

SLF IV – Dripping Springs JV, L.P.
c/o Ankura Consulting Group, LLC
1180 West Peachtree Street NW, Suite 550
Atlanta, GA 30309

September 16, 2020

Via email (lmueller@cityofdrippingsprings.com)

Laura Mueller
City Attorney
City of Dripping Springs
511 Mercer Street
Dripping Springs, Texas 78620

Re: Assignment of all rights, interests, and obligations of SLF IV – Dripping Springs JV, L.P. (“SLF”) under the following: (1) Annexation and Development Agreement - Planned Development District No. 5: Heritage Subdivision, by and among SLF, the City of Dripping Springs, Texas (the “City”) and BobWhite Investments, LP, dated effective October 17, 2017 (the “Development Agreement”); (2) Heritage Public Improvement District Financing Agreement by and between the City and SLF dated effective October 17, 2017 (the “PID Financing Agreement”); and (3) Offsite Road and Trail Agreement by and between the City and SLF dated effective October 17, 2017 (the “Offsite Road and Trail Agreement”)

Dear Ms. Mueller:

Enclosed please find information provided to SLF by M/I Homes of Austin, LLC and Trendmaker Homes, Inc. in response to the requests in your letter dated August 14, 2020.

As set forth in SLF’s letter to the City dated August 5, 2020, SLF requests that the City execute the City Approval of Assignments and Confirmation of Assignee Satisfaction of Requirements for Assignment of Development Agreement, PID Financing Agreement and Offsite Road and Trail Agreement which was enclosed with such letter with respect to the assignments described therein and provide SLF with an executed copy thereof within ten (10) days of the date hereof.

Also as set forth in SLF’s August 5, 2020 letter, the assignments described therein will only occur if and at such time as the closing of the sale of the Land to Assignee occurs. At the time of such closing, the parties will provide the City with notice that the closing of the sale of the Land and the assignments described herein have occurred, together with a copy of the assignment documents (which will provide that Assignee assumes all of the assigned obligations of SLF under the above-described agreements).


Sincerely,

SLF IV – DRIPPING SPRINGS JV, L.P.,
a Texas limited partnership

By: SLF IV Property GP, LLC,
a Texas limited liability company,
its General Partner

By: Stratford Land Fund IV, L.P.,
a Delaware limited partnership,
its Co-Managing Member

By: SLF IV 2020 GP, LLC,
a Texas limited liability company,
its General Partner

By: 
Name: ROBERT E UNER
Title: MANAGER

cc: Allan Katz
Maynard, Cooper & Gale, P.C.
5949 Sherry Lane, Suite 850
Dallas, Texas 75225
(214) 239-2379
akatz@maynardcooper.com

Certificate

Reference is hereby made to that certain: (i) Annexation and Development Agreement - Planned Development District No. 5: Heritage Subdivision, by and among SLF IV – Dripping Springs JV, L.P. (“SLF”), the City of Dripping Springs, Texas (the “City”) and BobWhite Investments, LP, dated effective October 17, 2017 (the “Development Agreement”); (ii) Heritage Public Improvement District Financing Agreement by and between the City and SLF dated effective October 17, 2017 (the “PID Financing Agreement”); and (iii) Offsite Road and Trail Agreement by and between the City and SLF dated effective October 17, 2017 (the “Offsite Road and Trail Agreement,” and together with the Development Agreement and the PID Financing Agreement, the “Agreements”).

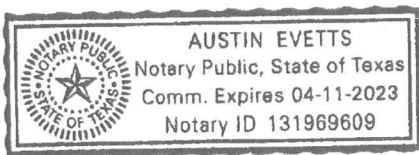
SLF has contracted to sell a portion of the land (or an undivided interest therein) covered by the Agreements to M/I Homes of Austin, LLC, an Ohio limited liability company (“Assignee”), and in connection with such sale, to assign SLF’s interests in the Agreements to Assignee (individually, or as a tenant in common with Trendmaker Homes, Inc. as owners of undivided interests in such land).

