

RESOLUTION BY THE BOARD OF DIRECTORS

AMENDED BYLAWS

Article VI, New Sections 13, 14 15

Pursuant to the Illinois Not-For-Profit Corporation Act, the Bylaws of the Spring Mill Townhomes Association, the Common Interest Community Act, pursuant to proper notice, at a regular meeting of the Board of Directors, by the vote of 6 Yes; 0 No; the Board adopts the following resolution:

WHEREAS, Article XII, Section 1 as amended February 7, 1984, authorizes the Board of Directors to amend the Bylaws.

NOW THEREFORE BE IT RESOLVED THAT: The Board of Directors of the Spring Mill Townhomes Association hereby amends its Bylaws to provide for Directors and Officers Indemnification and the following amendment to the Bylaws shall appear under Article VI of the Bylaws as new Sections 13, 14 and 15.

Section 13. Board Liability. The Directors from time to time serving upon the Board of Directors of the Association shall not be liable to the Members for any mistake of judgment or for any act or omission to act committed in good faith as such directors.

Section 14. Limitation of Liability. Members of the Board of Directors, officers, assistant officers, agents and other employees of the Association (1) shall not be liable to the Unit Owners as a result of their activities as such, including any mistake of judgment, negligence or otherwise, except for their own willful misconduct or gross negligence; (2) shall have no personal liability in contract to any person or entity under any agreement, instrument, or transaction entered into by them on behalf of the Association in their capacity as such; (3) shall have no personal liability in tort to any person or entity, direct or imputed, by virtue of acts performed by them in their capacity as such; and (4) shall have no personal liability arising out of the use, misuse, or condition of the Property, which might in any way be imputed to them as a result or by virtue of their capacity as such.

Section 15. Indemnification. The Unit Owners shall indemnify and hold harmless any person, his heirs and personal representatives, from and against all personal liability and all expenses including counsel fees, incurred or imposed, arising out of or in settlement of any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative instituted by any persons or entities, to which he shall be or shall be threatened to be made a party by reason of the fact that he is or was a member of the Board of Directors, officer, assistant officer, agent or employee of the Association, other than to the extent, if any, that such liability or expense shall be attributable to his willful misconduct or bad faith, provided, in the case of any settlement, that the Board shall have approved the settlement, which approval shall not be unreasonably withheld. Such right of indemnification shall not be deemed exclusive of any other rights which such person may have by law or agreement or vote of the Unit Owners or of the Board of Directors or otherwise. The indemnification by the Unit Owners as herein contained shall be paid by the Board on behalf of the Unit Owners and shall constitute a common expense and shall be assessed and collected as such.

FURTHERMORE: The Unit Owners present at a duly called meeting of the Members, August 24, 1986. By a vote of 29 Yes; 3 No; did ratify the action of the Board.

IN WITNESS WHEREOF, The Spring Mill Townhomes Association authorizes by these presents to be signed by its President and its Corporate Seal hereto affixed this 23rd day of September, 1986.



[Signature]
Secretary

[Signature]
William G. Kobos - President

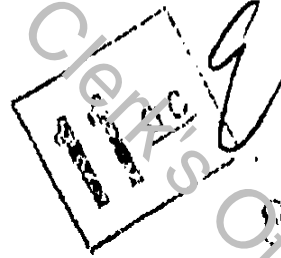
I, WILLIAM G. KOBOS, President of Spring Mill Townhomes Association, do hereby certify that, by direction of the Board of Directors, did cause this document to be recorded in the Cook County Recorder of Deeds the 27th day of October, 1986

William G. Kobos - President

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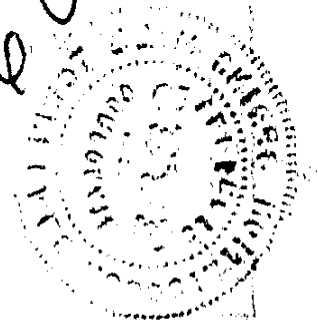
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COOK COUNTY RECORDER



Office 86467363

1100 to Copies



Spring Mill Townhomes Assn
950 GRAND CANYON DR WY
Hoffman Estates, IL 60194

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SPRING MILL TOWNHOMES ASSOCIATION

RESOLUTION BY THE BOARD OF DIRECTORS

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Shudab
Secretary

William G. Kobos
William G. Kobos - President

I, WILLIAM G. KOBOS, President of Spring Mill Townhomes Association, do hereby certify that, by direction of the Board of Directors, did cause this document to be recorded in the Cook County Recorder of Deeds the 4th day of October, 1986

William G. Kobos - President

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