

**RECORD OF ACTION TAKEN
BY CONSENT AT MEETING OF THE BOARD OF DIRECTORS OF
SUMMERSET OWNER'S ASSOCIATION, INC.**

The undersigned, being the Board of Directors of the Summerset Owner's Association, Inc., a South Dakota Nonprofit Corporation ("the Association"), hereby consent to the adoption of the following recitals and resolutions in accordance with South Dakota law.

RECITALS

A special meeting of the Board of Directors of the Association was held on the 20th day of December, 2017.

There were present the following, either in person or telephonically: Tanya Hahn, Karen Psiaki, and Quentin Johnson who constitute the entire Board of Directors.

Following a full and frank discussion between the members of the Board of Directors concerning the dissolution of the Association, Tanya Hahn, acting as President of the Board of Directors, recommended that the Association notify the South Dakota Attorney General's office of its intent to dissolve as required by South Dakota law, and file for dissolution with the South Dakota Secretary of State.

The President further recommended that the Association distribute its assets as required by Article VIII of the Articles of Incorporation and pursuant to the Plan of Distribution which is attached hereto as Exhibit A.

After full consideration, the Plan of Distribution was adopted by a unanimous vote of the Board of Directors.

Now, therefore, be it


RESOLVED, that Summerset Owner's Association, Inc. be dissolved, and that all steps be taken by the President to complete the dissolution in accordance with South Dakota law.

FURTHER RESOLVED, that in accordance with such intent to dissolve the Association, the President, legal counsel, and Association's accountant are authorized and directed to take the following actions in a timely manner pursuant to the Plan of Distribution:


1. The Association shall wind up business pursuant to the Plan of Distribution;
2. The Association shall notify all known creditors of its intent to dissolve;
3. The Association shall proceed to pay and discharge all liabilities and obligations of the Association;

4. Any assets held by the Association requiring return, transfer or conveyance, which condition occurs by reason of the dissolution, shall be returned, transferred or conveyed in accordance with such requirements;
5. Pursuant to the Articles of Incorporation filed with the Secretary of State on October 3, 2002, the remaining funds and assets of the Association shall be distributed to the City of Summerset for Leisure Lane park improvements.
6. Legal counsel shall file Articles of Dissolution with the South Dakota Secretary of State as required by the South Dakota Business Corporation Act;
7. The President, legal counsel, and Association's accountant shall timely file all other forms and documents required by the state of South Dakota or the federal government, including tax returns, as soon as possible;
8. That the President is empowered, authorized, and directed to carry out the provisions of this resolution, and to adopt any further resolutions that may be necessary in dissolving the Association in accordance with the expressed intent of the Directors.

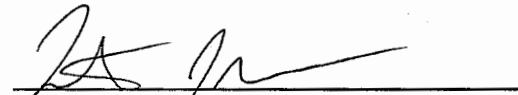
Dated this 20 day of December, 2017.



Karen Psiaki, Director

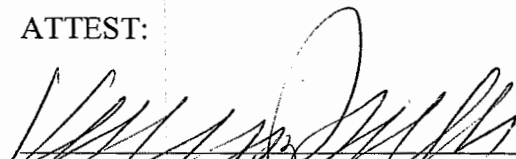


Tanya Hahn, President and Director



Quenten Johnson, Director

ATTEST:



Karen Psiaki, Secretary

(SEAL)