

**WRITTEN CONSENT OF THE
BOARD OF DIRECTORS
IN LIEU OF SPECIAL MEETING**

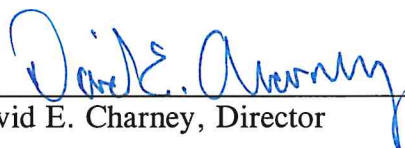
WHEREAS, pursuant to the authority contained in the Oklahoma Corporation Act, the undersigned, being all of the members of the Board of Directors of Aspen Crossing Homeowners' Association, Inc., an Oklahoma not-for-profit corporation (the "Corporation"), do hereby adopt the following resolutions with the same force and effect as though adopted at a special meeting of said Board duly called, noticed and held:

RESOLVED, that the Board of Directors appoints Brian Beam as a Director of the Corporation to serve until his successor is elected and qualified or until his earlier resignation or removal; and

RESOLVED, that the following persons shall serve as officers of the Corporation in the offices set opposite their respective names, until their successors are elected and qualify or until their earlier resignation or removal:

<u>NAME</u>	<u>OFFICE</u>
David E. Charney	President
Sally Moseby	Secretary
Richard Sullivan	Treasurer
Brian Beam	Vice-President

IN WITNESS WHEREOF, the undersigned have duly executed this Consent effective the 15th day of August, 2019.




David E. Charney, Director



Richard Sullivan, Director



Sally Moseby, Director



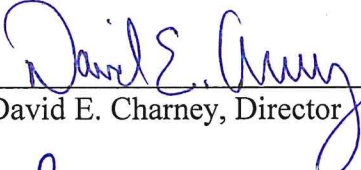
Brian Beam, Director

**CALL AND WAIVER OF NOTICE OF
INITIAL MEETING OF THE BOARD OF DIRECTORS
OF
ASPEN CROSSING HOMEOWNERS' ASSOCIATION, INC.
AN OKLAHOMA NOT-FOR-PROFIT CORPORATION**

THE UNDERSIGNED, being all of the Directors of ASPEN CROSSING HOMEOWNERS' ASSOCIATION, INC., an Oklahoma not-for-profit corporation, do hereby call the initial meeting of the Directors of the Corporation, to be held at the offices of the Corporation in Owasso, Oklahoma, at 10:00 A.M. on the 20th day of May, 2019.

The meeting is for the purpose of ratifying the actions of the Incorporator of the Corporation, as reflected in the Instrument of Organization dated April 19, 2019, and doing all of the things necessary or desirable in connection with the organization of the Corporation, and the undersigned hereby waive notice, and consent to the transaction of any business pertaining to the affairs of the Corporation on this meeting.

DATED this 20th day of May, 2019.



David E. Charney, Director



Sally Moseby, Director



Richard Sullivan, Director

**MINUTES OF THE INITIAL MEETING
OF THE DIRECTORS
OF
ASPEN CROSSING HOMEOWNERS' ASSOCIATION, INC.
AN OKLAHOMA NOT-FOR-PROFIT CORPORATION**

The initial meeting of the Board of Directors of ASPEN CROSSING HOMEOWNERS' ASSOCIATION, INC., an Oklahoma Not-For-Profit Corporation, was held at the offices of the Corporation in Owasso, Oklahoma, at 10:00 A.M. on the 20th day of May, 2019, pursuant to a written Call and Waiver of Notice signed by the Directors of the Corporation. David E. Charney, Sally Moseby, and Richard Sullivan, being all of the Directors were present and David E. Charney acted as Chairman and Sally Moseby acted as Secretary of the meeting.

The Chairman presented the Certificate of Incorporation and stated that the Certificate had been filed with the Secretary of State on May 19, 2019.

Next, the Chairman presented the Instrument of Organization dated May 19, 2019, signed by the Incorporators of the Corporation. After reviewing the Instrument of Organization and the matters reflected or referred to therein, including, but not limited to, the adoption of By-Laws, upon motion duly made and seconded, the following resolutions were unanimously adopted:

RESOLVED, that the actions of the Incorporators, including, but not limited to, the adoption of the set of By-Laws attached to the Instrument of Organization dated May 19, 2019, are hereby ratified, confirmed, approved and adopted.

