

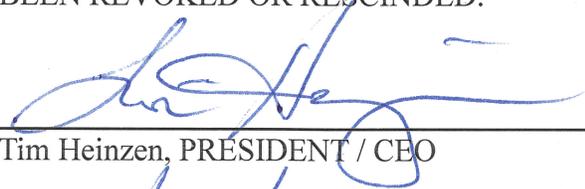
CORPORATE RESOLUTION

EXCERPT FROM MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF **BARNEY'S, INCORPORATED.**

AT THE MEETING OF THE DIRECTORS OF **BARNEY'S INCORPORATED,** DULY NOTICED AND HELD February 13, 2019, A QUORUM BEING THERE PRESENT, ON MOTION AND SECONDED, IT WAS RESOLVED:

THAT **ROBERT WELLS, DIRECTOR OF SALES; AND/OR MARK LEBLANC, DIRECTOR OF OPERATIONS,** BE AND IS HEREBY APPOINTED, CONSTITUTED AND DESIGNATED AS AGENT AND ATTORNEY-IN-FACT OF THE CORPORATION WITH FULL POWER AND AUTHORITY TO ACT ON BEHALF OF THIS CORPORATION IN ALL NEGOTIATIONS, BIDDING, CONCERNS, AND TRANSACTIONS WITHIN ANY PARISH OR COUNTY, ITS AGENCIES, DEPARTMENTS, EMPLOYEES OR AGENTS, INCLUDING BUT NOT LIMITED TO, THE EXECUTION OF ALL BIDS, PAPERS, DOCUMENTS, AFFIDAVITS, BONDS, SURETIES, CONTRACTS AND ACTS AND TO RECEIVE AND RECEIPT THEREFOR ALL PURCHASE ORDERS AND NOTICES ISSUED PURSUANT TO THE PROVISIONS OF ANY SUCH BID OR CONTRACT, THIS CORPORATION HEREBY RATIFYING, APPROVING CONFIRMING, AND ACCEPTING EACH AND EVERY SUCH ACT PERFORMED BY SAID AGENT AND ATTORNEY-IN-FACT.

I HEREBY CERTIFY THE FOREGOING TO BE A TRUE AND CORRECT COPY OF AN EXCERPT OF THE MINUTES OF THE ABOVE DATED MEETING OF THE BOARD OF DIRECTORS OF BARNEY'S INC., AND THE SAME HAS NOT BEEN REVOKED OR RESCINDED.



Tim Heizen, PRÉSIDENT / CEO

2/13/19

DATE