1948.50



INVOICE

SEND ALL PAYMENTS TO:
SUNBELT RENTALS, INC.
PO BOX 409211
ATLANTA, GA 30384-9211

INVOICE NUMBER	96449033-0005
ACCOUNT NUMBER	755023
INVOICE DATE	2/10/20
Page: 1	

INVOICE TO

S & J DESIGN WELD AND FABRICAT
1007 N HIGHWAY 183
LIBERTY HILL, TX 78642-6271

JOB ADDRESS

5025 PRUE RD, SAN ANTONIO
S & J DESIGN WELD AND FABRICAT
5025 PRUE RD
SAN ANTONIO, TX 78240 1338

C#: 512-910-0613 J#: 512-910-0613

RECEIVED BY

AXELAND, JOE

CONTRACT NUMBER

96449033

PURCHASE ORDER NUMBER

SIGNED AGREEMENT

JOB NUMBER

1 - S & J DESIGN WEL

BRANCH

1099 SHORING SOLUTIONS ELKRIDGE
6748 DORSEY RD
ELKRIDGE, MD 21075 6205
410-379-5317

QTY	EQUIPMENT #	Min	Day	Week	4 Week	Amount
1	PROPPING SYSTEM MASS25 LEGS	600.00	180.00	450.00	1800.00	1800.00
24	FF001 ADJUSTABLE PIVOT END					N/C
12	MASS 25 PROP UNIT - 90MM					N/C
23	FP018 MASS 25 PROP UNIT - 180MM					N/C
7	FP036 MASS 25 PROP UNIT - 360MM					N/C
21	FP054 MASS 25 PROP UNIT - 540MM					N/C
8	FP090 MASS 25 PROP UNIT - 900MM					N/C
20	FP180 MASS 25 PROP UNIT - 1800MM					N/C
18	FP270 MASS 25 PROP UNIT - 2700MM					N/C
30	USU10-33 BRIDGE CLAMP 4IN					N/C

Rental Sub-total: 1800.00

BILLED FOR FOUR WEEKS 1/16/20 THRU 2/12/20.

1800.00

NET DUE UPON RECEIPT

4 WEEK BILL

SUBTOTAL	1800.00
TAX	148.50
INVOICE TOTAL	1948.50



INVOICE

SEND ALL PAYMENTS TO:
SUNBELT RENTALS, INC
PO BOX 409211
ATLANTA, GA 30384-9211

INVOICE NUMBER	96449033-0006
ACCOUNT NUMBER	755023
INVOICE DATE	3/09/20
PAGE	1

INVOICE TO

S & J DESIGN WELD AND FABRICAT
1007 N HIGHWAY 183
LIBERTY HILL, TX 78642-6271

JOB ADDRESS

5025 PRUE RD, SAN ANTONIO
S & J DESIGN WELD AND FABRICAT
5025 PRUE RD
SAN ANTONIO, TX 78240 1338

C#: 512-910-0613 J#: 512-910-0613

RECEIVED BY

AXELAND, JOE

CONTRACT NUMBER

96449033

PURCHASE ORDER NUMBER

SIGNED AGREEMENT

JOB NUMBER

1 - S & J DESIGN WEL

BRANCH

1099 SHORING SOLUTIONS ELKRIDGE

6748 DORSEY RD
ELKRIDGE, MD 21075 6205
410-379-5317

. QTY	EQUIPMENT #	Min	Day	Week	4 Week	Amount
1	PROPPING SYSTEM	600.00	180.00	450.00	1800.00	1800.00
	MASS25 LEGS					
24	FF001 ADJUSTABLE PIVOT END					N/C
12	MASS 25 PROP UNIT - 90MM					N/C
23	FP018 MASS 25 PROP UNIT - 180MM					N/C
7	FP036 MASS 25 PROP UNIT - 360MM					N/C
21	FP054 MASS 25 PROP UNIT - 540MM					N/C
8	FP090 MASS 25 PROP UNIT - 900MM					N/C
20	FP180 MASS 25 PROP UNIT - 1800MM					N/C
18	FP270 MASS 25 PROP UNIT - 2700MM					N/C
30	USU10-33 BRIDGE CLAMP 4IN					N/C

Rental Sub-total: 1800.00

BILLED FOR FOUR WEEKS 2/13/20 THRU 3/11/20.