FURTHER RESOLVED, that, as evidence of the ratification and approval by the Directors of the By-Laws, the By-Laws shall be signed by the Directors of the Corporation and thereupon shall be made a part of the permanent records of the Corporation.

The Chairman then presented the proposed corporate seal for the Corporation for examination by the Directors, whereupon, following such examination, upon motion duly made and seconded, the following resolution was unanimously adopted:

RESOLVED, that the seal provided for in the By-Laws is hereby approved and adopted, and that the seal is to be affixed to these minutes, which shall be made a part of the permanent records of the Corporation.

Proceeding next to the matter of choosing corporate officers, the Chairman advised the Directors that the Corporation should have, at a minimum, a President and a Secretary, along with any other officers the Directors felt were necessary or appropriate. After considering the candidates for office, upon motion duly made and seconded, the following resolution was unanimously adopted:

RESOLVED, that the following persons shall serve as officers of the Corporation in the offices set opposite their respective names, until their successors are elected and qualify or until their earlier resignation or removal:

NAME

OFFICE

David E. Charney

President

Sally Moseby

Secretary

Richard Sullivan

Treasurer

In order to illustrate the scope of authority given to the President of the Corporation, consistent with the language contained in the By-Laws, upon motion duly made and seconded, the following resolution was unanimously adopted:

RESOLVED, that the President of this Corporation is authorized to enter into such contracts or agreements as the President, acting alone, shall deem advisable pertaining to the business of the Corporation, including, but not limited to, agreements relating to purchases and sales of merchandise or other assets to be used in the business, the borrowing of money, leases or other obligations.

Thereafter, the Chairman presented a form of bank resolution relating to the establishment by the Corporation of a bank account and the authority of the officers and employees of the Corporation to borrow money on its behalf. After reviewing the form, upon motion duly made and seconded, the following resolution was unanimously adopted:

RESOLVED, that the form of bank resolution authorizing the establishment and maintenance of an account for this Corporation and the borrowing of money from time to time is hereby adopted. A copy of the form of bank resolution is to be attached hereto and made a part of the permanent records of the Corporation, and an additional copy is directed to be furnished to the Bank.

Finally, the Chairman noted that the By-Laws of the Corporation empower the Directors to fix the fiscal year of the Corporation and, upon motion duly made and seconded, the following resolution was unanimously adopted:

RESOLVED, that the fiscal year of the Corporation shall end on December 31st of each year.

There being no further business to come before this meeting, the same, upon motion duly made and seconded, was adjourned.


Secretary of the Meeting


Chairman of the Meeting

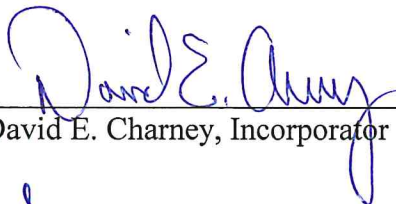
INSTRUMENT OF ORGANIZATION
OF
ASPEN CROSSING HOMEOWNER'S ASSOCIATION, INC.
an Oklahoma not-for-profit corporation

The undersigned, being the Incorporators of ASPEN CROSSING HOMEOWNER'S ASSOCIATION, INC., an Oklahoma not-for-profit corporation, which was incorporated on May 19, 2019, hereby take the following actions for the purposes of adopting By-Laws, electing Directors to serve or hold office until the first annual meeting of the Members or until the successor of such Director is elected and does qualify, and doing all other or further acts to perfect the organization of the Corporation:

- (1) The By-Laws of the Corporation, a copy of which is appended to this Instrument of Organization, are hereby adopted as the By-Laws of the Corporation, until such By-Laws are amended or repealed by the Board of Directors or by the Shareholders.
- (2) The following persons are elected as the Directors of the Corporation to serve until the first annual meeting of the Members of the Corporation or until the successor of such Director shall be elected and shall qualify:

Effective May 20, 2019, David E. Charney, Sally Moseby and Richard Sullivan, hereby resign as Incorporators for ASPEN CROSSING HOMEOWNER'S ASSOCIATION, INC.

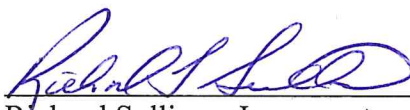
DATED this 19th day of May, 2019.



David E. Charney, Incorporator



Sally Moseby, Incorporator



Richard Sullivan, Incorporator