



20130806000842050 1/2  
Bk: LR201363 Pg:17677  
Jefferson County, Alabama  
onI certify this instrument filed  
08/06/2013 08:42:44 AM RESO  
Judge of Probate- Alan L. King

**MEMBER'S ACTION BY WRITTEN CONSENT IN LIEU OF MEETING**

**FOR HPH PROPERTIES, LLC**

The undersigned, being the Members of HPH Properties, LLC, an Alabama Limited Liability Company (the "Company"), do hereby take and adopt the following action in writing, without meeting:

**RESOLVED, that**

- the Company is in the business of building and selling residential structures and real estate to Purchasers and that to close the sale of the structures and real estate that it is necessary for a member or agent to execute numerous documents, including but not limited to, the following: a settlement statement, Owner's Affidavit to the effect that all mechanics, material men and subcontractors have been paid in full, Warranty Deed, Limited Home Warranty, Title Insurance Agency required documents and Lender required documents;
- it is not always possible for a member of the Company to be present to execute the necessary documents to transfer free and clear title to the residential structure and real estate to the Purchaser;
- it is in the best interest of the Company to appoint R. Shan Paden, George M. Vaughn and/or Elizabeth L. Henderson as representatives of Paden and Paden, P.C. as "Closing Agents" for the Company with full authority to perform the ministerial functions of executing any and all documents necessary to transfer free and clear title to the residential structures and real estate to Purchasers, including but not limited to, the following: a settlement statement, Owner's Affidavit to the effect that all mechanics, material men and subcontractors have been paid in full, Warranty Deed, Limited Home Warranty, Title Insurance Agency required documents and Lender required documents;
- the aforementioned Closing Agents shall be authorized to execute the necessary documents upon the Company setting a closing with the Closing Agent's Office and that by setting the closing with the Closing Agent's office that the Company warrants and represents to the Closing Agent that the structure has been completed, that it meets all local governmental requirements to close, that all bills and liens related to said structure either have been paid in full or will be paid in full at closing;
- the Closing Agent's authority shall be revoked only by hand delivering an instrument to the Closing agent that his authority has been revoked;
- the Company will indemnify and hold harmless the Closing Agent in the



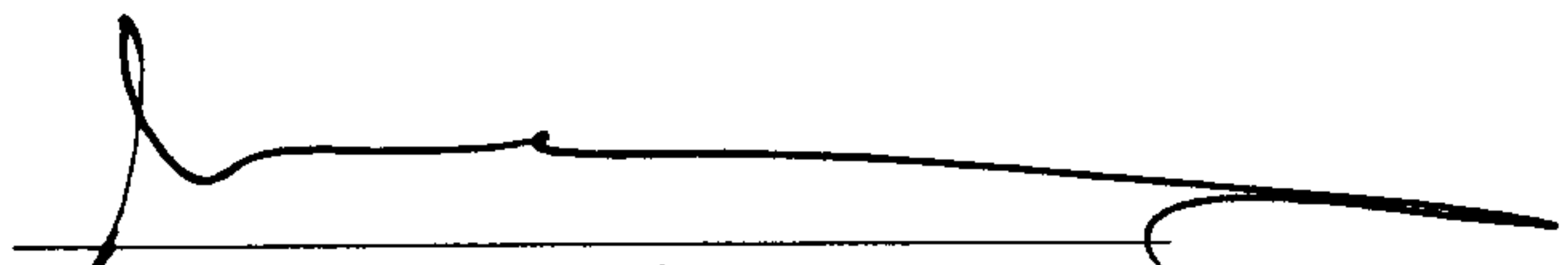
20130809000324750 1/2 \$17.00  
Shelby Cnty Judge of Probate, AL  
08/09/2013 11:19:44 AM FILED/CERT

execution of his or her duties as closing agent and pay the Closing Agent's expenses, including attorney's fees, incurred as a result of acting as Closing Agent for the Company documents; and

