

# 99-10-29B

**RESOLUTIONS OF THE INITIAL MEETING  
OF THE BOARD OF DIRECTORS OF  
TOWN OF ST. JOHN, INDIANA BUILDING CORPORATION**

WHEREAS, Town of St. John, Indiana Building Corporation (the "Corporation") was established on October 27, 1999, as a nonprofit corporation operating pursuant to the provisions of the Indiana Nonprofit Act of 1991, as amended, Indiana Code 23-17 (the "Act"); and

WHEREAS, it is necessary for the Board of Directors of the Corporation (the "Board") to adopt certain resolutions regarding the Corporation, including the approval of the Articles of Incorporation, the approval of the Code of By-Laws and the election of officers; and

WHEREAS, it is necessary for the Board of Directors to approve a lease between the Corporation, as lessor, and Town of St. John, Indiana, as lessee, in the form attached hereto as Exhibit C.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE TOWN OF ST. JOHN, INDIANA BUILDING CORPORATION, as follows:

SECTION 1. Articles of Incorporation. The Articles of Incorporation of the Corporation which were executed and filed with the Secretary of State of the State of Indiana (the "Secretary of State") and the Certificate of Incorporation issued by the Secretary of State, both of which are attached hereto as Exhibit A, are hereby ratified and approved and that copies of such shall be made a part of the official corporate Minutes Book of the Corporation. Moreover, all actions heretofore or hereafter taken by the Incorporator in executing and filing the Articles of Incorporation of the Corporation and the Board are hereby approved, ratified and confirmed.

SECTION 2. Code of By-Laws. The Code of By-Laws of the Corporation, attached hereto as Exhibit B, is hereby approved and adopted and declared to be the Code of By-Laws of the Corporation. A copy thereof shall be made a part of the official corporate Minutes Book and be placed in the corporate Minutes Book immediately following the Articles of Incorporation of the Corporation.

SECTION 3. No Members. There shall be no members of the Corporation.

SECTION 4. Officers. The following officers are elected to the office indicated after the name of each for the term provided in the Code of By-Laws:

Kim Harris

President

Linda Barros

Vice-President

Crystal Hyer

Secretary/Treasurer

SECTION 5. Payment of Expenses of the Corporation. The Secretary/Treasurer of the Corporation is hereby authorized and instructed to pay from the Corporation's funds, all expenses properly incurred by the Corporation, including all expenses incurred in connection with the incorporation of the Corporation.

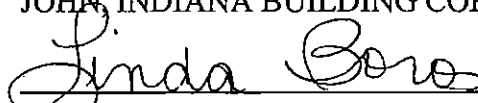
SECTION 6. Tax-Exempt Status. The officers of the Corporation shall be, and hereby are, authorized to apply at such time as the officers deem appropriate, for a determination of the Corporation's exempt status for purposes of federal, state and local taxation.

SECTION 7. Approval of the Lease. The form of the Lease, attached hereto as Exhibit C (the "Lease"), is hereby approved, and the President or any other officer of the Corporation be, and hereby is, authorized and directed to execute and deliver the Lease, with such changes to the Lease as such officer deems necessary or advisable, in the name and on behalf of the Corporation, and the Secretary or any other officer of the Corporation be, and hereby is, authorized and directed to attest such execution and delivery and any such execution and/or attestation heretofore effected be, and hereby are, ratified and approved.

SECTION 8. Other Actions. Any member of the Board of Directors of the Corporation is hereby authorized and directed, in the name and on behalf of the Corporation, to execute and deliver such documents and to take such actions as such member deems necessary or desirable to effect the foregoing resolutions, and any such documents heretofore executed and delivered and any such actions heretofore taken be, and hereby are, ratified and approved.

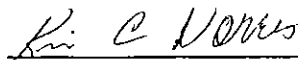
ADOPTED this 29<sup>th</sup> day of October, 1999.

BOARD OF DIRECTORS OF THE TOWN OF ST.  
JOHN, INDIANA BUILDING CORPORATION

  
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Linda Boros

\_\_\_\_\_  
Crystal Hofer

  
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Kim Norris