

**WRITTEN CONSENT IN LIEU OF A SPECIAL MEETING OF THE MEMBERS
OF
MEADOW BROOK PLACE, LLC**

The undersigned, as members of Meadow Brook Place, LLC, an Alabama Limited Company (the "Company"), hereby authorizes approves, ratifies and consents to the adoption of the following resolutions:

BE IT RESOLVED, that the following named persons are still the current members of the LLC and that there have been no modifications or amendments to the operating agreement of Meadow Brook Place, LLC within the last thirty (30) days:

<u>Name</u>	<u>Mailing Address</u>
Clem Burch Home Design, LLC	5104 Cyrus Circle Birmingham, AL 35242
James R. Powers	5008 Trace Crossings Lane Hoover, AL 35244
Robert S. Grant Construction, Inc.	P.O. Box 381584 Birmingham, AL 35242

FURTHER RESOLVED, that the undersigned Members hereby authorize that the managing member, Clem Burch Home Design, LLC by and through its sole member Clem D. Burch in his capacity as member of the Company, to sign and execute in the name of the Company, Meadow Brook Place, LLC all deeds, lien waivers, affidavits, settlement statements, contracts and/or other closing documents/instruments, necessary to bind Meadow Brook Place, LLC and sale and convey the property or Units(s) within the property knows as:

Units 100, 102, 104, 106, 108 and 110, Block 1, (also known as Building A) and Units 100, 102, 104, 106, 108, 110, 112, 114, 116, 118, 120, Block 2, (also known as Building B) in the Meadow Brook Place Office Condominium, a Condominium, according to the Declaration of Condominium as recorded in Instrument # 20070822000395570; and By-Laws related thereto as recorded as Exhibit "C" of Instrument # 20070822000395570; together with an undivided fractional interest in the common elements assigned to the units as set out in the Declaration of Condominium of Meadow Brook Place Office Condominium; said unit being more particularly described in the floor plans and architectural drawing of Meadow Brook Place Office Condominium, as set out in the Declaration and as recorded in Map Book 39, Page 6, in the Probate Office of Shelby County, Alabama.

FURTHER RESOLVED, that it is hereby confirmed that there have been no modifications or amendments to the Articles of Organization or Operating Agreement within the last thirty (30) days.