1800.00

SUBTOTAL	1800.00
TAX	148.50
INVOICE TOTAL	1948.50

4 WEEK BILL

NET DUE UPON RECEIPT



INVOICE

SEND ALL PAYMENTS TO:
SUNBELT RENTALS, INC
PO BOX 409211
ATLANTA, GA 30384-9211

INVOICE NUMBER	96449033-0007
ACCOUNT NUMBER	755023
INVOICE DATE	4/06/20
PAGE 1	

INVOICE TO

S & J DESIGN WELD AND FABRICAT
1007 N HIGHWAY 183
LIBERTY HILL, TX 78642-6271

JOB ADDRESS

5025 PRUE RD, SAN ANTONIO
S & J DESIGN WELD AND FABRICAT
5025 PRUE RD
SAN ANTONIO, TX 78240 1338

C#: 512-910-0613 J#: 512-910-0613

RECEIVED BY AXELAND, JOE	CONTRACT NUMBER 96449033
PURCHASE ORDER NUMBER SIGNED AGREEMENT	
JOB NUMBER 1 - S & J DESIGN WEL	
BRANCH 1099 SHORING SOLUTIONS ELKRIDGE 6748 DORSEY RD ELKRIDGE, MD 21075 6205 410-379-5317	

. QTY	EQUIPMENT #	Min	Day	Week	4 Week	Amount
1	PROPPING SYSTEM MASS25 LEGS	600.00	180.00	450.00	1800.00	1800.00
24	FF001 ADJUSTABLE PIVOT END					N/C
12	MASS 25 PROP UNIT - 90MM					N/C
23	FP018 MASS 25 PROP UNIT - 180MM					N/C
7	FP036 MASS 25 PROP UNIT - 360MM					N/C
21	FP054 MASS 25 PROP UNIT - 540MM					N/C
8	FP090 MASS 25 PROP UNIT - 900MM					N/C
20	FP180 MASS 25 PROP UNIT - 1800MM					N/C
18	FP270 MASS 25 PROP UNIT - 2700MM					N/C
30	USU10-33 BRIDGE CLAMP 4IN					N/C

Rental Sub-total: 1800.00

BILLED FOR FOUR WEEKS 3/12/20 THRU 4/08/20.

1800.00

SUBTOTAL	1800.00
TAX	148.50
INVOICE TOTAL	1948.50

4 WEEK BILL

NET DUE UPON RECEIPT



INVOICE

SEND ALL PAYMENTS TO:
SUNBELT RENTALS, INC
PO BOX 409211
ATLANTA, GA 30384-9211

INVOICE NUMBER	96449033-0008
ACCOUNT NUMBER	755023
INVOICE DATE	5/04/20
PAGE	1

INVOICE TO

S & J DESIGN WELD AND FABRICAT
1007 N HIGHWAY 183
LIBERTY HILL, TX 78642-6271

JOB ADDRESS

5025 PRUE RD, SAN ANTONIO
S & J DESIGN WELD AND FABRICAT
5025 PRUE RD
SAN ANTONIO, TX 78240 1338

C#: 512-910-0613 J#: 512-910-0613

RECEIVED BY

AXELAND, JOE

CONTRACT NUMBER

96449033

PURCHASE ORDER NUMBER

SIGNED AGREEMENT

JOB NUMBER

1 - S & J DESIGN WEL

BRANCH

1099 SHORING SOLUTIONS ELKRIDGE

6748 DORSEY RD
ELKRIDGE, MD 21075 6205
410-379-5317

QTY	EQUIPMENT #	Min	Day	Week	4 Week	Amount
1	PROPPING SYSTEM	600.00	180.00	450.00	1800.00	1800.00
	MASS25 LEGS					
24	FF001 ADJUSTABLE PIVOT END					N/C
12	MASS 25 PROP UNIT - 90MM					N/C
23	FP018 MASS 25 PROP UNIT - 180MM					N/C
7	FP036 MASS 25 PROP UNIT - 360MM					N/C
21	FP054 MASS 25 PROP UNIT - 540MM					N/C
8	FP090 MASS 25 PROP UNIT - 900MM					N/C
20	FP180 MASS 25 PROP UNIT - 1800MM					N/C
18	FP270 MASS 25 PROP UNIT - 2700MM					N/C
30	USU10-33 BRIDGE CLAMP 4IN					N/C

Rental Sub-total: 1800.00

BILLED FOR FOUR WEEKS 4/09/20 THRU 5/06/20.

1800.00

SUBTOTAL	1800.00
TAX	148.50
INVOICE TOTAL	1948.50

4 WEEK BILL

NET DUE UPON RECEIPT

CONTINUATION SHEET

Gold's Gym - Prue Road

PAGE 2 OF 2

AIA Document G702, APPLICATION AND CERTIFICATE FOR PAYMENT, containing Contractor's signed Certification is attached.
In tabulations below, amounts are stated to the nearest dollar.
Use Column I on Contracts where variable retainage for line items may apply.