In accordance with Section 10.9 of the Development Agreement, Section 8.5 of the Offsite Road and Trail Agreement, and Section 8.03 of the PID Financing Agreement, Assignee hereby certifies to SLF, as of the date hereof, as follows:

1. Assignee does not owe delinquent taxes or fees to the City;
2. Assignee is not in material default (beyond any applicable notice and cure period) under any development agreement with the City; and
3. Assignee has the experience, expertise and financial capacity and ability to perform the duties or obligations so assigned under each of the Agreements. Assignee is a home builder that is a wholly-owned subsidiary of M/I Homes, Inc., a publicly traded company listed on the New York Stock Exchange as MHO. Additional information on M/I Homes, including SEC filings containing detailed resources on the company’s experience, expertise and financial capacity, may be found at investors.mihomes.com.

By its execution below, Assignee confirms that the individual executing this Certificate on behalf of Assignee has been authorized to do so.

Executed by the undersigned and effective as of September 14, 2020.



ASSIGNEE:

M/I HOMES OF AUSTIN, LLC, an Ohio limited liability company

By: William G. Peckman

William G. Peckman, Area President

THE STATE OF TEXAS

§

§

COUNTY OF TRAVIS

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This instrument was acknowledged before me on the 14th day of SEPTEMBER, 2020, by William G. Peckman, Area President of M/I Homes of Austin, LLC, an Ohio limited liability company, on behalf of said limited liability company.

(seal)

Ant E
Notary Public Signature

Certificate

Reference is hereby made to that certain: (i) Annexation and Development Agreement - Planned Development District No. 5: Heritage Subdivision, by and among SLF IV – Dripping Springs JV, L.P. (“SLF”), the City of Dripping Springs, Texas (the “City”) and BobWhite Investments, LP, dated effective October 17, 2017 (the “Development Agreement”); (ii) Heritage Public Improvement District Financing Agreement by and between the City and SLF dated effective October 17, 2017 (the “PID Financing Agreement”); and (iii) Offsite Road and Trail Agreement by and between the City and SLF dated effective October 17, 2017 (the “Offsite Road and Trail Agreement,” and together with the Development Agreement and the PID Financing Agreement, the “Agreements”).

SLF has contracted to sell a portion of the land (or an undivided interest therein) covered by the Agreements to M/I Homes of Austin, LLC, an Ohio limited liability company (“M/I”), and in connection with such sale, to assign SLF’s interests in the Agreements to M/I, individually, or as a tenant in common with Trendmaker Homes, Inc. (“Trendmaker”), as owners of undivided interests in such land.

In accordance with Section 10.9 of the Development Agreement, Section 8.5 of the Offsite Road and Trail Agreement, and Section 8.03 of the PID Financing Agreement, Trendmaker hereby certifies to SLF, as of the date hereof, as follows:

1. Trendmaker does not owe delinquent taxes or fees to the City;
2. Trendmaker is not in material default (beyond any applicable notice and cure period) under any development agreement with the City; and
3. Trendmaker has the experience, expertise and financial capacity and ability to perform the duties or obligations so assigned under each of the Agreements. Trendmaker is a home builder that is a wholly-owned subsidiary of TRI Pointe Group, Inc., a publicly traded company listed on the New York Stock Exchange as TPH. Additional information on TRI Pointe Group, including SEC filings containing detailed resources on the company’s experience, expertise and financial capacity, may be found at www.tripointegroup.com.

By its execution below, Trendmaker confirms that the individual executing this Certificate on behalf of Trendmaker has been authorized to do so.

Executed by the undersigned and effective as of Sept. 15, 2020.

ASSIGNEE:

TRENDMAKER HOMES, INC., a Texas corporation

By: [Signature]
Bryan R. Havel, Division President

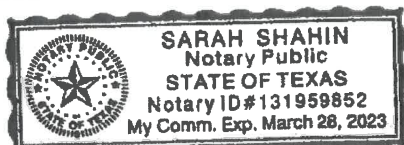
THE STATE OF TEXAS

COUNTY OF Williamson

§
§
§

This instrument was acknowledged before me on the 15th day of September, 2020, by Bryan R. Havel, Division President of Trendmaker Homes, Inc., a Texas corporation, on behalf of said corporation.

