

MINUTES OF FIRST MEETING OF BOARD OF DIRECTORS
OF
THE LANDING HOMEOWNERS ASSOCIATION, INC.

The meeting of the Board of Directors of THE LANDING HOMEOWNERS ASSOCIATION, INC., of Brookings County, was held at 415 8TH Street South, Brookings, South Dakota, without notice, upon the unanimous agreement of all the directors of the corporation, on the 1st day of AUGUST, 2013. Present at the meeting were JOHN H. MILLS, JOY E. MILLS and JACOB J. MILLS, being all of the directors of the corporation, each expressly consenting that the same might proceed to the transaction of any and all business that may come before the meeting.

Upon motion duly made, seconded and unanimously carried, the following individuals were elected as officers of the non-profit corporation until their successors are elected and qualified:

| | |
|---------------------|----------------|
| President | John H. Mills |
| Vice President | Jacob J. Mills |
| Secretary/Treasurer | Joy E. Mills |

Upon motion duly made, seconded and unanimously carried, the President of the corporation was given authority to enter into a Lease Agreement with PRAIRIE HILLS, L.L.C., a South Dakota Limited Liability Company, related to the Lease by the corporation of Lot 1 in Block 4 of Prairie Hills Addition to the City of Brookings, to include a community building related to the development of The Landing. The Secretary was instructed to place a copy of the Lease Agreement with the Minutes of the Meeting after the same is fully executed by all parties.


Upon motion duly made, seconded and unanimously carried, the Secretary/Treasurer of the corporation was given the authority to borrow up to \$20,000.00 from Prairie Hills, L.L.C., in the form of a line of credit, with interest on any sums borrowed at the rate of six (6%) percent per annum. The purpose for such loans, if necessary, will be to pay all operating costs associated with the Lease of the community building and premises until enough townhouses in The Landing are sold so annual dues from the membership of the Association are sufficient to pay said operating costs. The Secretary/Treasurer was instructed to maintain evidence of any such sums borrowed in the ordinary course of maintaining financial records for the corporation.

Upon motion duly made, seconded and unanimously carried, the President of the corporation was given authority to enter into an Easement Agreement related to the use and occupancy of roadways serving the residential development and Lot 1 of Block 4, as well


as to provide for sewer and water service within the residential development and Lot 1. The Secretary/Treasurer was instructed to place a copy of the Easement Agreement in the corporate record book following execution of the same by all interested parties.

Upon motion duly made, seconded and unanimously carried, MILLS DEVELOPMENT CORPORATION was selected to provide management services, including the receipt and disbursement of funds and to take care of maintenance matters such as mowing, landscaping and general maintenance work. The fee to be paid to MILLS DEVELOPMENT CORPORATION is six (6%) percent of the collected dues.

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



JOHN H. MILLS



JOY E. MILLS



JACOB J. MILLS

State of South Dakota



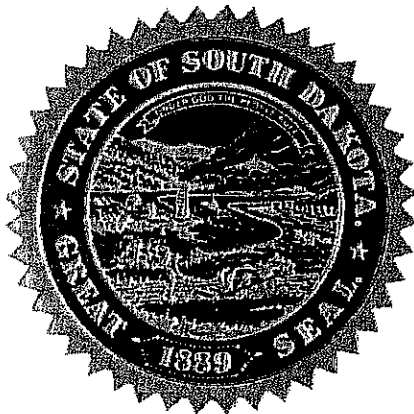
OFFICE OF THE SECRETARY OF STATE

Certificate of Incorporation Nonprofit Corporation

ORGANIZATIONAL ID #: NS015173

I, **Jason M. Gant**, Secretary of State of the State of South Dakota, hereby certify that the Articles of Incorporation of **THE LANDING HOMEOWNERS ASSOCIATION, INC.** duly signed and verified, pursuant to the provisions of the South Dakota Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I hereby issued this Certificate of Incorporation and attach hereto a duplicate of the Articles of Incorporation.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused to be affixed the Great Seal of the State of South Dakota, in Pierre, the Capital City, this August 5, 2013.

Jason M. Gant
Secretary of State

Cert of Incorp Non Profit Merge