

LAXTON SQUARE OWNERS ASSOCIATION
CONSENT IN LIEU OF ORGANIZATIONAL MEETING

Effective December 11, 2006 the undersigned, being the Incorporator, Braxton Park, LLC, (the Declarant) and all the initial Directors of Laxton Square Owners Association (the "Association"), hereby consent to and adopt the following in lieu of the organizational meeting of the Association.

The Association was incorporated under Virginia law on October 23, 2006. Copies of (i) the Articles of Incorporation signed by the Incorporator, (ii) the certificate signed by the Clerk or Assistant Clerk of the Virginia State Corporation Commission giving notice that the Certificate of Incorporation was issued on such date and (iii) the receipt of the Clerk or Assistant Clerk for fees paid upon incorporation shall be filed in the Association's minute book. There are no Owners or Class A Members at this time and the Declarant as the Class B Member is the only voting member of the Association.

The actions taken herein are intended to be in accordance with and subject to the Articles of Incorporation of the Association, a Declaration of Covenants and Restrictions for Laxton Square dated December 11, 2006 ("Declaration"), and the ByLaws adopted hereby and all amendments and supplements thereto. In case of any conflict between any resolution or action herein adopted, taken or approved, and the said Articles of Incorporation, Declaration or ByLaws, the Articles of Incorporation, Declaration or ByLaws shall control.

The Incorporator and Class B Member hereby elect the following persons as the Initial Directors of the Association:

Mark A. Borel
Gordon T. Cudd
Steven H. Behnke

As evidenced by their signatures below, the Initial Directors have consented to their election as such. All other actions herein shall be deemed to be actions of the Initial Directors and the Incorporator shall have no responsibility therefor.

The ByLaws attached hereto and certified by the Secretary of the Association are hereby adopted as the ByLaws of the Association. The Book of Resolutions consisting of the Rules and Regulations and Architectural Standards of the Association attached hereto and certified by the Secretary of the Association are hereby adopted.

The following persons are hereby elected to the offices set opposite their name below, to serve until the first annual meeting of the Board of Directors and until a successor is elected:

President	Gordon T. Cudd
Secretary	Steven H. Behnke
Treasurer	Mark A. Borel

The following persons are hereby appointed to the Architectural Review Board to serve until the first annual meeting of the Board of Directors and until a successor is elected:

Mark A. Borel, Gordon T. Cudd, and Steven H. Behnke

The Board of Directors hereby adopts the attached proposed budget for the Association for the first year of operation. Said budget shows the amounts to be paid per unit, per month. In order to provide for the funding of the budget and in accordance with the Declaration, the following resolution is hereby adopted:

RESOLVED, that the Annual Assessment for each Lot owned by a Class A Member for the first fiscal year of the Association shall be \$840.00 payable in monthly installments of \$70.00 each, due on the first day of each month, and the Annual Assessment shall otherwise be payable in accordance with and subject to all applicable provisions of the Declaration and ByLaws as amended.

In order to designate a depository for the funds of the Association and to authorize certain persons to sign checks for the Association, the following resolutions are hereby adopted:

RESOLVED, that the president or treasurer of the Association is hereby authorized to designate from time to time one or more depository for the Association and open and maintain checking accounts in the name of the Association with such Bank or Banks; and further

RESOLVED, that any officer of the Association is hereby authorized to deposit to the credit of the Association in its account at any such Bank any moneys, checks, drafts, orders, or other commercial paper payable to the Association, and from time to time to withdraw all or any part of the funds on deposit in the name of the Association by check drawn in the name of the Association and signed by the President or Treasurer of the Association; and further

RESOLVED, that the president, secretary or treasurer of the Association are hereby authorized and directed to execute on behalf of the Association and to file with any such Bank such form of banking resolutions, together with the proper signature cards designating the President and/or Treasurer as authorized to sign checks and drafts to be paid from the Association's account.

Date signed: December ____, 2006

Paul J. Feinman, Incorporator

Braxton Park, LLC, Declarant

Date signed: December ____, 2006

By _____
Its Manager

Date signed: December ____, 2006

And By _____
Its Manager

Date signed: December ___, 2006

Mark A. Borel, Initial Director

Date signed: December ___, 2006

Gordon T. Cudd, Initial Director

Date signed: December ___, 2006

Steven H. Behnke, Initial Director

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