(seal)



{W0987281.3}

[Signature]
Notary Public Signature



313 E. 12th St., Ste. 210, Austin, TX 78701 ■ (800) 252-3625 ■ (512) 476-6346 ■ www.TexasBuilders.org

August 18, 2020

TO WHOM IT MAY CONCERN:

This letter is to confirm that M/I Homes is a member in good standing of the Texas Association of Builders.

M/I Homes is also a member in good standing with the Home Builders Association of Greater Austin and the National Association of Home Builders.

Blair Kirkpatrick

Texas Association of Builders
313 East 12th Street, Suite 210
Austin, Texas 78701
(512) 476-6346
www.texasbuilders.org



The Home Builders Association of Greater Austin | 8140 Exchange Drive, Austin, TX 78754
512.454.5588 | info@HBAaustin.com | HBAaustin.com

BOARD OF DIRECTORS

Officers

President

Joe Fowler

September 9, 2020

Past President

Becky Collins

Please let this letter serve as confirmation that Trendmaker Homes is a member in good standing with the Home Builder Association of Greater Austin.

President-Elect

Chad Durham

Infill Builders

Council President

Scott Turner

All members of our organization are also members at the state, Texas Association of Builders (TAB) and the national, National Association of Home Builders (NAHB) levels.

Finance VP

Clare Branson

Government

Relations VP

Hank Smith

Penni Hafer

Director of Membership

Membership VP

John Jones

Home Builders Association of Greater Austin

8140 Exchange Drive, Austin, TX 78754

512.861.2089 – office

penni@hbaaustin.com

Special Projects VP

Melissa Brown

Workforce VP

Ross Britton

Builder Members

Bryan Beil

David Burton

Sean Chandler

Charlie Coleman*

Ron Glenn

Andy Jacobs

Duke Kerrigan

Carrie Moorman*

Lindsay Motley

Zach Savage

Nancy Stroder

Tommy Tucker

Will Winkler



*Ex-officio

Associate Members

John Endendyk

Miranda Hardin

Eldon Rude

Chief Executive Officer

Taylor Jackson, CAE, MPA

SECRETARY'S CERTIFICATE

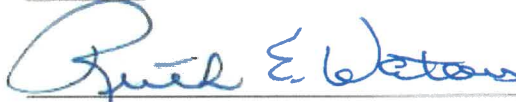
M/I Homes of Austin, LLC

This SECRETARY'S CERTIFICATE ("Certificate") is executed effective as of August 19, 2020, by the undersigned ("Affiant"), who hereby certifies that Affiant is the duly elected and acting Assistant Secretary of M/I Homes of Austin, LLC, an Ohio limited liability company ("Company"), and is authorized to execute and deliver this Certificate, and Affiant further certifies as follows:

Resolutions. That Exhibit "A" attached hereto and incorporated herein by reference is a true, complete and correct restatement of certain resolutions adopted on July 10, 2019, by unanimous written consent of the Management Committee of the Company, which such unanimous consent was and is in the form required by and in conformity with the Company's Articles of Organization, and all applicable law. None of the resolutions attached hereto have been amended, modified or rescinded, and each such resolution is in full force and effect on the date hereof. There is no provision of the Articles of Organization or Operating Agreement of the Company limiting the power of the Management Company to pass, and for the Company to perform as contemplated by, the resolutions specified herein, and such resolutions are in conformity with the provisions of said Articles of Organization and Operating Agreement.

EXECUTED effective as of the date first above written.

AFFIANT:

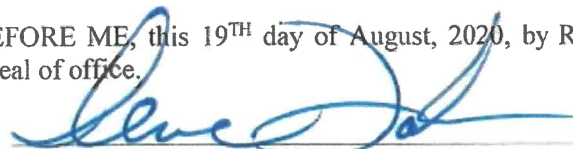


Name: Ruth E. Waters
Title: Assistant Secretary

STATE OF TEXAS §
 §
COUNTY OF DENTON §

SWORN TO AND SUBSCRIBED BEFORE ME, this 19TH day of August, 2020, by Ruth E. Waters, to certify which, witness my hand and seal of office.

