

ACTION TAKEN BY WRITTEN CONSENT OF THE DIRECTORS IN LIEU OF  
THE ORGANIZATIONAL MEETING  
OF  
Lincolnvile Property Owners Association, Inc.

Dated as of March 14, 2018

In lieu of the organizational meeting of the board of directors for Lincolnvile Property Owners Association, Inc., a South Carolina non-profit corporation (the "**Corporation**"), the following resolutions are adopted by the written consent of the directors of the Corporation pursuant to the authority granted in S.C. Ann. Code § 33-31-205 of the South Carolina Nonprofit Corporation Act of 1994.

The articles of incorporation of the Corporation were filed with the South Carolina Secretary of State on March 13, 2018. The directors take the following actions to complete the organizational process of the Corporation.

1. Resolution Adopting Bylaws

The following resolution adopting bylaws for the Corporation is adopted:

RESOLVED, that the form of bylaws presented to the board of directors, a copy of which is attached to these minutes and incorporated herein by reference and which was executed by Atila Stolf, as the President of the Corporation, as of March 14, 2018, are hereby adopted and approved as the bylaws of the Corporation. Said bylaws shall remain in full force and effect until amended or repealed by action of the board of directors.

2. Resolution Affirming Storm Water Facilities Maintenance and Restrictions Agreement - Lincolnvile

The following resolution affirming the Storm Water Facilities Maintenance and Restrictions Agreement - Lincolnvile is adopted:

RESOLVED, that which was executed by Atila Stolf as the Manager of the Declarant (SBS Contractors, LLC) on March 14, 2018, and was recorded in the Register of Deeds Office in Charleston County in Book 0681, Page 107 on November 20, 2017, is hereby affirmed by the undersigned directors.

3. Appointment of Officers

The following resolution with respect to the appointment of the officers of the Corporation is hereby adopted:

RESOLVED, that the following persons are hereby appointed to the offices set opposite their respective names:

Atila Stolf	President and Treasurer
William H. Herring	Vice President and
Tommy Starkey	Treasurer Secretary

Each such officer shall serve in accordance with the provisions of the bylaws and until the officer's successor shall have been duly appointed and qualified.

4. Preparation of Minute Book

The following resolution with respect to the preparation of a minute book for the Corporation for the retention of minutes and other corporate documents is hereby adopted:

RESOLVED, that a minute book will be prepared for the Corporation and the secretary is hereby directed to place in the minute book a copy of the Corporation's articles of incorporation, bylaws, and all consents and minutes of meetings of the board of directors (and committees with governing board delegated powers), and to maintain the minute book as part of the official records of the Corporation.

RESOLVED FURTHER, that the secretary is directed to maintain the Corporation's minute book in the principal office of the Corporation located in South Carolina and that the minute book should contain a copy of the corporate documents required to be retained in the principal office of the Corporation pursuant to the requirements of S.C. Ann. Code § 33-31-1601.

5. Bank Accounts

The following resolution with respect to the opening and maintenance of bank accounts for the Corporation is adopted:

RESOLVED, that the Corporation shall open and maintain bank accounts with the financial institution specified in, and according to the terms and conditions of the form resolution, which may be attached to these minutes and is hereby adopted as the resolution of this Corporation.

6. Tax Identification Number

The following resolution with respect to obtaining a federal tax identification number for the Corporation is hereby adopted:

RESOLVED, that any acts taken on behalf of the Corporation in the application and issuance of federal and state tax identification number for the Corporation are hereby approved and that the proper officer shall file any necessary and appropriate forms to obtain any federal and state tax identification numbers necessary for the operation of the Corporation.

7. Adoption of Seal

The following resolution with respect to the adoption of a corporate seal is hereby adopted:

RESOLVED, that a corporate seal is not necessary. The use of any such seal on any document is optional and not required. The absence of the corporate seal on any document shall not affect the validity of the document in any way.

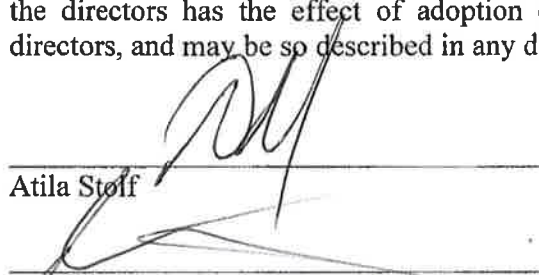
8. Selection of Accounting Method and Annual Accounting Year

The following resolution with respect to the adoption of a fiscal year for the Corporation and a method of accounting are hereby adopted:

RESOLVED, that the Corporation may adopt a cash or an accrual system for reporting its revenue and expenditures, as the Corporation's accountant shall recommend is necessary or advisable.

RESOLVED FURTHER, that the Corporation may adopt a calendar year or a fiscal year as its accounting period, as the Corporation's accountant shall recommend is necessary or advisable.

The unanimous consent of the directors may be evidenced by their signatures on one or more copies of this document, which shall be filed in the records of the Corporation. The adoption of these resolutions as of the above stated date by the unanimous written consent of all the directors has the effect of adoption of these resolutions by a vote at a meeting of the directors, and may be so described in any document.



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Atila Stoff



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William H. Herring



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Tommy Starkey