

**CONSENT IN LIEU OF MEETING OF THE BOARD OF DIRECTORS
ELKSTONE OWNERS ASSOCIATION, INC.**

The undersigned, being all of the directors for THE ELKSTONE OWNERS ASSOCIATION, INC., a Colorado non-profit corporation (the "Association"), pursuant to the Bylaws of the Association and the Colorado Revised Nonprofit Corporation Act, hereby waive notice and the holding of a special meeting and unanimously agree to the following resolutions:


RESOLVED, that Tueller & Associates shall provide legal services to the Association with respect to the pending rezone of adjacent property. The President of the Association is authorized to execute an engagement letter for such services.

FURTHER RESOLVED, that the Association shall reimburse the Association members named below for legal fees incurred to date on the above-referenced rezone matter, as follows:

Elizabeth and David Barth	\$1,535.00
Bonnie Beamer and Rick Young	\$1,535.00
Lauren and Geoffrey Harrison	\$1,535.00
Barbie and Bruce Ross	\$1,535.00
Sterling Capital	\$4,605.00


FURTHER RESOLVED, that the Board authorizes and directs the officers of the Association to undertake such other activities and/or actions as they shall deem to be appropriate and/or necessary to effect the foregoing.

BOARD OF DIRECTORS FOR THE ELKSTONE OWNERS ASSOCIATION, INC



Elizabeth Barth, Director

Date: 03.1.2014



Lee Hooper, Director

Date: 2-28-2014




Daniel Dockray, Director

Date: 3/1/2014

CERTIFICATION

The undersigned, being the duly appointed and acting Secretary of the Elkstone Owners Association, Inc. hereby certifies that the persons whose names are subscribed to in the foregoing Consent constitute all of the directors of the Elkstone Owners Association, Inc.



Elizabeth Barth, Secretary