

Minutes
and
By Laws

OF

INCORPORATED UNDER THE LAWS OF
THE STATE OF DELAWARE

LAW OFFICES
OF

Clarification: Stockholder means lot owner or member as each case may dictate

BY - LAWS

of

SYLVAN HOMEOWNERS ASSOCIATION

ARTICLE I - OFFICES

SECTION 1. REGISTERED OFFICE. --The registered office shall be established and maintained at R.D. 1, Box 153, Milton in the County of Sussex in the State of Delaware.

SECTION 2. OTHER OFFICES. --The corporation may have other offices, either within or without the State of Delaware, at such place or places as the Board of Directors may from time to time appoint or the business of the corporation may require.

ARTICLE II - MEETING OF STOCKHOLDERS

SECTION 1. ANNUAL MEETINGS. --Annual meetings of stockholders for the election of directors and for such other business as may be stated in the notice of the meeting, shall be held at such place, either within or without the State of Delaware, and at such time and date as the Board of Directors, by resolution, shall determine and as set forth in the notice of the meeting. In the event the Board of Directors fails to so determine the time, date and place of meeting, the annual meeting of stockholders shall be held at the registered office of the corporation in Delaware on

If the date of the annual meeting shall fall upon a legal holiday, the meeting shall be held on the next succeeding business day. At each annual meeting, the stockholders entitled to vote shall elect a Board of Directors and may transact such other corporate business as shall be stated in the notice of the meeting.

SECTION 2. OTHER MEETINGS. -- Meetings of stockholders for any purpose other than the election of directors may be held at such time and place, within or without the State of Delaware, as shall be stated in the notice of the meeting.

SECTION 3. VOTING. -- Each stockholder entitled to vote in accordance with the terms and provisions of the Certificate of Incorporation and these By-Laws shall be entitled to one vote, in person or by proxy, for each share of stock entitled to vote held by such stockholder, but no proxy shall be voted after three years from its date unless such proxy provides for a longer period. Upon the demand of any stockholder, the vote for directors and upon any question before the meeting shall be by ballot. All elections for directors shall be decided by plurality vote; all other questions shall be decided by majority vote except as otherwise provided by the Certificate of Incorporation or the laws of the State of Delaware.

SECTION 4. STOCKHOLDER LIST. -- The officer who has charge of the stock ledger of the corporation shall at least 10 days before each meeting of stockholders prepare a complete alphabetical addressed list of the stockholders entitled to vote at the ensuing election, with the number of shares held by each. Said list shall be open to the examination of any stockholder, for any purpose germane to the meeting, during ordinary business hours, for a period of at least ten days prior to the meeting, either at a place within the city where the meeting is to be held, which place shall be specified in the notice of the meeting, or, if not so specified, at the place where the meeting is to be held. The list shall be available for inspection at the meeting.

SECTION 5. QUORUM. -- Except as otherwise required by law, by the Certificate of Incorporation or by these By-Laws, the presence, in person or by proxy, of stockholders holding a majority of the stock of the corporation entitled to vote shall constitute a quorum at all meetings of the stockholders. In case a quorum shall not be present at any meeting, a majority in interest of the stockholders entitled to vote thereat, present in person or by proxy, shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until the requisite amount of stock entitled to vote shall be present. At any such adjourned meeting at which the requisite amount of stock entitled to vote shall be represented, any business may be transacted which might have been transacted at the meeting as originally noticed; but only those stockholders entitled to vote at the meeting as originally noticed shall be entitled to vote at any adjournment or adjournments thereof.

*Quorum changed to 25% stock holder
noted twice by memo 1/9/68 JBS*

SECTION 6. SPECIAL MEETINGS. --Special meetings of the stockholders, for any purpose, unless otherwise prescribed by statute or by the Certificate of Incorporation, may be called by the president and shall be called by the president or secretary at the request in writing of a majority of the directors or stockholders entitled to vote. Such request shall state the purpose of the proposed meeting.

