

**RESOLUTION BY THE MAJORITY OF VOTING MEMBERS**  
**OF**  
**LAKE ERIE SHORES HOMEOWNERS ASSOCIATION, INC.**

Pursuant to the Code of Regulations (“Code of Regulations”) of LAKE ERIE SHORES HOMEOWNERS ASSOCIATION, INC. (the “Corporation”) adopted by the Board of Directors (“Board”) of the Corporation, the Master Declaration of Covenants, Conditions, Easements and Restrictions of the Corporation (“Master Declaration”) adopted by the Board of the Corporation, and Chapter 1702 of the Ohio Revised Code, the Corporation hereby takes and authorizes the following action(s):

WHEREAS, the Class B Members have not been converted to Class A Members in accordance with the Master Declaration and, pursuant to the Code of Regulations, the Corporation need not hold an annual meeting;

WHEREAS: a special meeting of the members was held for the purpose of adopting a Revised Code of Regulations of the Corporation;

WHEREAS, a majority of the Voting Members of the Corporation, constituting quorum, was present at such meeting, and the affirmative vote of a majority of the voting members present elected to adopt the attached Revised Code of Regulations, pursuant to Ohio Revised Code Section 1702.11;

WHEREAS, pursuant to Section III(C) of the Code of Regulations, less than thirty three percent (33%) of the units have been sold, and the Class B Members shall therefore elect the successor Trustees to the Corporation’s initial Trustees;

**RESOLVED**, that the Revised Code of Regulations of Lake Erie Shores Homeowners Association, Inc. (“Revised Code of Regulations”) attached hereto was presented at this special meeting of the Members, and the same is hereby adopted as the Code of Regulations of the Corporation for the government of the Corporation, the conduct of its affairs and the management of its property.

**RESOLVED FURTHER**, that Michael DiSanto, Laura DiSanto and Michael Schwartz be, and hereby are, nominated for the office of Directors of the Corporation; and

**RESOLVED FURTHER**, that Michael DiSanto, Laura DiSanto and Michael Schwartz are hereby elected as the Directors of the Corporation to serve until their next respective successors are elected, or until their earlier resignation, removal from office or death;

**RESOLVED FURTHER**, that any and all acts and deeds taken by the above designated officer of the Company prior to the date hereof in connection with the negotiation, entering into, execution or delivery of the above documents by the

Company, and any and other documents related or incidental thereto, are hereby approved, ratified and confirmed in all respects.

**IN WITNESS WHEREOF**, the undersigned has hereunto signed his name as of the \_\_\_\_ day of \_\_\_\_\_, 2006.

**LAKE ERIE SHORES HOMEOWNERS  
ASSOCIATION, INC.**

By: \_\_\_\_\_  
\_\_\_\_\_, Secretary