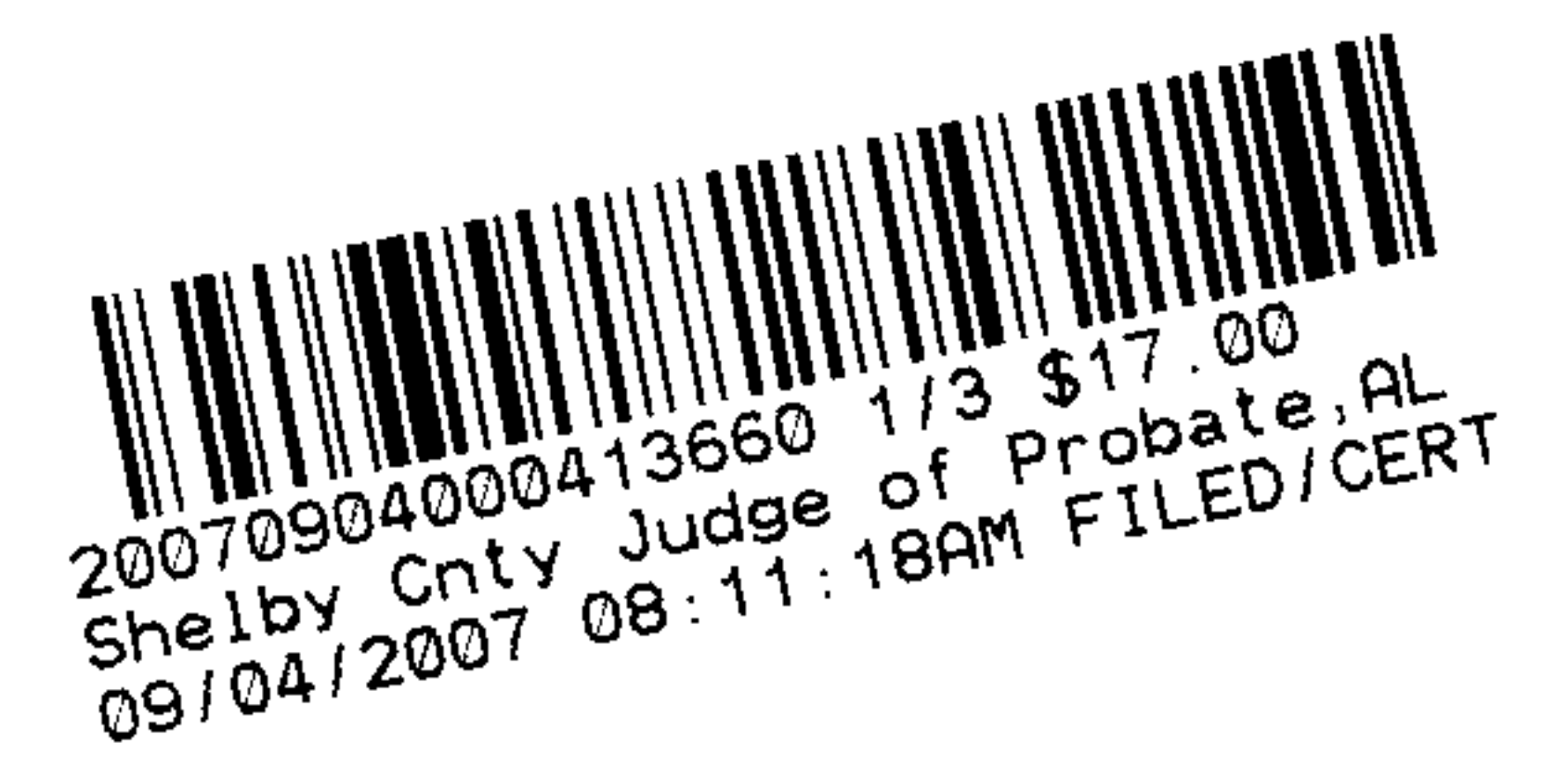
FURTHER RESOLVED, that the undersigned Members warrant that the conveyance transaction is in compliance with the Articles of Organization and Operating Agreement.

FURTHER RESOLVED, that this written consent is to be placed with the minutes of proceedings of the Company and the above resolutions are to be fully effective as if enacted at a special meeting of the Members duly called and held.

We certify that the signatures set forth below are those of the members of the Company authorized and empowered by the foregoing resolution to act for the company.

IN WITNESS WHEREOF, we, the undersigned members of said Company have hereunto set our hands this ____ day of August, 2007.

Signatures appear on pages 2 and 3



MEMBERS:

Clem Burch Home Design, LLC

By: Clem D. Burch
Its: Sole Member

STATE OF ALABAMA)
COUNTY OF JEFFERSON)

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Clem D. Burch, whose name as Sole Member of Clem Burch Home Design, LLC, an Alabama Limited Liability Company, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day, that, being informed of the contents of the instrument, he, in his capacity as such Sole Member and with full authority executed the same voluntarily for and as the act of said limited liability company

Given under my hand and official seal this the 27th day of August, 2007.

