

**RESOLUTION
OF
THE GREENBROOK TOWNHOUSE ASSOCIATION, INC.**

SUBJECT: Number of active board members

PURPOSE: To set the number of seats on the Board of Directors at seven.

AUTHORITY: The Bylaws, Article VII.

DATE: January 13, 2010

NOTICE: The Board of Directors adopts the following Resolution:

WHEREAS, Article VI, Section a of the Bylaws states:
The business and affairs of the Association shall be conducted, managed and controlled by a Board of not less than seven (7) and not more than nine (9) directors.

WHEREAS, it has been the common practice of the Board to seat seven members and;

WHEREAS, the notice for the October 15, 2009 Annual Meeting of Members for Greenbrook Townhouse Association, Inc. indicated that three seats on the Board of Directors were available and at the meeting those three seats were filled by election bringing the total number of Members of the Board of Directors to seven, and;

WHEREAS, the Association's attorney reviewed the Declaration of Covenants, Conditions, and Restrictions for Greenbrook Townhouses, the Amended and Restated By-laws of Greenbrook Townhouse Association, Inc., the Articles of Incorporation of Greenbrook Townhouse Association, and the Colorado Non-profit Corporation Act (S.S.R §7-128-103(2) and rendered a written opinion that the Board of Directors has the Authority to set the number of Directors for the Association at seven;

THEREFORE, the Board of Directors has resolved at this time to set the number of Members on the Greenbrook Townhouse Association, Inc. to seven.

CERTIFICATION: The undersigned, respectively being the President and Secretary of the Greenbrook Townhouse Association, Inc., a Colorado nonprofit corporation, certify that the foregoing Resolution was approved and adopted by the Board of Directors of the Association, at a duly called and held meeting of the Board of Directors of the Association on January 13, 2010, and in witness thereof, the undersigned have subscribed their names.

THE GREENBROOK TOWNHOUSE ASSOCIATION, INC.,
A Colorado nonprofit corporation,

By: *Melba Kueper*
President

Attest: *Barbara Kennedy*
Secretary