

**UNANIMOUS WRITTEN CONSENT OF DIRECTORS
IN LIEU OF MEETING
WATERLEAF FALLS (KYLE) HOMEOWNERS ASSOCIATION, INC.** MAR 17 2006

Article 1396-9.10 of the Texas Non-Profit Corporation Act provides that unless otherwise restricted by the Articles of Incorporation or Bylaws, any action required or permitted to be taken at any meeting of the Board of Directors may be taken without a meeting of the Board of Directors if a consent, in writing, setting forth the action so taken is signed by all members of the Board of Directors. Accordingly, pursuant to such statutory authority, the undersigned, being all of the Members of the Board of Directors of the **WATERLEAF FALLS (KYLE) HOMEOWNERS ASSOCIATION, INC.** (the "Association"), hereby consent to the adoption of the following resolutions by consent of all Members of the Board of Directors as of effective date of this unanimous consent:

RESOLUTION:

WHEREAS, the Association has the responsibility to collect unpaid assessments, interest, late fees, and related costs owed by Members of the Association; and

WHEREAS, from time to time Members of the Association seek the protection from creditors afforded by federal law and the United States Bankruptcy Code; and

WHEREAS, in such instances it is appropriate for the Association to file Proof of Claim forms with the United States Bankruptcy Court in an effort to recover the sums due the Association; and

WHEREAS, the Proof of Claim form must be signed by a person authorized to execute the same on behalf of the creditor; and

WHEREAS, the Board finds that it is in the best interest of the Association and its Members to authorize the Managing Agent of the Association to execute Proof of Claim forms, prepared by the Association attorney, on behalf of the Association, and have the attorney file all necessary Proof of Claim forms on behalf of the Association.

NOW, THEREFORE, BE IT RESOLVED that in order to protect the interests of the Association and its Members, the Managing Agent of the Association is authorized to execute Proof of Claim forms, prepared by the Association attorney, on behalf of the Association, and to have the Association attorney file the same in the appropriate Bankruptcy Court when a Member who owes monies to the Association files for bankruptcy protection.

Dated: 1/3/06

[Signature]
Jawn Zinsmeister, Director

Dated: 1/3/06

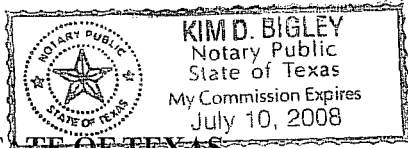
Pam Mills
Pam Mills, Director

Dated: 1/3/06

[Signature]
Laurel Lane, Director

STATE OF TEXAS §
COUNTY OF Hays §

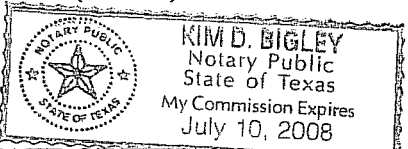
This Resolution is acknowledged before me on this the 3 day of January, 2006 by John Zinsmeyer (Name), Board of Director for **WATERLEAF FALLS (KYLE) HOMEOWNERS ASSOCIATION, INC.**



Kim D Bigley
Notary Public, State of Texas

STATE OF TEXAS §
COUNTY OF Hays §

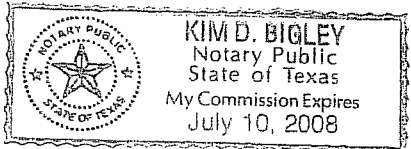
This Resolution is acknowledged before me on this the 3 day of January, 2006 by Pam Mills (Name), Board of Director for **WATERLEAF FALLS (KYLE) HOMEOWNERS ASSOCIATION, INC.**



Kim D Bigley
Notary Public, State of Texas

STATE OF TEXAS §
COUNTY OF Hays §

This Resolution is acknowledged before me on this the 3 day of January, 2006 by LAUREE LARA (Name), Board of Director for **WATERLEAF FALLS (KYLE) HOMEOWNERS ASSOCIATION, INC.**



Kim D Bigley
Notary Public, State of Texas

**Please Return Recorded Copy To
Alliance Association Management
3355 Bee Caves Rd., Suite 510
Austin, Texas 78746
Attn: Barbara Taylor**

Filed for Record in:
Hays County
On: Mar 15, 2006 at 03:04P
Document Number: 06007388
Amount: 20.00
Receipt Number - 143731
By:
Terry Kleen, Deputy
Lee Carlisle, County Clerk
Hays County