

## **CERTIFICATE OF SECRETARY**

The undersigned, Paul Schmeil, Secretary of the Board of Directors, at Golden Vista RV Resort, ("Association") does hereby, certify:

FIRST: I am the duly elected, qualified and acting Secretary of the Association and have custody of the corporate records and minutes.

SECOND: That attached hereto as Exhibit A is a complete copy of the resolution approving \$6,070 for the purchase of a MOWER duly adopted via UNANIMOUS WRITTEN CONSENT of the Board of Directors of the Association effective as of June 1, 2011; and that said resolution is still in full force and effect and has not been rescinded.

IN WITNESS WHEREOF, I have hereupon set my hand this 1st day of June 2011

Signature on File
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By: Paul Schmeil

Its: Secretary

**UNANIMOUS WRITTEN CONSENT  
OF BOARD OF DIRECTORS OF  
GOLDEN VISTA RV RESORT**

The undersigned, Directors for the Board of Golden Vista RV Resort in accordance with the Laws of the State of Arizona, hereby adopt the following written consent delivered by electronic mail.

**WHEREAS**, the undersigned desire to execute a written consent in lieu of formally holding a Board of Directors' meeting and agree that the adoption of the following resolution shall be valid and have the same force and effect as though such resolution had been adopted at a formal Directors' meeting; therefore, be it:

**RESOLVED**, that the expenditure of \$6,070 from the Maintenance Reserve Fund is approved for the purchase of a new commercial riding MOWER with Zero Turn Radius (ZTR) and a large rear catcher.

Be it known by all who may read this document that the existing mower is NOT a commercial type, is eight years old, and is in such poor condition that the grass needs to be double-mowed to be acceptable. Also be it known that four prices--\$6,070, \$7,200, \$9,600 and \$11,600—were obtained for a new mower with the John Deere Z445 EZTrack being selected for purchase at the price of \$6,070.

**RESOLVED**, that this written consent shall have the same force and effect as a formal Board of Directors meeting for all purposes.

**APPROVAL** of this written consent is by electronic mail with all electronic approvals to be filed with the minutes of the proceedings of the Association. The undersigned, by approving this Unanimous Written Consent, hereby waives notice of the time and place of the meeting, consents to the meeting and approves the contents of this written consent.

**Approved by email, June 1, 2011**

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Paul Borne, President (Date)

**Approved by email, June 1, 2011**

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Paul Schmeil, Secretary (Date)

**Approved by email, May 31, 2011**

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Peggy Richardson, Director (Date)

**Approved by email, May 31, 2011**

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Betty Schmitt, Director (Date)

**Approved by email, May 31, 2011**

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Lance Harvey, Vice-President (Date)

**Approved by email, May 31, 2011**

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Ginger Scobie, Treasurer (Date)

**Approved by email, June 1, 2011**

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Jean Morse, Director (Date)

**DATED** to be effective on June 1, 2011

Exhibit A