SECTION 7. NOTICE OF MEETINGS. -- Written notice, stating the place, date and time of the meeting, and the general nature of the business to be considered, shall be given to each stockholder entitled to vote thereat at his address as it appears on the records of the corporation, not less than ten nor more than fifty days before the date of the meeting.

SECTION 8. BUSINESS TRANSACTED --No business other than that stated in the notice shall be transacted at any meeting without the unanimous consent of all the stockholders entitled to vote thereat.

SECTION 9. ACTION WITHOUT MEETING. --Except as otherwise provided by the Certificate of Incorporation, whenever the vote of stockholders at a meeting thereof is required or permitted to be taken in connection with any corporate action by any provisions of the statutes or the Certificate of Incorporation or of these By-Laws, the meeting and vote of stockholders may be dispensed with, if all the stockholders who would have been entitled by vote upon the action if such meeting were held, shall consent in writing to such corporate action being taken.

ARTICLE III - DIRECTORS

SECTION I. NUMBER AND TERM. --The number of directors shall be ³ 10 ^{members} ^{offices and} The directors shall be elected at the annual meeting of the stockholders and each ^{officer and} director shall be elected to serve until his successor shall be elected and shall qualify. ~~The number of directors may not be less than three except that where all the shares of the corporation are owned beneficially and of record by either one or two stockholders, the number of directors may be less than three but not less than the number of stockholders.~~

a) and shall include the duly elected President, Vice President, Secretary and Treasurer with ^{three Board members chosen at large} by plurality vote. In addition, the three duly elected members of the Architectural and Building Committee by plurality vote shall also be members of the Board of Directors.

SECTION 2. RESIGNATIONS. -- Any director, member of a committee or other officer may resign at any time. Such resignation shall be made in writing, and shall take effect at the time specified therein, and if no time be specified, at the time of its receipt by the President or Secretary. The acceptance of a resignation shall not be necessary to make it effective.

SECTION 3 VACANCIES. -- If the office of any director, member of a committee or other officer becomes vacant, the remaining directors in office, though less than a quorum by a majority vote, may appoint any qualified person to fill such vacancy, who shall hold office for the unexpired term and until his successor shall be duly chosen.

SECTION 4. REMOVAL. --- Any director or directors may be removed either for or without cause at any time by the affirmative vote of the holders of a majority of all the ~~shares of stock~~^{members} outstanding and entitled to vote, at a special meeting of the ~~stockholders~~^{members} called for the purpose and the vacancies thus created may be filled, at the meeting held for the purpose of removal, by the affirmative vote of a majority in interest of the ~~stock-~~^{member} holders entitled to vote.

SECTION 5. INCREASE OF NUMBER. -- The number of directors may be increased by amendment of these By-Laws by the affirmative vote of a majority of the directors, though less than a quorum, or, by the affirmative vote of a majority in interest of the ~~stockholders~~^{members}, at the annual meeting or at a special meeting called for that purpose, and by like vote the additional directors may be chosen at such meeting to hold office until the next annual election and until their successors are elected and qualify.

SECTION 6. COMPENSATION. -- Directors shall not receive any stated salary for their services as directors or as members of committees, but by resolution of the board a fixed fee and expenses of attendance may be allowed for attendance at each meeting. Nothing herein contained shall be construed to preclude any director from serving the corporation in any other capacity as an officer, agent or otherwise, and receiving compensation therefor.

SECTION 7. ACTION WITHOUT MEETING. --Any action required or permitted to be taken at any meeting of the Board of Directors, or of any committee thereof, may be taken with out a meeting, if prior to such action a written consent thereto is signed by all members of the board, or of such committee as the case may be, and such written consent is filed with the minutes of proceedings of the board or committee.