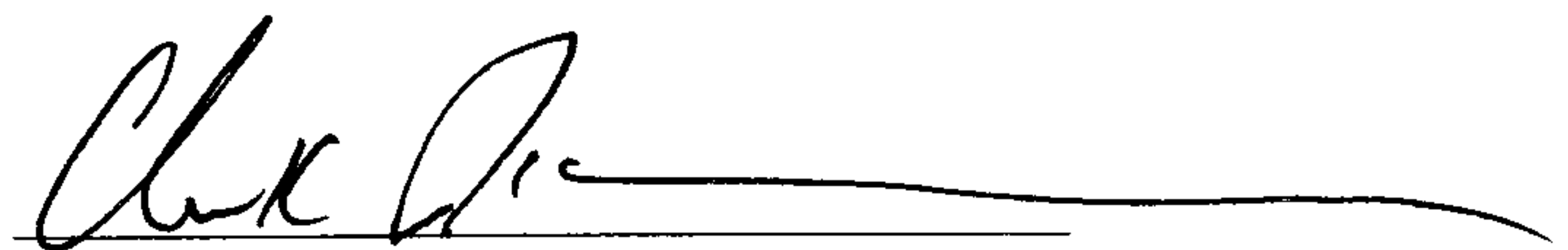
- Closing Agents shall be named as additional insureds on any and all insurance policies that afford protection to Corporate Directors and Officers of the Company.

RESOLVED FURTHER, that the Company has been advised by the Closing Agents that in any closing that occurs that they have a duty to represent the best interests of any Lender or Title Insurance Agency at the closing, that by serving as Closing Agent they are not acting as attorney for the Company or giving legal advice to the Company and that they are performing a purely ministerial function on behalf of the Company.

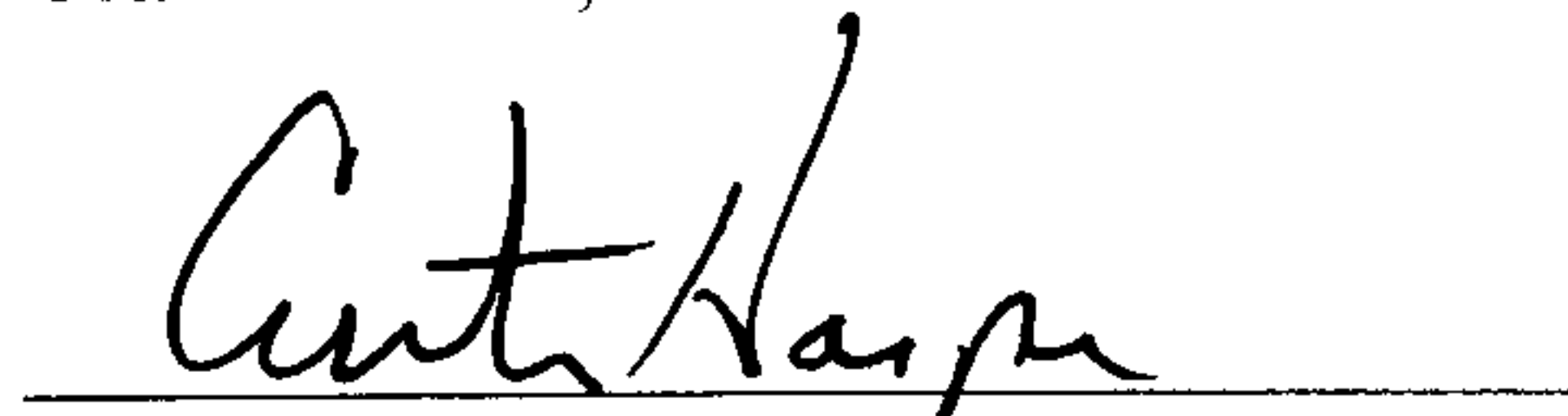
IN WITNESS WHEREOF, the undersigned being the members of the Company have hereunto set their hands and seals on this the 1<sup>st</sup> day of March, 2006, and by these presents has directed that this instrument be placed in the minutes of the official proceedings of the Company.

