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UNANIMOUS CONSENT OF THE SOLE MEMBER OF CYPRESS PLACE, LLC

FILED AND RECORDED BOSSIER PARISH, LA 2007 OCT 17 P 3:34

Pursuant to the Louisiana Business Corporation Act, and in lieu of a meeting of the Members for such purposes, the undersigned, being the Sole of the Member of Cypress Place LLC, (the "Company"), do hereby take and authorize by unanimous written consent the following action for the Company:

RESOLVED, That James Douglas Brown, Manager, is hereby authorized, empowered and directed, for and on behalf of the Company and in its name, to buy or acquire movable or immovable property on behalf of the Company upon such terms and conditions as he may deem proper and is further authorized to appear before a Notary Public to sign and to execute any and all documents, including but not limited to deeds, leases or other such documents as would be necessary to complete such acquisition on behalf of the Company, the following described property, to-wit:

UNIT 1

A tract of land located in Section 13, Township 17 North, Range 13 West, Bossier Parish, Louisiana, being more particularly described as follows: BEGINNING at the southwest corner of Lot 18, South Gate Estates, Unit No. 2, as recorded in Conveyance Book 583, Pages 22, 23 and 24 of the records of Bossier Parish, Louisiana; Run thence along the westerly property line of said South Gate Estates, Unit No. 2 South 00° 55' 36" West a distance of 590.46 feet; Thence leaving said westerly property line run North 89° 04' 24" West a distance of 110.00 feet; Run thence South 00° 55' 36" West a distance of 3.34 feet; Run thence North 89° 04' 24" West a distance of 177.94 feet; Run thence South 88° 03' 59" West a distance of 70.03 feet; Run thence North 33° 37' 57" West a distance of 134.23 feet; Run thence North 09° 50' 50" West a distance of 63.56 feet; Run thence North 11° 42' 02" East a distance of 63.56 feet; Run thence North 33° 14' 54" East a distance of 72.85 feet; Run thence North 89° 20' 36" West a distance of 184.36 feet; Run thence South 00° 39' 24" West a distance of 23.52 feet; Run thence North 89° 20' 36" West a distance of 170.00 feet to a point on the easterly property line of Southern Gardens Subdivision, Unit No. 4, as recorded in Conveyance Book 339, Pages 40 and 41 of the records of Bossier Parish, Louisiana; Run thence along said easterly property line North 00° 39' 24" East a distance of 180.00 feet; Thence leaving said easterly property line run South 89° 20' 36" East a distance of 110.00 feet; Run thence North 00° 39' 24" East a distance of 20.00 feet; Run thence South 89° 20' 36" East a distance of 103.88 feet to the point of curvature of a curve to the left (said curve having a radius of 470.00 feet and a chord bearing North 81° 42' 03" East a distance of 146.33 feet); Run thence along said curve an arc distance of 146.93 feet; Run thence North 72° 44' 42" East a distance of 240.77 feet to the point of curvature of a curve to the left (said curve having a radius of 20.00 feet and a chord bearing North 29° 03' 34" East a distance of 27.63 feet); Run thence along said curve an arc distance of 30.50 feet; Run thence North 76° 39' 46" East a distance of 60.02 feet to the point of curvature of a curve to the left (said curve having a radius of 20.00 feet and a chord bearing South 54° 55' 36" East a distance of 25.68 feet); Run thence along said curve an arc distance of 27.89 feet to the point of curvature of a curve to the right (said curve having a radius of 230.00 feet and a chord bearing North 88° 01' 32" East a distance of 23.28 feet); Run thence along said curve an arc distance of 23.29 feet; Run thence South 89° 04' 24" East a distance of 47.49 feet to the POINT OF BEGINNING, containing 6.705 acres, more or less.

