THE BUSINESS COURT OF TEXAS, EIGHTH DIVISION

MICHAEL D. CRAIN, Individually and Derivatively on Behalf of NORTHERN CRAIN REALTY, LLC, NORTHERN CRAIN PROPERTY MANAGEMENT, LLC, and NORTHERN CRAIN, LLC *Plaintiff,*	§	
v.	§	CAUSE NO. 25-bc08a-0014
WILLIAM "WILL" NORTHERN AND TYLER GOLDTHWAITE *Defendants.*	§	

<u>Amended Declaration of Garette M. Amis</u>

"My name is Garette M. Amis. My date of birth is October 6, 1973, and my address is 1205 North Main Street, Fort Worth, Texas 76164, and United States. I am over eighteen (18) years of age, of sound mind, fully competent to make this Amended Declaration, and I have personal knowledge of the facts stated herein. I declare under penalty of perjury that the following is true and correct. On October 22, 2025, a Notice of Appearance of Additional Counsel for Plaintiff Michael D. Crain, Individually and Derivatively on behalf of Northern Crain Realty, LLC, Northern Crain Property Management, LLC, and Northern Crain, LLC was filed (and file marked by the Court's Clerk) in the above-styled and numbered cause identifying me as additional counsel for Plaintiff/Counter-Defendant Michael D. Crain, Individually and Derivatively on behalf of Northern Crain Realty, LLC, Northern Crain Property Management, LLC, and Northern Crain, LLC ("Crain").

The statements in my prior Declaration, which was attached to and incorporated by reference to Plaintiff/Counter-Defendant's Response to Defendant/Counter-Plaintiff William "Will" Northern's Motion for Summary Judgment for Specific Performance of Buy-Sell Purchase ("Pl.'s Response") this Amended Declaration in Support of Pl.'s Response, are based on my personal knowledge derived from:

a. my direct involvement in the above-styled and numbered cause;
b. my review of the correspondence, pleadings, discovery materials, deposition transcripts, and documents produced or obtained during the litigation; and
c. my communications with individuals possessing firsthand knowledge of the matters referenced herein.

The documents attached to my prior Declaration in support of Pl.'s Response and to this Amended Declaration in support of Pl.'s Response are true and correct copies of materials that I obtained, reviewed, or maintained in the ordinary course of representing Crain. They are duplicates of the originals and have not been altered.

This Declaration is made to authenticate the attached documents and to clarify the procedural and evidentiary record relevant to the Court's consideration of Defendant/Counter-Plaintiff William "Will" Northern's Motion for Summary Judgment for Specific Performance of Buy-Sell Purchase (the "MSJ") and Pl.'s Response.

I have read Pl.'s Response and am familiar with the exhibits attached and incorporated by reference thereto. Every factual contention in Pl.'s Response is true and correct, based on my personal knowledge as described above and my personal knowledge of the information, documents and/or materials in the above-styled and numbered cause.

The Exhibits to Pl.'s Response identified below were/are attached and incorporated by reference to Pl.'s Response (previously filed) and are true, correct and unaltered copies of the originals.

A true and correct copy of the Amended and Restated Company Agreement of Northern Crain Realty, LLC dated October 22, 2020 (Exhibit B to Northern’s MSJ), and Resolutions of the Members on Unanimous Written Consent in Lieu of a Meeting dated October 22, 2020.	Exhibit A-1
A true and correct copy of the Amended and Restated Company Agreement of Northern Crain Property Management, LLC dated October 22, 2020 (Exhibit C to Northern’s MSJ) and Resolutions of the Members on Unanimous Written Consent in Lieu of a Meeting dated October 22, 2020.	Exhibit A-2
A true and correct copy of the Northern Crain Realty Agreement. (Exhibit A to Northern’s MSJ)	Exhibit A-3
A true and correct copy of Northern’s redlined version of the LOI. (Produced in discovery)	Exhibit A-4
A true and correct copy of the Northern Crain Realty December 16, 2022 Invoice. (Produced in discovery)	Exhibit A-5
Disclosure Agreement. (Produced in discovery)	
A true and correct copy of Woodhaven, Concerto No. 1, LP’s Form D filed with the SEC dated March 14, 2025. (downloaded from the SEC website and produced in discovery)	Exhibit A-7
A true and correct copy of the Woodhaven, Concerto No. 1, LP Partnership Subscription Agreement dated March 8, 2024. (Produced in discovery)	Exhibit A-8
A true and correct copy of Northern’s Proposal; August 16, 2024 purported “buy/sell” offer and March 13, 2025 tender. (Exhibits D-G, K, V, AA, BB, CC to Northern’s MSJ)	Exhibit A-9
A true and correct copy of excerpts from the deposition of Will Northern taken on November 6, 2025.	Exhibit A-10

