

SECRETARY'S CERTIFICATE OF CORPORATE RESOLUTION

I, CALVIN McDONALD, being the duly elected Secretary of Reflection Lane Homeowners' Association, Inc. ("HOA"), do hereby certify that the following resolution was adopted unanimously at the April 10, 2004 annual meeting of the HOA, and that said resolution has not been amended, altered or repealed and remains in full force and effect on the date hereof:

RESOLVED That the HOA shall indemnify and advance funds to or on behalf of the directors and officers of the corporation to the fullest extent permitted by the Idaho Business Corporation Act ("IBCA"), as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the corporation to provide broader indemnification rights than the IBCA permitted the corporation to provide prior to such amendment.)

DATED this 17 day of May, 2004.



Calvin McDonald
Secretary, Reflection Lane Homeowners' Association



Elizabeth J. Anderson 5/17/04
Exp. 5/1/2007
Ada County