

**Organizational Minutes in Lieu of Meeting of the Board of Directors of
Laramie River Valley Rendezvous, Inc., a Colorado nonprofit corporation**

These minutes are executed effective as of the ___ day of _____ 2009. All of the initial directors have executed these minutes.

By execution hereof each director waives a required notice and consents to the actions set forth herein.

The directors have been informed that the Articles of Incorporation were filed in the office of the Colorado Secretary of State on the ___ day of _____ 2009.

The following resolutions are unanimously adopted:

RESOLVED: That the Articles of Incorporation, as presented, be and they hereby are accepted and approved, and that said Articles of Incorporation be placed in the minute book of the Corporation.

RESOLVED: That the Bylaws, as presented, be and they hereby are accepted and approved, and that said Bylaws be placed in the minute book of the Corporation.

RESOLVED: That the Conflict of Interest Policy, as presented, be and they hereby are accepted and approved and that said Conflict of Interest Policy be placed in the minute book of the Corporation.

RESOLVED: That the following persons are confirmed as the initial directors of the Corporation:

Resolved: That _____ is hereby confirmed as the Chair of the Board of Directors.

Resolved: That the following officers be and are hereby elected:

RESOLVED: That the President of the Corporation be and hereby is authorized to pay all charges and expenses incident to or arising out of the organization of the Corporation and to reimburse any person who has made any disbursement therefore.

RESOLVED: That the President of the Corporation be and hereby is authorized to open a bank account on behalf of the Corporation, and to execute and certify an appropriate banking and borrowing resolution, as required, and that each of the following person is authorized to sign checks and conduct banking business on behalf of the Corporation:

RESOLVED: That the President of the Corporation shall have the discretion and authority to spend up to \$_____ on an item determined by the President, and that any amount in excess of this amount shall require separate Board approval.

RESOLVED: That the Corporation proceed to carry on the business for which it was incorporated and further,

RESOLVED: that the signing of these minutes shall constitute full ratification thereof and waiver of notice of the meeting by the signatories and that these minutes may be signed in counterparts, which, taken together, shall constitute one and the same instrument.
