

**WRITTEN CONSENT
OF
THE BOARD OF DIRECTORS
OF
I-NEW USA, INC.**

AS OF FEBRUARY 10, 2017

The undersigned, being all of the members of the board of directors of I-NEW USA, INC., a Delaware corporation (the "Corporation"), acting pursuant to Section 141(f) of the Delaware General Corporation Law, without the formality of convening a meeting, do hereby consent to the taking of the following actions and the adoption of the following resolutions:

WHEREAS, the undersigned desire to remove Mag. Ronald Satzinger as the Treasurer of the Corporation and to elect Peter Bayer as his successor.

NOW, THEREFORE, BE IT:

RESOLVED, that Mag. Ronald Satzinger be, and hereby is, removed as Treasurer of the Corporation; and be it

FURTHER RESOLVED, that Peter Bayer be, and hereby is, elected as the Treasurer of the Corporation, to serve in such capacity until his successor is duly elected and qualified or until his earlier resignation or removal; and be it

FURTHER RESOLVED, that the appropriate officers of the Corporation shall be and hereby are authorized, directed and empowered to do any and all things necessary or appropriate in connection with the foregoing resolution, and to the extent that such actions or things have already been taken or done, they are hereby ratified, adopted and confirmed as the act and deed of the Corporation;

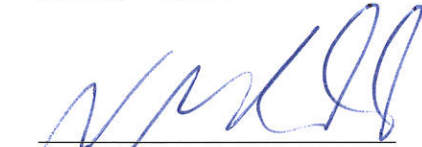
FURTHER RESOLVED, that the undersigned hereby waive any and all irregularities of notice, with respect to the time and place of meeting, and consent to the transaction of all business represented by this Consent; and be it

FURTHER RESOLVED, that this Consent may be executed in one or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument; and

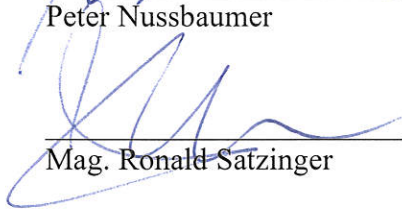
FURTHER RESOLVED, that a copy of this Consent be filed in the minute books of the Corporation with the proceedings of its Board of Directors.

IN WITNESS WHEREOF, the undersigned have executed this written consent as of the date set forth above.

DIRECTORS



Peter Nussbaumer



Mag. Ronald Satzinger