ARTICLE IV - OFFICERS

SECTION 1. OFFICERS. -- The officers of the corporation shall consist of a President, ^{a Vice President} a Treasurer, and a Secretary, and shall be elected ^{at the annual meeting of the Association} by the Board of Directors and shall hold office until their successors are elected and qualified. ~~In addition, the Board of Directors may elect a Chairman, one or more Vice Presidents and such Assistant Secretaries and Assistant Treasurers as it may deem proper. None of the officers of the corporation need be directors. The officers shall be elected at the first meeting of the Board of Directors after each annual meeting. More than two offices may be held by the same person.~~

SECTION 2. OTHER OFFICERS AND AGENTS. -- The Board of Directors may appoint such officers and agents as it may deem advisable, who shall hold their offices for such terms and shall exercise such power and perform such duties as shall be determined from time to time by the Board of Directors.

SECTION 3. CHAIRMAN. -- The Chairman of the Board of Directors if one be elected, shall preside at all meetings of the Board of Directors and he shall have and perform such other duties as from time to time may be assigned to him by the Board of Directors.

SECTION 4. PRESIDENT. -- The President shall be the chief executive officer of the corporation and shall have the general powers and duties of supervision and management usually vested in the office of President of a corporation. He shall preside at all meetings of the ^{Members} stockholders if present thereat, and in the absence or non-election of the Chairman of the Board of Directors, at all meetings of the Board of Directors, and shall have general supervision, direction and control of the business of the corporation Except as the Board of Directors shall authorize the execution thereof in some other manner, he shall execute bonds, mortgages, and other contracts in behalf of the corporation, and shall cause the seal to be affixed to any instrument requiring it and when so affixed the seal shall be attested by the signature of the Secretary or the Treasurer or an Assistant Secretary or an Assistant Treasurer.

SECTION 5. VICE-PRESIDENT. --Each Vice-President shall have such powers and shall perform such duties as shall be assigned to him by the directors.

SECTION 6. TREASURER. --The Treasurer shall have the custody of the corporate funds and securities and shall keep full and accurate account of receipts and disbursements in books belonging to the corporation. He shall deposit all moneys and other valuables in the name and to the credit of the corporation in such depositories as may be designated by the Board of Directors.

The Treasurer shall disburse the funds of the corporation as may be ordered by the Board of Directors, or the President, taking proper vouchers for such disbursements. He shall render to the President and Board of Directors at the regular meetings of the Board of Directors, or whenever they may request it, an account of all his transactions as Treasurer and of the financial condition of the corporation. If required by the Board of Directors, he shall give the corporation a bond for the faithful discharge of his duties in such amount and with such surety as the board shall prescribe.

SECTION 7. SECRETARY. --The Secretary shall give, or cause to be given, notice of all meetings of stockholders and directors, and all other notices required by law or by these By-Laws, and in case of his absence or refusal or neglect so to do, any such notice may be given by any person thereunto directed by the President, or by the directors, or ^{members} stockholders, upon whose requisition the meeting is called as provided in these By-Laws. He shall record all the proceedings of the meetings of the corporation and of directors in a book to be kept for that purpose. He shall keep in safe custody the seal of the corporation, and when authorized by the Board of Directors, affix the same to any instrument requiring it, and when so affixed, it shall be attested by his signature or by the signature of any assistant secretary.

SECTION 8. ASSISTANT TREASURERS & ASSISTANT SECRETARIES. Assistant Treasurers and Assistant Secretaries, if any, shall be elected and shall have such powers and shall perform such duties as shall be assigned to them, respectively, by the directors.