[SEAL]



Notary Public, State of Texas

My Commission Expires:

9-30-2020

Irene Falcon
Printed Name of Notary Public

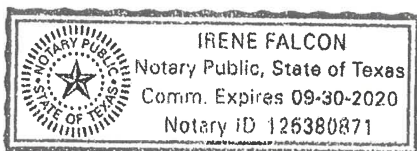


EXHIBIT "A"

Resolutions

**AN ACTION BY WRITTEN CONSENT OF THE MANAGEMENT COMMITTEE
OF
M/I HOMES OF AUSTIN, LLC
WITHOUT A MEETING**

The undersigned, being all of the members of the Management Committee of M/I Homes of Austin, LLC, an Ohio limited liability company (the "Company"), hereby authorize, take, approve and consent to the actions expressed in the following recitals and resolutions without a meeting to be effective as of July 10, 2019:

Election of Officers

WHEREAS, the members of the Management Committee of the Company desire to elect the officers of the Company and to set forth the powers that shall be possessed by and duties that shall be performed by various officers of the Company;

NOW, THEREFORE, BE IT:

RESOLVED, that the following persons be, and they hereby are, elected to the offices of the Company set forth opposite their respective names to serve until their successors are duly elected:

Robert H. Schottenstein	- Chief Executive Officer and President
Phillip G. Creek	- Executive Vice President and Chief Financial Officer
J. Thomas Mason	- Executive Vice President, Chief Legal Officer and Secretary
Donald R. Westfall	- Senior Vice President and General Counsel
Zachary M. Sugarman	- Vice President and Assistant General Counsel
Kevin C. Hake	- Treasurer and Senior Vice President, Finance and Business Development

Mark Kirkendall	- Vice President Housing/Land Controller
D.S. Nguyen	- Controller
Randy Green	- Assistant Controller
Tom Jacobs	- Region President
William G. Peckman	- Area President
Royce Rippy	- Vice President, Land
Kreg Conner	- Vice President, Sales and Marketing
Brian Goclan	- Vice President, Purchasing
Victoria L. Sheets	- Assistant Secretary
Ruth Waters	- Assistant Secretary
Laura Lafferty	- Assistant Secretary

Scope of Authority of Chief Executive Officer and President

RESOLVED, that the Chief Executive Officer and President, be, and hereby is, authorized and empowered to execute and deliver in the name of and on behalf of the Company any and all documents and agreements and to take all actions that he, in his sole and absolute discretion, may deem necessary and appropriate in order to further the business and affairs of the Company, except as otherwise provided by law, the Articles of Organization or the Operating Agreement of the Company.

Borrowing and Pledging of Collateral Interests

RESOLVED, that the Chief Executive Officer and President, be, and hereby is, authorized and empowered to make borrowings in the name of and on behalf of the Company and to pledge as collateral the real or personal property of the Company to secure the same, as he in his sole and absolute discretion, may deem necessary in order to further the business and affairs of the Company; and

FURTHER RESOLVED, that the Chief Executive Officer and President, the Executive Vice President and Chief Financial Officer, the Executive Vice President Chief Legal Officer and Secretary, the Senior Vice President and General Counsel, the Vice President and Assistant General Counsel, and the Treasurer and Senior Vice President, Finance and Business Development (the "Authorized Officers") be, and each of them, acting individually, hereby is, authorized and empowered to execute and deliver in the name and on behalf of the Company any and all documents that may be required to effectuate borrowings or pledge collateral authorized in writing by the Chief Executive Officer and President of the Company including, but not limited to, notes, loan agreements, mortgages, deeds of trust, security agreements, letter of credit applications and agreements, guarantees, interest rate risk management agreements including ISDA master agreements, schedules and confirmations, and all other documents necessary to consummate such transactions;

