

KATHY LANE BUSINESS PARK OWNERS' ASSOCIATION

**WRITTEN CONSENT OF THE SOLE MEMBER OF THE BOARD OF DIRECTORS
IN LIEU OF ORGANIZATIONAL MEETING**

February 26, 2026

Pursuant to the provisions of the Texas Business Organizations Code and the provisions of the Bylaws, the undersigned, being the sole member as of the date hereof of the Board of Directors (the “**Board**”) of Kathy Lane Business Park Owners’ Association, a Texas non-profit corporation (the “**Association**”), in lieu of holding an organizational meeting of the Board, the call and notice of which is hereby expressly waived, do hereby adopt and consent to the following resolutions:

Certificate of Formation

WHEREAS, the Certificate of Formation for the Association (the “**Certificate of Formation**”) was filed with the Texas Secretary of State on the date first set forth above.

NOW, THEREFORE, BE IT RESOLVED, that the form, terms and provisions of the Certificate of Formation are hereby in all respects approved and adopted, and that the Secretary of the Association is hereby instructed to file in the minute book of the Association said Certificate of Formation, to be made a part of the permanent records of the Association.

All capitalized terms not expressly defined herein shall have the meanings for such terms as set forth in the Declaration, as defined in the Certificate of Formation.

Adoption of Bylaws

RESOLVED, that the form of bylaws presented to the Board for review be, and it hereby is, approved and adopted as the Bylaws of the Association; and

RESOLVED FURTHER, that the Secretary of the Association is directed to certify a copy of these Bylaws and insert it in the minute book of the Association, and is further ordered to certify a copy of these Bylaws and maintain it in the principal office of the Association, open for inspection by Declarant and Owners at all reasonable times during the Association’s normal office hours.

Election of Officers

RESOLVED, that the following person is hereby elected to the offices of the Association set forth before her name, to serve at the pleasure of the Board in accordance with the provisions of the Bylaws of the Association until the date of the next annual meeting of the Board and until her successor(s) shall be elected and qualified or until her earlier resignation or removal:

Office

Name

President
Secretary
Treasurer

Juan Cristobal del Rio Madrigal
Carlos Marcial Lopez Garcia
Alejandra Fernandez Ojeda

RESOLVED FURTHER, that these officers are empowered to carry out the day-to-day business of the Association, subject to the direction and control of the Board.

Banking Authority

RESOLVED, that the President or the Secretary of the Association be, and hereby are, authorized and directed to open an account in the name of the Association with any state or national banking institution (the “**Bank**”) deemed proper by such officers of the Association; and

RESOLVED FURTHER, that the proper officers of the Association are authorized and directed to execute and deliver signature cards, form resolutions and other such documents as may be required to establish such bank account, and as may be necessary or advisable, and to certify to the adoption of any form resolutions relating to such account, such resolutions being hereby approved, adopted and incorporated herein for all purposes; and

RESOLVED FURTHER, that the President or the Secretary of the Association be, and hereby are, authorized to certify to the Bank that these resolutions have been duly adopted and to verify to the Bank the names and specimen signatures of those officers or other authorized persons designated as signatories of the accounts, and if and when any new officer is elected, to verify the fact of the change and the name and specimen signature of such new officer.

Licenses and Tax Permits

RESOLVED, that the officers of the Association be, and hereby are, authorized and directed to obtain, in the name of the Association, such licenses and tax permits as may be required by any applicable federal, state, county or municipal governmental statute, ordinance or regulation for the conduct of the business of the Association within any jurisdiction in which the Association shall have qualified to do business.

Fiscal Year

RESOLVED, that the fiscal year of the Association shall end at the close of business on December 31 of each calendar year.

General Authority

RESOLVED, that the proper officers of the Association are hereby authorized, directed and empowered, for and in the name of the Association, to take such further actions, to make such filings and pay all fees and expenses incident to and necessary for the organization of the Association, and to execute and deliver any and all such additional documents, instruments, certificates and agreements as may, in the opinion of such officers, be necessary or appropriate in carrying out its functions and obligations under the Declaration, and in consummating the transactions described in or contemplated by the foregoing resolutions; and

RESOLVED FURTHER, that the prior actions of the officers in undertaking to carry out the transactions contemplated by the foregoing resolutions be, and the same hereby are, in all respects, approved, adopted, ratified and confirmed.

[Remainder of this page intentionally left blank; signature page follows.]

EXECUTED in multiple counterpart originals by the undersigned to be effective as of the date first set forth above.

DIRECTORS:

Alejandra fernandez ojeda

ALEJANDRA FERNANDEZ OJEDA

Carlos M Lopez Garcia

CARLOS MARCIAL LOPEZ GARCIA

Juan Cristobal del Rio Matrigal

JUAN CRISTOBAL DEL RIO MADRIGAL

Signature Page to
Unanimous Written Consent of the
Board of Directors in lieu of
Organizational Meeting
(Kathy Lane Business Park Owners' Association)

Audit trail

Details

FILE NAME	Written Consent of the Board of Directors _ Organizational - Kathy Lane Business Park Owners' Association.docx - 3/2/26, 11:54 AM
STATUS	Signed
STATUS TIMESTAMP	2026/03/03 19:36:05 UTC

Activity

SENT	rodrigoferlab@smrtinvestments.com sent a signature request to: - Carlos M Lopez Garcia (cmlopezmx@gmail.com) - Juan Cristobal del Rio Madrigal (cristobal@smrtinvestments.com) - Alejandra fernandez ojeda (alejandra@bogavante.com.mx)	2026/03/02 17:55:37 UTC
SIGNED	Signed by Juan Cristobal del Rio Madrigal (cristobal@smrtinvestments.com)	2026/03/02 18:15:35 UTC
SIGNED	Signed by Alejandra fernandez ojeda (alejandra@bogavante.com.mx)	2026/03/03 19:36:05 UTC
SIGNED	Signed by Carlos M Lopez Garcia (cmlopezmx@gmail.com)	2026/03/02 17:59:09 UTC
COMPLETED	This document has been signed by all signers and is complete	2026/03/03 19:36:05 UTC

The email address indicated above for each signer may be associated with a Google account, and may either be the primary email address or secondary email address associated with that account.