ARTICLE V

SECTION 1 CERTIFICATES OF STOCK. --Every holder of stock in the corporation shall be entitled to have a certificate, signed by, or in the name of the corporation by, the chairman or vice-chairman of the board of directors, or the president or a vice-president and the treasurer or an assistant treasurer, or the secretary of the corporation, certifying the number of shares owned by him in the corporation. If the corporation shall be authorized to issue more than one class of stock or more than one series of any class, the designations, preferences and relative, participating, optional or other special rights of each class of stock or series thereof and the qualifications, limitations, or restrictions of such preferences and/or rights shall be set forth in full or summarized on the face or back of the certificate which the corporation shall issue to represent such class or series of stock, provided that, except as otherwise provided in section 202 of the General Corporation Law of Delaware, in lieu of the foregoing requirements, there may be set forth on the face or back of the certificate which the corporation shall issue to represent such class or series of stock, a statement that the corporation will furnish without charge to each stockholder who so requests the powers, designations, preferences and relative, participating, optional or other special rights of each class of stock or series thereof and the qualifications, limitations or restrictions of such preferences and/or rights. Where a certificate is countersigned (1) by a transfer agent other than the corporation or its employee, or (2) by a registrar other than the corporation or its employee, the signatures of such officers may be facsimiles.

SECTION 2. LOST CERTIFICATES --New certificates of stock may be issued in the place of any certificate therefore issued by the corporation, alleged to have been lost or destroyed, and the directors may, in their discretion, require the owner of the lost or destroyed certificate or his legal representatives, to give the corporation a bond, in such sum as they may direct, not exceeding double the value of the stock, to indemnify the corporation against it on account of the alleged loss of any such new certificate.

SECTION 3. TRANSFER OF SHARES. -- The shares of stock of the corporation shall be transferable only upon its books by the holders thereof in person or by their duly authorized attorneys or legal representatives, and upon such transfer the old certificates shall be surrendered to the corporation by the delivery thereof to the person in charge of the stock and transfer books and ledgers, or to such other persons as the directors may designate, by who they shall be cancelled, and new certificates shall thereupon be issued. A record shall be made of each transfer and whenever a transfer shall be made for collateral security, and not absolutely, it shall be so expressed in the entry of the transfer.

SECTION 4. STOCKHOLDERS RECORD DATE. -- In order that the corporation may determine the stockholders entitled to notice of or to vote at any meeting of stockholders or any adjournment thereof, or to express consent to corporate action in writing without a meeting, or entitled to receive payment of any dividend or other distribution or allotment of any rights, or entitled to exercise any rights in respect of any change, conversion or exchange of stock or for the purpose of any other lawful action, the Board of Directors may fix, in advance, a record date, which shall not be more than sixty nor less than ten days before the day of such meeting, nor more than sixty days prior to any other action. A determination of stockholders of record entitled to notice of or to vote at a meeting of stockholders shall apply to any adjournment of the meeting; provided, however, that the Board of Directors may fix a new record date for the adjourned meeting.

SECTION 5. DIVIDENDS. -- Subject to the provisions of the Certificate of Incorporation the Board of Directors may, out of funds legally available therefor at any regular or special meeting, declare dividends upon the capital stock of the corporation as and when they deem expedient. Before declaring any dividends there may be set apart out of any funds of the corporation available for dividends, such sum or sums as the directors from time to time in their discretion deem proper working capital or as a reserve fund to meet contingencies or for equalizing dividends or for such other purposes as the directors shall deem conducive to the interests of the corporation.

SECTION 6. SEAL. -- The corporate seal shall be circular in form and shall contain the name of the corporation, the year of its creation and the words "CORPORATE SEAL DELAWARE." Said seal may be used by causing it or a facsimile thereof to be impressed or affixed or otherwise reproduced.

SECTION 7. FISCAL YEAR. -- The fiscal year of the corporation shall be determined by resolution of the Board of Directors.

SECTION 8. CHECKS -- All checks, drafts, or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation shall be signed by the officer or officers, agent or agents of the corporation, and in such manner as shall be determined from time to time by resolution of the Board of Directors.

SECTION 9. NOTICE AND WAIVER OF NOTICE -- Whenever any notice is required by these By-Laws to be given, personal notice is not meant unless expressly stated, and any notice so required shall be deemed to be sufficient if given by depositing the same in the United States mail, postage prepaid, addressed to the person entitled thereto at his address as it appears on the records of the corporation, and such notice shall be deemed to have been given on the day of such mailing. Stockholders not entitled to vote shall not be entitled to receive notice of any meetings except as otherwise provided by statute.