FURTHER RESOLVED, that the Treasurer and Senior Vice President, Finance and Business Development shall: (i) receive and safely keep all money, bills, notes, securities and similar property belonging to the Company, and shall do with or disburse the same as directed by any one or more of the Authorized Officers (ii) keep an accurate account of the finances and business of the Company, including accounts of its assets, liabilities, receipts, disbursements, gains, losses and interests, together with such other accounts as may be required, and hold the same open for inspection and examination; (iii) be authorized and empowered to execute and deliver in the name and on behalf of the Company any and all letter of credit applications and agreements and bond applications and agreements; and (iv) have such additional powers and duties as the Authorized Officers may from time to time assign to him/her; and

FURTHER RESOLVED, that the Vice President Housing/Land Controller and the Assistant Controller are empowered to execute and deliver in the name and on behalf of the Company any and all bond applications and agreements, letter of credit applications and agreements, and shall have such additional powers and duties as the Authorized Officers may from time to time assign to him/her.

Purchase, Option or Lease of Property

RESOLVED, that the Authorized Officers be, and each of them, acting individually, hereby is, authorized and empowered to execute and deliver in the name and on behalf of the Company any and all documents that may be required to effectuate (i) the lease, option to purchase, purchase or exchange of real property (improved or unimproved) by the Company; (ii) the lease or purchase of personal property by the Company; and (iii) borrowings in the nature of seller financing and mortgages, deeds of trust or security agreements pledging the property so acquired as collateral to secure such borrowings; and

FURTHER RESOLVED, that the Region President, the Area President and the Vice President, Land, be, and each of them acting individually, hereby is,

authorized and empowered to execute and deliver in the name and on behalf of the Company any and all documents that may be required to effectuate the closing of the lease, purchase or exchange of real property (improved or unimproved) to the extent that such lease, purchase or exchange has been authorized in writing by, or the contract obligating the Company to purchase the same has been executed by, any one or more of the Authorized Officers, including, but not limited to, closing statements and other documents similar thereto, affidavits, notes and mortgages or deeds of trust in favor of the seller, other agreements contemplated by the purchase contract and other certifications as may be required at the Company's closings (or as to which any such officers has executed the purchase contract obligating the Company to such purchase).

FURTHER RESOLVED, that the Vice President Housing/Land Controller, be, and acting individually, hereby is, authorized and empowered to execute and deliver in the name and on behalf of the Company any and all model home lease agreements.

Sale of Property

RESOLVED, that the Authorized Officers be, and each of them, acting individually, hereby is, authorized and empowered to execute and deliver in the name and on behalf of the Company any and all documents that may be required to effectuate the sale, lease or other conveyance of any real or personal property of the Company, wherever located;

FURTHER RESOLVED, that the Region President, the Area President, the Controller, the Vice President, Purchasing, and the Vice President, Sales and Marketing be, and each of them, acting individually hereby is, authorized and empowered to execute and deliver in the name of and on behalf of the Company contracts and all addenda related thereto for the sale and conveyance of any real property improved with housing (attached or detached and including without limitation, townhomes), owned by the Company.

FURTHER RESOLVED, that the Region President, the Area President, the Controller, and Vice President, Purchasing be, and each of them, acting individually, hereby is, authorized and empowered to execute and deliver in the name of and on behalf of the Company any and all documents that may be required to effectuate (i) the sale and conveyance of any real property improved with housing (attached or detached and including, without limitation, townhomes), owned by the Company; (ii) the conveyance of common areas or areas designated as reserves, conservation easements, green space, or other terms of similar meaning, to political subdivisions, homeowners associations or other similar entities, which areas are owned by the Company; (iii) the sale and conveyance of any other real property owned by the Company to the extent that such sale and conveyance has been authorized in writing by, or the contract obligating the Company to sell the same has been executed by, any one or more of the Authorized Officers, including, but not limited to, closing statements and

other documents similar thereto, affidavits, other agreements contemplated by the sale contract and other certifications as may be required at the Company's closings, but in any event not including deeds; and (iv) such other acts and things that may be necessary, convenient or appropriate to effectuate and carry out each and all of the transactions contemplated by this resolution;