I have personal knowledge of the facts stated herein (and as described herein) regarding the information in (1) my prior Declaration, which is/was attached to and incorporated by reference to Pl.'s Response, (2) the exhibits which are/were attached to and incorporated by reference to my prior Declaration and to Pl.'s Response, (3) this Amended Declaration, which is, as a later filed Declaration, incorporated by reference to Pl.'s Response and, (4) the exhibits which are attached to and incorporated by reference this Amended Declaration and Pl.'s Response. Such facts contained herein are true and correct."

Executed in Tarrant County, state of Texas, on the 4th day of December 2025.

/s/ *Garette M. Amis*
Garette M. Amis
Declarant

EXHIBIT A-5

Northern Crain Realty, LLC
8 3 Hemphill St
TX S
admin@northerncra n.com
www northerncra n com

INVOICE

B LL TO
Woodhaven Country C ub
913 Country C ub Lane
Fort orth, T 761 2

NVOICE	33868
DATE	2 16/2022
TER S	Due on rece pt
DUE DATE	2 16/2022

DA E		D SCR P ION	Q Y	RA E	AMOUNT
11/09/2022	Contract Preparation	Contract preparation- Tides at Woodhaven	1	400.00	400.00
11/11/2022	Sourcing Equity Partners	Meeting with James Hill	1	400.00	400.00
11/21/2022	Financial Analysis	Preparation of a discounted cashflow analysis- Tides at Woodhaven	1.50	400.00	600.00
12/02/2022	Financial Analysis	Reviewed discounted cashflow analysis with client- Tides at Woodhaven	0.50	400.00	200.00
12/06/2022	Sourcing Equity Partners	Meeting with Sandra McGlothlin	1	400.00	400.00
12/15/2022	Consulting	Tour Woodhaven CC, client discovery, high level strategy	4	400.00	1,600.00

Hourly fees pa d that are attributab e to a specif c property w be cred ted back to client aga nst brokerage comm ss ons earned upon closing and fund ng of sa d specif c property.

BALANCE DUE **$3,600.00**

INVOICE

BILL TO
Woodhaven Country Club
913 Country Club Lane
Fort Worth, TX 76112

INVOICE	133868
DATE	12/16/2022
TERMS	Due on receipt
DUE DATE	12/16/2022

DATE		DESCRIPTION	QTY	RATE	AMOUNT
11/09/2022	Contract Preparation	Contract preparation- Tides at Woodhaven	1	400.00	400.00
11/11/2022	Sourcing Equity Partners	Meeting with James Hill	1	400.00	400.00
11/21/2022	Financial Analysis	Preparation of a discounted cashflow analysis- Tides at Woodhaven	1.50	400.00	600.00
12/02/2022	Financial Analysis	Reviewed discounted cashflow analysis with client- Tides at Woodhaven	0.50	400.00	200.00
12/06/2022	Sourcing Equity Partners	Meeting with Sandra McGlothlin	1	400.00	400.00
12/15/2022	Consulting	Tour Woodhaven CC, client discovery, high level strategy	4	400.00	1,600.00

Hourly fees paid that are attributable to a specific property will be credited back to client against brokerage commissions earned upon closing and funding of said specific property.

BALANCE DUE **$3,600.00**