

HERMITAGE HILLS SUBDIVISION
BOARD OF TRUSTEES RESOLUTION
REGARDING INCORPORATION

The Board of Trustees of Hermitage Hills Subdivision, upon due consideration, hereby resolves the following:

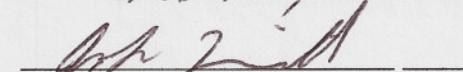
1. The explosion of liability theories and lawsuits in America has triggered growing concern on the part of the Subdivision to seek every possible line of defense to try to minimize Subdivision and home owner liability. The Subdivision takes aggressive efforts to supervise its grounds, common elements and activities to prevent harmful conditions. The Subdivision maintains sizeable liability insurance coverage to pay for potential claims against the Subdivision, its Board and its agents.

2. However, even remote awareness of current events raises a serious concern about the possibility of explosive and unpredictable judgments that exceed insurance coverage.

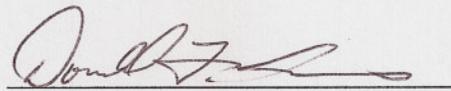
3. While the Subdivision has been informed by counsel that incorporation is not in itself a guaranty that excess liability can be side-stepped, incorporation is an additional line of defense for the Subdivision in the contemporary liability situation.

WHEREFORE, the Board hereby resolves to constitute this Subdivision as a Missouri non-profit corporate entity, HERMITAGE HILLS HOMEOWNERS ASSOCIATION, to vest said corporation with title to the common land and common elements and common property of the Subdivision and to cause it to reflect the existing rules of governance and participation already in place through the existing Subdivision Declaration, until such time as they are changed in due course. The attorney and agents of the community shall take all action necessary to implement this decision.

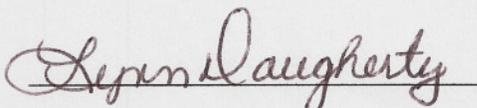
Dated: Feb 7th, 2011



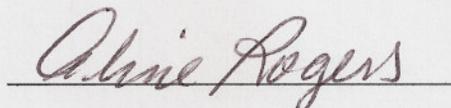
John Linsenbardt



Donny Amos



Lynn Daugherty



Aline Rogers

BEING ALL THE MEMBERS OF THE HERMITAGE HILLS SUBDIVISION BOARD