

**PROPERTY OWNERS ASSOCIATION
OF LAKE RIDGE, INC.
UNANIMOUS WRITTEN CONSENT OF DIRECTORS
IN LIEU OF SPECIAL MEETING**

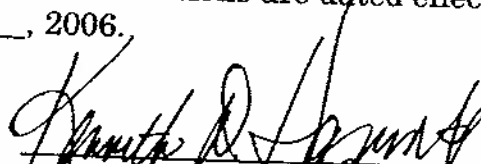
The undersigned, being all of the directors of the Property Owners Association of Lake Ridge, a Texas non-profit corporation (the "Corporation"), acting pursuant to the Texas Non-profit Corporation Act and the Bylaws of the Corporation, by unanimous written consent in lieu of a special meeting, the call and notice of which are hereby expressly waived, do hereby consent to the adoption of the following resolutions:

RESOLVED, that the following individuals have been appointed by Developer as officers and directors of the Corporation to serve until the first Annual Meeting of Members or until their successors are duly elected and qualified:

<u>Name:</u>	<u>Title:</u>
Kenneth Hollingsworth	President
Peter McCormick	Vice President
William Braas	Secretary/Treasurer

RESOLVED FURTHER, that each individual named in the preceding resolution hereby accepts their appointment as an officer and director of the Corporation; and


RESOLVED FURTHER, that these resolutions are dated effective as of the 1 day of DECEMBER, 2006.



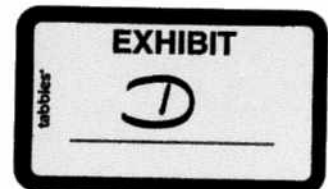
Kenneth Hollingsworth



Peter McCormick



William Braas



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RESOLVED, that the current officers and directors of the Corporation have resigned, effective as of the date hereof, and the Board of Directors hereby accepts such resignations;

RESOLVED FURTHER, that in accordance with the Bylaws of the Corporation, Bluegreen Southwest One, L. P. as Developer/Declarant under the Bylaws has appointed the following individuals as the Architectural Control Committee and thus, the Initial Board of Directors of the Corporation, to fill the vacancy created by the resignation of current Board of Directors; and

RESOLVED, that the following individuals are hereby appointed and elected as officers of the Corporation to serve until the next Annual Meeting of Directors or until their successors are duly elected and qualified:


Name:

Peter McCormick

Kenneth Hollingsworth

William Braas

RESOLVED FURTHER, that these resolutions are dated effective as of the 1st day of December, 2006.



Daniel C. Koscher



Terrell R. Jones

R. Thomas Powers

PROPERTY OWNERS ASSOCIATION OF
LAKE RIDGE, INC.
UNANIMOUS WRITTEN CONSENT OF DIRECTORS
IN LIEU OF SPECIAL MEETING

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Name:

Peter McCormick

Kenneth Hollingsworth

William Braas

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