Whenever any notice whatever is required to be given under the provisions of any law, or under the provisions of the Certificate of Incorporation of the corporation or these By-Laws, a waiver thereof in writing signed by the person or persons entitled to said notice, whether before or after the time stated therein, shall be deemed proper notice.

ARTICLE VI - CLOSE CORPORATIONS: MANAGEMENT BY SHAREHOLDERS

If the certificate of incorporation of the corporation states that the business and affairs of the corporation shall be managed by the shareholders of the corporation rather than by a board of directors, then, whenever the context so requires the shareholders of the corporation shall be deemed the directors of the corporation for purposes of applying any provision of these by-laws.

ARTICLE VII - AMENDMENTS

These By-Laws may be altered and repealed and By-Laws may be made at any annual meeting of the stockholders or at any special meeting thereof if notice thereof is contained in the notice of such special meeting by the affirmative vote of a majority of the stock issued and outstanding or entitled to vote thereat, or by the regular meeting of the Board of Directors, at any regular meeting of the Board of Directors, or at any special meeting of the Board of Directors, if notice thereof is contained in the notice of such special meeting.

John Joseph Lafferty
WITNESS

Kevin Joseph Hearn (SEAL)
KEVIN JOSEPH HEARN 645-5565

John Joseph Lafferty
WITNESS

Carl W. Wilson (SEAL)
CARL W. WILSON
609-585-2671

100-1324

**AMENDED RESTRICTIVE COVENANTS FOR SYLVAN ACRES
CEDAR CREEK HUNDRED, SUSSEX COUNTY, DELAWARE**

KNOW ALL MEN BY THESE PRESENTS: That Sylvan Acres Homeowners Association, a corporation of the State of Delaware, of R.D. 1, Box 153, Milton, Delaware 19968, the owner's association of a subdivision known as Sylvan Acres, situate in Cedar Creek Hundred, Sussex County, Delaware, of record in the Office of the Recorder of Deeds in and for Sussex County at Plot Book 8, Page 324, and on a plot of record in the Office of the Recorder of Deeds in and for Sussex County at Plot Book 11, page 103 as reference thereunto being had will more fully and at large appear.

FURTHER, that all lots, lands and premises shown within the aforesaid plots or subdivision plans referred to above and recorded in the Office of the Recorder of Deeds in and for Sussex County as stated above, are subject to the restrictive covenants, reservations, restrictions and remedial clauses of record in the in Deed Book 1225, at page 304 in the Office of the Recorder of Deeds, in and for Sussex County, at Georgetown, Delaware as reference thereunto being had will more fully and at large appear.

FURTHER, Sylvan Acres Homeowners Association on behalf of itself and its successors and assigns, doth hereby warrant, declare, covenant and agree to and with ALL FUTURE OWNERS OF ANY LOT OR LOTS SITUATE IN SYLVAN ACRES, and several present owners, as shown and delineated upon the subdivision Plot thereof, as aforementioned, and their respective heirs, successors and assigns, as the case may be, that all of the Lots shown and delineated upon the subdivision Plot thereof, as aforementioned, and each of them, as well as the property and estate therein, are hereby subjected to and shall hereafter be conveyed subject to the following Amended Restrictive Covenants for Sylvan Acres:

Paragraph 4 of said restrictive covenants shall be amended and in henceforth shall read as follows:

4. All dwellings constructed on said lots shall have a minimum square footage or floor area of 1,200 square feet in the case of a one-story structure and 1,500 square feet in the case of a two-story structure and no less than 5'10"

1st. BD meeting

MINUTES OF THE FIRST MEETING OF
THE BOARD OF DIRECTORS OF

SYLVAN ACRES HOMEOWNERS ASSOCIATION

The first meeting of directors was held at Ellendale Fire Hall
on the 18th day of June 1988 at 10:00 o'clock A. M.

