

**ACTIONS OF THE BOARD OF DIRECTORS
OF
THE MEADOWS OF SPRING HILL HOMEOWNERS ASSOCIATION, INC.**

The undersigned, being all of the members of the Board of Directors of The Meadows of Spring Hill Homeowners Association, Inc., a Tennessee not for profit corporation (the "Company"), hereby take the following actions by unanimous written consent in accordance with Tennessee law and the Company's Bylaws with such actions to have the same force and effect as if taken at a meeting duly called and constituted:

WHEREAS, the Board of Directors currently consists of two members listed below; and

WHEREAS, the Board of Directors will appoint the officers of the Company listed below.

NOW, THEREFORE, IT IS:

RESOLVED, that the Board of Directors consists of the following individuals:

Donald Gibson Catron, Jr.
John Preston Thompson

RESOLVED, that the Board of Directors hereby appoints the following individuals to serve as officers of the Company. The persons listed below are the current officers of the Company, who shall serve until their successors are elected and qualified:


Donald Gibson Catron, Jr.	President
John Preston Thompson	Vice President
John Preston Thompson	Secretary

This written consent may be executed in counterparts, each of which shall be deemed an original for all purposes and together shall constitute one and the same written consent, such written consent to be duly recorded in the records of the Company.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned members of the Board of Directors of The Meadows of Spring Hill Homeowners Association, Inc., have executed this written consent as of December 19, 2008.

Donald Gibson Catron, Jr.



John Preston Thompson