APPLICATION NUMBER: 5
APPLICATION DATE: 5/7/2020
PERIOD TO: 4/30/2020
OWNER'S PROJECT NO:

A ITEM NO.	B DESCRIPTION OF WORK	C SCHEDULED VALUE	D WORK COMPLETED		F MATERIALS PRESENTLY STORED (NOT IN D OR E)	G		H BALANCE TO FINISH (C - G)	I RETAINAGE
			FROM PREVIOUS APPLICATION (D+E)	THIS PERIOD		TOTAL COMPLETED AND STORED TO DATE (D + E + F)	% (G / C)		
1	Mobilization	3,000.00	3,000.00			3,000.00	100%	0.00	300.00
2	Scaffolding	9,207.00	9,207.00			9,207.00	100%	0.00	920.70
3	Protect Finishes	11,000.00	3,500.00			3,500.00	32%	7,500.00	350.00
4	Demolition	12,500.00				-	0%	12,500.00	0.00
5	Concrete	6,250.00				-	0%	6,250.00	0.00
6	Structural Steel	78,013.00	48,465.00	4,193.00		52,658.00	67%	25,355.00	5,265.80
7	Framing / Drywall	4,000.00				-	0%	4,000.00	0.00
8	Ceramic Tile	32,638.00				-	0%	32,638.00	0.00
9	Painting	26,445.00				-	0%	26,445.00	0.00
10	Plumbing	47,491.00	3,500.00			3,500.00	7%	43,991.00	350.00
11									
12									
13									
14									
15									
16	State Remodel Tax	25,298.00	7,552.00	345.00		7,897.00	31%	17,401.00	789.70
17	General Conditions	47,135.00	26,185.00			26,185.00	56%	20,950.00	2,618.50
18	Ovehead and Profit	28,968.00	9,700.00	395.00		10,095.00	35%	18,873.00	1,009.50
	TOTALS	331,945.00	111,109.00	4,933.00	-	116,042.00	35%	215,903.00	11,604.20

CONDITIONAL WAIVER AND RELEASE ON PROGRESS PAYMENT

Project: **Gold's Gym – Prue Road**

Job No: **10-1912**

On receipt of the undersigned check from Gold's Texas Holdings Group Inc in the sum of \$4,439.70 payable to Westport Group Inc and when the check has been properly endorsed and has been paid by the bank on which it is drawn, this document becomes effective to release any right to mechanic's lien, any state or federal statutory bond right, any private bond right, any claim for payment and any rights under similar ordinance, rule or statute undersigned has on the job of Gold's Gym located at 5025 Prue Road, San Antonio, Texas 78240 to the following extent. This release covers a progress payment for all labor, services, equipment or materials furnished to the jobsite or to Gold's Texas Holdings Group Inc through 4-30-2020 only and does not cover any retention, pending modifications and changes or items furnished after that date. Before any recipient of this document relies on it, that person should verify evidence of payment to the undersigned.

The undersigned warrants that he/she either has already paid or will use the monies he/she receives from his/her progress payment to promptly pay in full all of his/her laborers, subcontractors, materialmen and suppliers for all work, materials, equipment or services provided for or to the above-referenced project up to the date of this waiver.

Dated this 7TH day of MAY, 2020

By: _____

Print Name: SCOTT JOHNSTON

Title: PRESIDENT

Subscribed and sworn to me this 7TH day of MAY, 2020.

Notary Public

My Commission Expires:



UNCONDITIONAL WAIVER AND RELEASE ON PROGRESS PAYMENT

PROJECT: Gold's Gym – Prue Road

JOB: 10-1912

The undersigned has been paid and has received a progress payment in the sum of \$ 4,439.70 for labor, services, equipment or material furnished to the job site or on the job of: Gold's Gym located at: 5025 Prue Road, San Antonio TX 78240 and does hereby release any mechanic's lien, any state or federal statutory bond right, any private bond right, any claim for payment and any rights under any similar ordinance rule or statute to claim or payment rights for persons in the undersigned's position that the undersigned has on the above referenced project to the following extent. This release covers a progress payment for all labor, services, equipment or materials furnished to the job site or to: Gold's Texas Holdings Group Inc through (3-31-20) does not cover any retention, pending modifications and changes or items furnished after that date.

The undersigned warrants that he/she either has already paid or will use the monies they received from the progress payment to promptly pay in full all of his/her laborers, subcontractors, materialmen and suppliers for all work, materials, equipment or services provided for the above referenced project up to the date of this waiver.

DATE: 4-4-2020

WESTPORT GROUP INC

Company

BY: _____



TITLE: SCOTT JOHNSTON, PRESIDENT

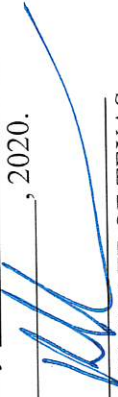
NOTICE: This document waives rights unconditionally and states that you have been paid for giving up those rights. This document is enforceable against you if you sign it, even if you have not been paid. If you have not been paid, use a conditional release form.

STATE OF TEXAS

§
§

COUNTY OF WILLIAMSON

This instrument was subscribed and sworn to before me by SCOTT JOHNSTON of WESTPORT GROUP INC on this 4TH day of April, 2020.



NOTARY PUBLIC, STATE OF TEXAS

My commission expires: _____