The following were present:

Hilda Lankford
Joy Hearn

being a quorum and all the directors of the corporation.

One of the directors called the meeting to order. Upon motion
duly made, seconded and carried, Hilda Lankford
was duly elected chairman of the meeting and Joy Hearn
was duly elected secretary thereof. They accepted their respective offices
and proceeded with the discharge of their duties.

A written waiver of notice of this meeting signed by the directors
was submitted, read by the secretary and ordered appended to these minutes.

The chairman stated that the election of officers was then in order.

The following were duly nominated and, a vote having been taken,
were unanimously elected officers of the corporation to serve for one year and
until their successors are elected and qualified:

President: Russell Palmer

Vice-President: Joy Hearn

Secretary: Virginia Lynch

Treasurer: Hilda Lankford

The president and secretary thereupon assumed their respective
offices in place and stead of the temporary chairman and the temporary
secretary.

The secretary then presented and read to the meeting a copy of the certificate of incorporation of the corporation and reported that on the 7th day of April 1987 the original thereof was duly filed in the office of the Secretary of State and that a certified copy thereof was recorded on April 19⁸⁷ in the office of the Recorder of the County of Sussex.

Upon motion duly made, seconded and carried said report was adopted and the secretary was directed to append to these minutes a certified copy of the certificate of incorporation. *See Index Title "Certificate of Incorporation"*

The chairman presented and read, article by article, the proposed by-laws for the conduct and regulation of the business and affairs of the corporation as prepared by Maul and Maul, Georgetown, Delaware counsel for the corporation.

Upon motion duly made, seconded and carried, they were adopted and in all respects, ratified, confirmed and approved, as and for the By-Laws of the corporation. The secretary was directed to cause them to be inserted in the minute book. *See Index Title "By-Laws" Covenants of Restrictions are appended to By-Laws*

The secretary submitted to the meeting a seal proposed for use as the corporate seal of the corporation. Upon motion duly made, seconded and carried; it was

RESOLVED, that the seal now presented at this meeting, an impression of which is directed to be made in the margin of the minute book, be and the same hereby is adopted as the seal of the corporation.

The chairman then suggested that the secretary of the corporation be authorized to procure the necessary books and that the treasurer of the corporation be authorized to pay all expenses and to reimburse all persons for expenses made in connection with the organization of this corporation. After discussion, on motion duly made, seconded and unanimously carried, it was

RESOLVED, that the secretary of this corporation be and he hereby is authorized and directed to procure all corporate books, books of account and share certificate books required by the statutes of the State of Delaware or necessary or appropriate in connection with the business of this corporation; and it was further

RESOLVED, that the treasurer of this corporation be and he hereby is authorized to pay all charges and expenses incident to or arising out of the organization of this corporation and to reimburse any person who has made any disbursements therefor.

The secretary then presented to the meeting a proposed form of certificates for fully paid and non-assessable shares of stock of this corporation. The chairman directed that the specimen copy of such form of certificate be annexed to the minutes of the meeting. Upon motion duly made, seconded and unanimously carried it was;

RESOLVED, that the form of certificate for fully paid and non-assessable shares of stock of this corporation submitted to this meeting, be and it hereby is adopted as the certificate to represent fully paid and non-assessable shares of stock and that a specimen of such certificate be annexed to the minutes of this meeting.

The secretary then presented to the meeting a written proposal
from
dated 19 and addressed to this corporation.

Upon motion duly made, seconded and carried, the said proposal was ordered filed with the secretary, and he was requested to append a copy of the proposal to the minutes.

