

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 a credit card with a \$10,000 for the Activities Office duly adopted via UNANIMOUS WRITTEN CONSENT of the Board of Directors of the Association effective as of July 8, 2011; and that said resolution is still in full force and effect and has not been rescinded.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 8th day of July 2011

Signature on File

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 a CREDIT CARD WITH A LIMIT OF \$10,000 BE APPROVED FOR THE ACTIVITIES OFFICE.

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, July 8, 2011

Paul Borne, President (Date)

Approved by email, July 7, 2011

Paul Schmeil, Secretary (Date)

Approved by email, July 7, 2011

Peggy Richardson, Director (Date)

Approved by email, July 7, 2011

Betty Schmitt, Director (Date)

Approved by email, July 7, 2011

Lance Harvey, Vice-President (Date)

Approved by email, July 8, 2011

Ginger Scobie, Treasurer (Date)

Approved by email, July 8, 2011

Jean Morse, Director (Date)

DATED to be effective on July 8, 2011