Jennifer Nichole Pilgreen
Notary Public
My Commission Expires: 4/01/09

James R. Powers
James R. Powers

STATE OF ALABAMA)
COUNTY OF JEFFERSON)

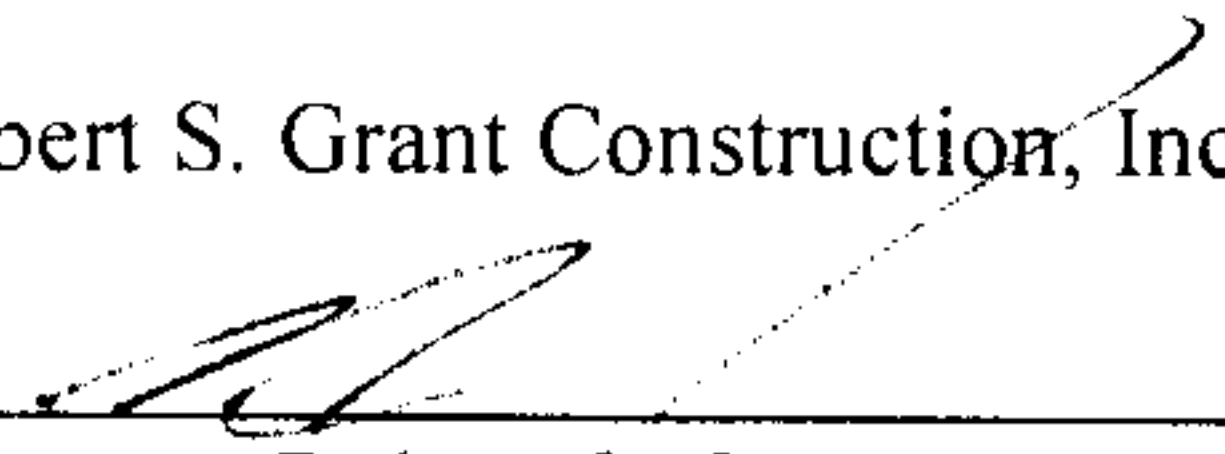
I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that James R. Powers, whose name, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day, that, being informed of the contents of the instrument he executed the same voluntarily and as his act on the day the same bears date.

Given under my hand and official seal this the 27th day of August, 2007.

Jennifer Nichole Pilgreen
Notary Public
My Commission Expires: 4/01/09

20070904000413660 2/3 \$17.00
Shelby Cnty Judge of Probate, AL
09/04/2007 08:11:18AM FILED/CERT

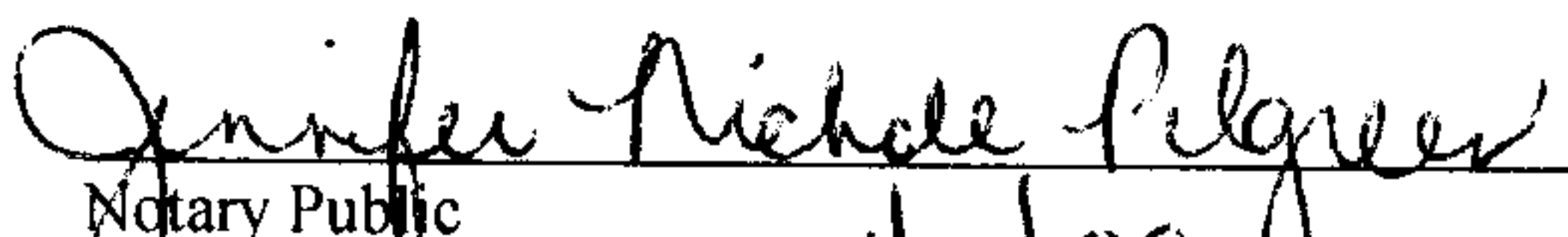
Robert S. Grant Construction, Inc.

By: 
Robert S. Grant
Its President

STATE OF ALABAMA)
COUNTY OF JEFFERSON)

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Robert S. Grant, whose name as President of Robert S. Construction, Inc., an Alabama Corporation, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day, that, being informed of the contents of the instrument, he, in his capacity as such Officer and with full authority executed the same voluntarily for and as the act of said Corporation.

Given under my hand and official seal this the 27th day of August, 2007.


Notary Public
My Commission Expires: 4/01/09



20070904000413660 3/3 \$17.00
Shelby Cnty Judge of Probate, AL
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