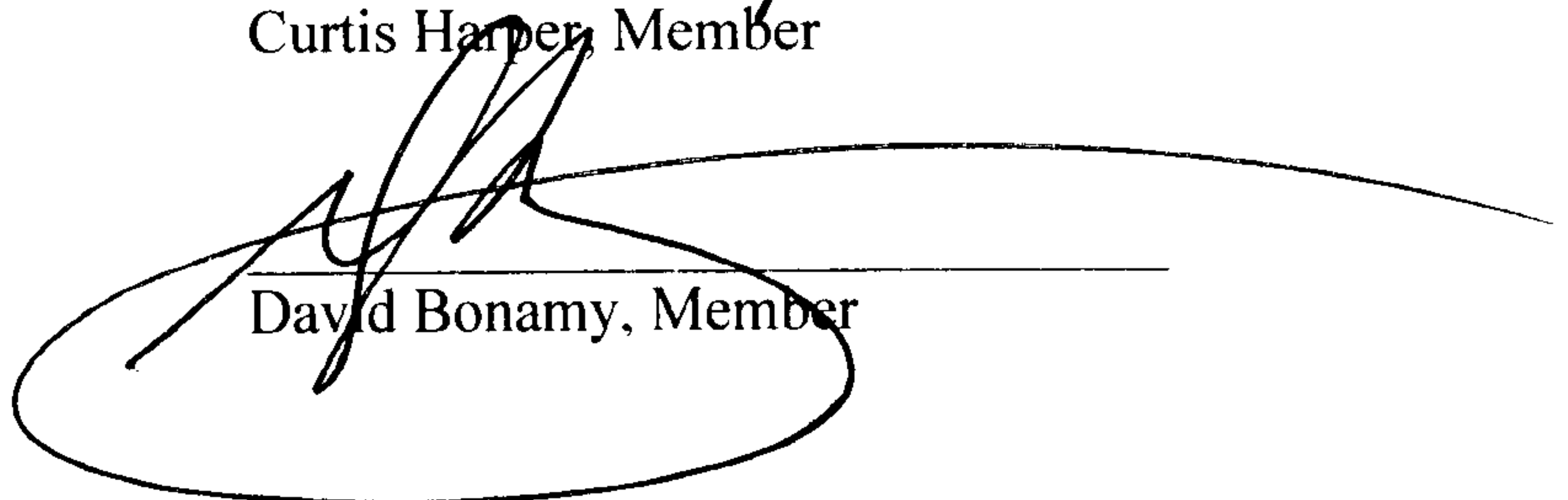
  
Alan Howard, Member

20130806000842050 2/2  
Bk: LR201363 Pg:17677  
Jefferson County, Alabama  
08/06/2013 08:42:44 AM RES0  
Fee - \$19.00

  
Clark Parker, Member

Total of Fees and Taxes-\$19.00  
CIBESS

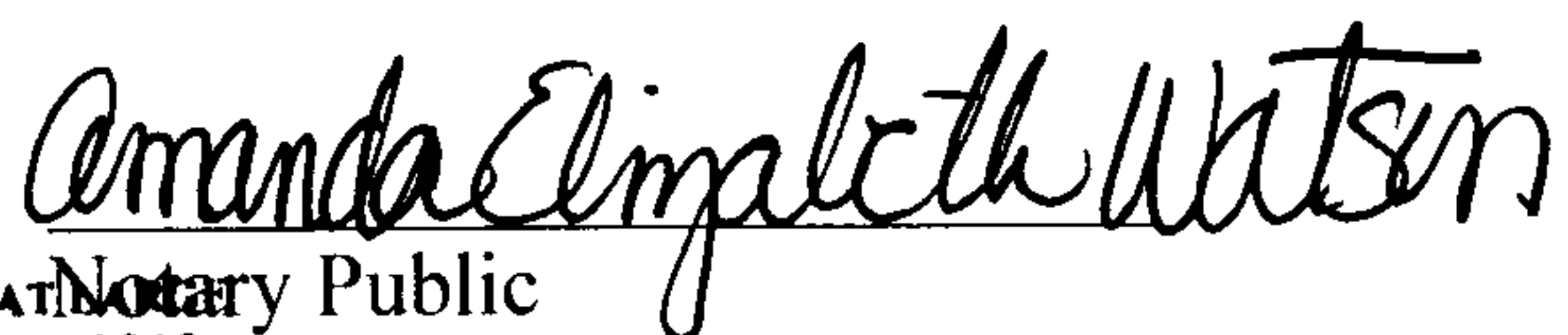
  
Curtis Harper, Member

  
David Bonamy, Member

State of Alabama


County of Shelby

Sworn to and subscribed before me on this the 1<sup>st</sup> day of March, 2006.

  
Amanda Elizabeth Watson

NOTARY PUBLIC STATE OF ALABAMA ATTY IN & BY  
MY COMMISSION EXPIRES: Jan 30, 2010  
BONDED THRU NOTARY PUBLIC UNDERWRITERS

My commission expires: \_\_\_\_\_

  
20130809000324750 2/2 \$17.00  
Shelby Cnty Judge of Probate, AL  
08/09/2013 11:19:44 AM FILED/CERT