

**ACTION OF THE INITIAL BOARD OF DIRECTORS OF
ANSON GOVERNING ASSOCIATION, INC.
TAKEN BY UNANIMOUS WRITTEN CONSENT
IN LIEU OF
AN ORGANIZATIONAL MEETING**

Acting by unanimous written consent in accordance with applicable provisions of Indiana law, the undersigned, being all of the members of the initial Board of Directors of Anson Governing Association, Inc., an Indiana nonprofit corporation (the "Corporation"), waive notice of a meeting and unanimously consent to and adopt the following resolutions as the action of the Board of Directors in lieu of a meeting for the purpose of organizing the Corporation and direct that this written consent be delivered to the Corporation for inclusion in the minutes or filing with the corporate records.

1.

Articles of Incorporation

RESOLVED, that the Articles of Incorporation of the Corporation, filed with the Secretary of State of Indiana on July 14, 2006 and attached to this consent action as Exhibit A, are approved and adopted, and the Secretary of the Corporation is directed to place a certified copy of them in the Corporation's minute book.

2.

Action by Incorporator

RESOLVED, that all actions heretofore taken by the Incorporator are in all respects approved, ratified, and confirmed.

3.

Indemnification of Incorporator

RESOLVED, that the Corporation shall indemnify, defend, and hold harmless, to the fullest extent permitted by law, the Incorporator of the Corporation against expenses (including attorneys' fees), judgments, fines, and amounts paid in settlement, actually and reasonably incurred as a result of any action, suit, or proceeding arising out of or in connection with the organization of the Corporation.

4.

Bylaws

RESOLVED, that proposed Bylaws for the regulation and management of the Corporation's affairs attached to this consent action as Exhibit B are approved and adopted as the Bylaws of the Corporation, and the Secretary of the Corporation is directed to note on the Bylaws the date of their adoption and to insert them in the Corporation's minute book.

5.
Officers

RESOLVED, that the following persons are appointed as the officers of the Corporation with the titles shown, to serve at the pleasure of the Board of Directors until their successors are appointed and qualified:

<u>Name</u>	<u>Title</u>
Tom Dickey	President
Craig Anderson	Vice President
Tracy Swearingen	Treasurer
Craig Anderson	Secretary

RESOLVED, that the Board of Directors authorizes and empowers the President of the Corporation to hire and employ other assistants, agents, and employees, for whatever duties, at whatever compensation, and on whatever terms and conditions that the President may deem necessary or desirable.

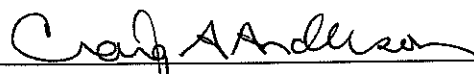
6.
Corporate Seal

RESOLVED, that the Corporation will not have a corporate seal.

[Signatures on following page]

IN WITNESS WHEREOF, the undersigned consent to the actions described in this written consent.

Date: 11-2-06 
Tom Dickey

Date: 11-2-06 
Craig Anderson

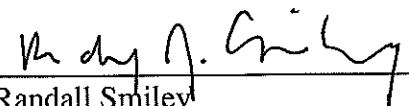
Date: 11.2.06 
Randall Smiley

EXHIBIT A

Articles of Incorporation

EXHIBIT B

Bylaws