

RESOLUTIONS OF THE MANAGERS

OF

**LIBERTY UTILITIES (MISSOURI WATER) LLC
(the "Company")**

July 7, 2017

WHEREAS, the board of managers of the Company has been presented with an Asset Purchase Agreement (the "Asset Agreement") by and between the Company as Buyer, and Ozark International, Inc. ("Ozark"), Bilyeu Ridge Water Company ("Bilyeu"), LLC, Midland Water Company, Inc. ("Midland"), Moore Bend Water Utility ("Moore Bend"), LLC, Riverfork Water Company ("Riverfork"), Taney County Water, LLC ("Taney") and Valley Woods Utility, LLC ("Valley Woods") (collectively the "Sellers"), with Ozark also acting as Representative, whereby the Company will acquire from the Sellers, and the Sellers will sell to the Company, certain assets comprising distinct water distribution systems and wastewater disposal systems located in rural Missouri generally south of Springfield, Missouri (the "Assets");

AND WHEREAS, the Company desires to enter into the Asset Agreement, substantially on the terms and conditions contained therein;

AND WHEREAS, in conjunction with the Agreement, the board of managers of the Company has also been presented with a Real Property Purchase Contract (the "Real Property Agreement") by and between the Company as Buyer and Brower Properties Inc. ("Brower") as Seller whereby the Company will acquire certain real property (the "Real Property") located in Christian County, Missouri, which real property will be useful or necessary in the operation of the Assets;

AND WHEREAS, the Company desires to enter into the Real Property Agreement, substantially on the terms and conditions contained therein;

NOW, THEREFORE, BE IT RESOLVED THAT:

1. The Company is hereby authorized to enter into the Asset Agreement and to receive the Assets from the Sellers pursuant to the terms and conditions of the Asset Agreement.
2. The Company is hereby authorized to enter into the Real Property Agreement and to receive the Real Property from Brower pursuant to the terms and conditions of the Real Property Agreement.
3. Any officer or director of the Company is hereby authorized on behalf of the Company to execute and deliver the Asset Agreement, with such amendments, additions,

deletions or alterations as such person shall determine to be necessary or appropriate, any such determination to be conclusively evidenced by such person's execution thereof, and such execution shall be conclusive evidence that the agreement so executed is the agreement approved by the directors herein.

4. Any officer or director of the Company is hereby authorized on behalf of the Company to execute and deliver the Real Property Agreement, with such amendments, additions, deletions or alterations as such person shall determine to be necessary or appropriate, any such determination to be conclusively evidenced by such person's execution thereof, and such execution shall be conclusive evidence that the agreement so executed is the agreement approved by the directors herein.

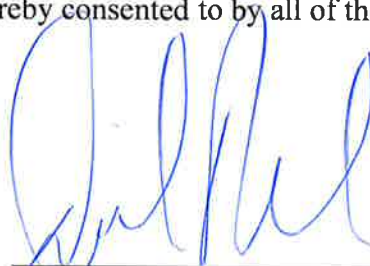
5. Any officer or director of the Company is hereby authorized to execute and deliver all such other agreements, deeds, certificates, and other documents and do all such other things on behalf of the Company as such person shall determine to be necessary or appropriate to carry out the Asset Agreement and the Real Property Agreement and to give effect to this resolution, and any such document shall be in such form as such person shall determine to be necessary or appropriate, any such determination to be conclusively evidenced by such person's execution thereof.

Signatures appear on next page

Each of the foregoing resolutions are hereby consented to by all of the managers of the Company as of the date written first above.



Ian Robertson



David Pasioka

Kenneth R. Allen

Nicole R. Brown

John N. Thompson

Each of the foregoing resolutions are hereby consented to by all of the managers of the Company as of the date written first above.

Ian Robertson

David Pasioka

A handwritten signature in black ink, appearing to read 'Kenneth R. Allen', written over a horizontal line.

Kenneth R. Allen

Nicole R. Brown

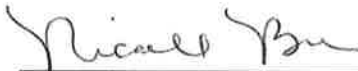
John N. Thompson

Each of the foregoing resolutions are hereby consented to by all of the managers of the Company as of the date written first above.

Ian Robertson

David Pasioka

Kenneth R. Allen



Nicole R. Brown

John N. Thompson

Each of the foregoing resolutions are hereby consented to by all of the managers of the Company as of the date written first above.

Ian Robertson

David Pasieka

Kenneth R. Allen

Nicole R. Brown



John N. Thompson