

**UNANIMOUS WRITTEN CONSENT OF
THE MEMBERS
OF
DOWNEY PARK PROFESSIONAL CENTER OWNERS ASSOCIATION
IN LIEU OF SPECIAL MEETING**

The undersigned, being all of the Members of DOWNEY PARK PROFESSIONAL CENTER OWNERS ASSOCIATION, a California non-profit mutual benefit corporation (“Association”) hereby consent to, adopt, and ratify the following resolutions by written consent thereto without a meeting of the Members of the Association entitled to vote as authorized by the California Corporations Code (“Code”) and the Bylaws of the Association. This action will be effective as of _____, 2017 (the “Effective Date”).

AMENDMENT TO BYLAWS

RESOLVED, that effective as of the Effective Date, the Bylaws of the Association shall be amended as set forth in that certain First Amended and Restated Bylaws of the Association, a copy of which is attached hereto as **Exhibit A** (the “First Amended Bylaws”).

GENERAL AUTHORIZATION

RESOLVED, that the officers of the Association, and each of them, are hereby authorized and directed to take such further action, including, without limitation, the execution and delivery of additional agreements and other written instruments as shall be necessary or desirable in such officers’ discretion, to effectuate the foregoing resolutions as shall be consistent therewith, all as conclusively evidenced by their execution thereof in the name and on behalf of the Association.

COUNTERPARTS; FACSIMILE SIGNATURES

RESOLVED, that this written consent action may be executed in two (2) or more counterparts with the same effect as if the signatories had signed the same instrument. A signed copy of this written consent action signed by one (1) or more of the signatories and transmitted by facsimile, electronic transmission (email) or other digital imaging method to the Association will constitute an executed counterpart of this instrument with respect to the signatories thereto.

IN WITNESS WHEREOF, as of the Effective Date, the undersigned have executed this written consent action to evidence that the foregoing Resolutions have been duly adopted by consent of all of the Members of the Association.

Members:

James M. Carlson

Laurel M. Carlson

**Darrel R. Hansen and Betty K. Hansen,
Trustees of The Hansen 2005 Revocable
Trust under instrument dated March 15,
2005**

By: _____
Darrell R. Hansen, Trustee

By: _____
Betty K. Hansen, Trustee

James L. Stanton

Joy T. Stanton

**Corey R. Acree and Bonnie M. Acree,
Trustees of the C & B Acree Revocable
Trust U/T/D February 3, 2006**

By: _____
Corey R. Acree, Trustee

By: _____
Bonnie M. Acree, Trustee

Kelly R. Gerber

Hutto, LLC, a California limited liability company

By: _____
_____ **Member**

By: _____
_____ **Member**

Lance C. Bautista

Christopher D. Anderson

Patricia Lloyd

David Bauman

Lucinda L. Anderson

Keith Brewer

Charlotte Brewer

Edwin Y. Josephs

Andria Y. Kubo

**Lisa P. Lange, Trustee of The Lisa P.
Land Family Trust dated May 1, 2007**

**By: _____
Lisa P. Lange, Trustee**

**H.H.H. Properties, LLC, a California
limited liability company**

**By: _____
_____, Member**

**By: _____
_____ Member**

Kevin Huy Vu

**Dennis W. Hobby and Caroline Hobby,
Trustees of The Hobby 2003 Revocable
Trust under instrument dated
September 17, 2003**

**By: _____
Dennis W. Hobby, Trustee**

**By: _____
Caroline Hobby, Trustee**

Wesley J. Ferguson and Lorinda K. Ferguson, as Trustees of the W & L Ferguson Trust, U/A/D July 6, 2015

By: _____
Wesley J. Ferguson, Trustee

By: _____
Lorinda K. Ferguson, Trustee

~~**Dae Hyeon Hong and Grace Kwon-Hong, Trustees of the D & G Hong 2006 Revocable Trust under instrument dated March 25, 2006**~~

By: _____
~~**Dae Hyeon Hong, Trustee**~~

By: _____
~~**Grace Kwon-Hong, Trustee**~~

Downey Park Professional Center

By: _____

**Grace Y. Kwon-Hong Trust
u/d/t September 27, 2017**

By _____
Grace Y. Kwon-Hong Trust