The proposal was taken up for consideration and the following resolution was on motion unanimously adopted:

WHEREAS, a written proposal has been made to this corporation which proposal has been appended to these minutes, and

WHEREAS, in the judgment of this board the assets proposed to be transferred to the corporation are reasonably worth the amount of the consideration demanded therefor, and that it is in the best interests of this corporation to accept the said offer as set forth in said proposal,

NOW THEREFORE, IT IS RESOLVED that said offer, as set forth in said proposal, be and the same hereby is approved and accepted, and that in accordance with the terms thereof, this corporation shall as full payment for said property issue to said offeror(s) or nominee(s) fully paid and non-assessable shares of this corporation, and it is

FURTHER RESOLVED, that upon the delivery to this corporation of said assets and the execution and delivery of such proper instruments as may be necessary to transfer and convey the same to this corporation, the officers of this corporation are authorized and directed to execute and deliver the certificate or certificates for such shares as are required to be issued and delivered on acceptance of said offer in accordance with the foregoing.

Upon motion, duly made, seconded and carried, it was

RESOLVED, that an office of the corporation be established and maintained at R.D. 1, Box 153, Milton, DE 19968 in the City of State of and that meetings of the Board of Directors from time to time may be held either at the registered office or at such office in the City of Milton or elsewhere, as the board of directors shall from time to time order.

Upon motion, duly made, seconded and carried, it was

RESOLVED, that for the purpose of authorizing the corporation to do business in any state, territory or dependency of the United States or any foreign country in which it is necessary or expedient for this corporation to transact business, the proper officers of this corporation are hereby authorized to appoint and substitute all necessary agents or attorneys for service of process, to designate and change the location of all necessary statutory offices and, under the corporate seal, to make and file all necessary certificates, reports, powers of attorney and other instruments as may be required by the laws of such state, territory, dependency or country to authorize the corporation to transact business therein, and, whenever, it is expedient for the corporation to cease doing business therein and withdraw therefrom, to revoke any appointment of agent or attorney for service of process, and to file such certificates, reports, revocation of appointment, or surrender of authority as may be necessary to terminate the authority of the corporation to do business in any such state, territory, dependency or country.

Upon motion, duly made, seconded and carried, it was

RESOLVED, that the fiscal year of the corporation shall begin the first day of June in each year.

The chairman then stated that it was desirable to designate a depository for the funds of the corporation. Thereupon, on motion duly made, seconded and unanimously adopted, it was

RESOLVED, that the treasurer be and hereby is authorized to open a bank account in behalf of the corporation with Sussex Trust

located at Milton, Delaware and a resolution for that purpose on the printed form of said bank was adopted and was ordered appended to the minutes of this meeting.

Upon motion duly made seconded and carried it was

RESOLVED, that the corporation proceed to carry on the business for which it was incorporated.

There being no further business before the meeting, the same was, on motion, duly adjourned.

Dated

Secretary

Chairman

The following are appended to the minutes of this meeting:

Waiver of notice of organization meeting of directors
Specimen certificate for shares
Resolution designating depository of funds

If the directors were named in the Certificate of Incorporation the following shall also be appended to the minutes of the meeting

By-laws
Copy of Certificate of Incorporation

WAIVER OF NOTICE OF THE FIRST MEETING OF
THE BOARD OF DIRECTORS OF

SYLVAN ACRES HOMEOWNERS ASSOCIATION

We, the undersigned, being all the directors of the above corporation hereby agree and consent that the first meeting of the board be held on the date and at the time and place stated below for the purpose of electing officers and the transaction thereof of all such other business as may lawfully come before said meeting and hereby waive all notice of the meeting and of any adjournment thereof.

Place of meeting Ellendale File Hall, Ellendale, DE

Date of meeting June 18, 1988

Time of meeting 10:00 a.m.

Hilda Lankford
Director Hilda Lankford

Joy Hearn
Director Joy Hearn

Director

Dated: June 18, 1988

RESOLUTION DESIGNATING DEPOSITORY OF FUNDS

Bank account at Sussex Trust with Hilda Lankford and Joy Hearn
as joint names on the account.