UNIT 2

A tract of land located in Section 13, Township 17 North, Range 13 West, Bossier Parish, Louisiana, being more particularly described as follows: BEGINNING at the southwest corner of Lot 18, South Gate Estates, Unit No. 2, as recorded in Conveyance Book 583, Pages 22, 23 and 24 of the records of Bossier Parish, Louisiana; Run thence North 89° 04' 24" West a distance of 47.49 feet to the point

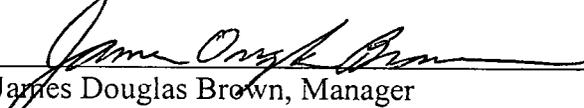
of curvature of a curve to the left (said curve having a radius of 230.00 feet and a chord bearing South 88° 01' 32" West a distance of 23.28 feet); Run thence along said curve an arc distance of 23.29 feet to the point of curvature of a curve to the right (said curve having a radius of 20.00 feet and a chord bearing North 54° 55' 36" West a distance of 25.68 feet); Run thence along said curve an arc distance of 27.89 feet; Run thence South 76° 39' 46" West a distance of 60.02 feet to the point of curvature of a curve to the right (said curve having a radius of 20.00 feet and a chord bearing South 29° 03' 34" West a distance of 27.63 feet); Run thence along said curve an arc distance of 30.50 feet; Run thence South 72° 44' 42" West a distance of 240.77 feet to the point of curvature of a curve to the right (said curve having a radius of 470.00 feet and a chord bearing South 81° 42' 03" West a distance of 146.33 feet); Run thence along said curve an arc distance of 146.93 feet; Run thence North 89° 20' 36" West a distance of 103.88 feet; Run thence South 00° 39' 24" West a distance of 20.00 feet; Run thence North 89° 20' 36" West a distance of 110.00 feet to a point on the easterly property line of Southern Gardens Subdivision, Unit No. 4, as recorded in Conveyance Book 339, Pages 40 and 41 of the records of Bossier Parish, Louisiana; Run thence along said easterly property line and an extension thereof North 00° 39' 24" East a distance of 608.08 feet; Thence leaving said extension of Southern Gardens Subdivision, Unit No. 4 run South 89° 38' 46" East a distance of 514.32 feet; Run thence South 00° 21' 14" West a distance of 70.01 feet; Run thence South 41° 01' 44" West a distance of 127.89 feet; Run thence South 00° 55' 36" West a distance of 98.40 feet; Run thence South 35° 56' 36" East a distance of 100.00 feet; Run thence South 00° 55' 36" West a distance of 40.00 feet; Run thence South 00° 36' 44" West a distance of 40.00 feet; Run thence South 89° 04' 24" East a distance of 101.62 feet to the point of curvature of a curve to the right (said curve having a radius of 280.00 feet and a chord bearing North 04° 07' 19" West a distance of 14.89 feet); Run thence along said curve an arc distance of 14.89 feet; Run thence North 87° 24' 06" East a distance of 60.00 feet; Run thence South 89° 04' 24" East a distance of 100.00 feet to the POINT OF BEGINNING, containing 6.746 acres, more or less. (the "Property");

FURTHER RESOLVED, That James Douglas Brown, Manager, is hereby authorized and empowered and directed, for and on behalf of the Company to borrow money from any willing lender, to execute any and all documents, including but not limited to deeds, mortgages, notes, security agreements, financing statements, subdivision restrictions and plats, leases or other such documents as would be necessary to complete this transaction involving the Company and to provide as security for such loan on the Property; and

FURTHER RESOLVED, That James Douglas Brown, Manager, is hereby authorized to appear before a Notary Public to sign and execute any and all notes, authentic acts, assignments, and to execute any and all other documents which they in their discretion may deem necessary and proper in order to carry out the above resolutions, the Company hereby ratifying and confirming any acts, as described above, which have been previously executed by virtue hereof.

The undersigned certify that the subscribers to this consent constitute the sole member of the Company and have voting powers on the matters set forth herein.

IN WITNESS WHEREOF, this Action by Unanimous Consent has been executed by all of the Members on the date written below.


James Douglas Brown, Manager

Date: 10-16-07