FURTHER RESOLVED, that the Region President, and the Area President be, and each of them, acting individually, hereby is, authorized and directed to submit to any one or more of the Authorized Officers from time to time a list of employees or legal professionals in the geographic area of responsibility of such Region President, or Area President, to represent the Company at closings wherein the Company is selling, transferring, and/or delivering parcels of real property in the ordinary course of its business; and

FURTHER RESOLVED, that such employees of the Company or legal professionals who have been or hereafter are recommended by the Region President or the Area President, in the manner set forth in the immediately foregoing resolution and who are approved in writing by any one or more of the Authorized Officers be, and each of them, acting individually, hereby is, authorized and empowered for and on behalf of the Company: (i) to execute and acknowledge closing statements and other documents similar thereto, including, but not limited to, affidavits, the FHA/VA Amendatory Clause and Real Estate Certification addendum, and other certifications as may be required at the Company's closings and that may be necessary and proper to effectuate the expedient sale or transfer by the Company of parcels of real property; (ii) to receive on behalf of and in the name of the Company the consideration paid in connection with each and all of the transactions contemplated by this resolution; and (iii) to do such other acts and things (other than executing deeds) that may be necessary, convenient or appropriate to effectuate and carry out each and all of the transactions contemplated by this resolution; provided, however, that if any employee or legal professional so approved shall no longer be employed by the Company, or the authority of such employee or legal professional shall be rescinded in writing by any one or more of the Authorized Officers, then the authorization heretofore granted such employee or legal professional shall expire and terminate on the date of such termination of employment or rescission of authority and such person shall in no way be authorized or empowered to act on behalf of or to represent the Company thereafter.

Development of Real Property

RESOLVED, that the Authorized Officers, the Region President, and the Area President be, and each of them, acting individually, hereby is, authorized and empowered to execute and deliver in the name and on behalf of the Company: (i) any and all documents that may be required to effectuate the recording of a final plat of real property, including, but not limited to affidavits, easements, zoning/variance requests and other documents similar thereto, that may be necessary and proper to effectuate the recording of the final plat or otherwise

develop real property for the purpose of constructing housing thereon; and (ii) to do such other acts and things that may be necessary, convenient or appropriate to effectuate and carry out each and all of the transactions contemplated by this resolution; and

FURTHER RESOLVED, that the Authorized Officers, the Region President and the Area President be, and each of them, acting individually, hereby is, authorized and empowered to execute and deliver in the name of and on behalf of the Company any and all documents that may be required to effectuate contractor/owner development contracts and development agreements and other documents with utility companies and with various governmental municipalities, including without limitation tap agreements and temporary construction easements, and to do such other acts and things that may be necessary, convenient or appropriate to effectuate and carry out each and all of the transactions contemplated by this resolution.

Miscellaneous

RESOLVED, that any one or more of the officers (including without limitation the Assistant Secretaries) of the Company be, and each of them, acting singly, hereby is, authorized and empowered to countersign or attest any and all documents executed by another authorized officer of the Company as may be required to effectuate the sale or conveyance of any real or personal property owned by the Company or to effectuate the lease, option to purchase or purchase of improved real property, land or lots, or personal property by the Company;

FURTHER RESOLVED, that each document of sale, purchase or conveyance to be executed by the Company shall require the signature of only one of the officers of the Company authorized herein to execute such document, except as may otherwise be required by law;

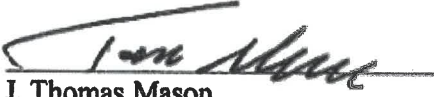
FURTHER RESOLVED, that the authority granted hereby to each officer named herein (i) shall be effective only so long as he or she remains in at least one of the offices of the Company indicated herein or hereafter with respect to such individual and (ii) shall be effective for such officer's successors as elected from time to time until superseded by resolution of the Management Committee of the Company; and

FURTHER RESOLVED, that the foregoing resolutions shall replace and supersede all resolutions previously adopted with respect to the authority of officers of the Company in connection with the matters governed thereby.

IN WITNESS WHEREOF, the undersigned, being all of the members of the Management Committee, hereby indicate in writing their authorization and approval of, and consent to, the foregoing actions and resolutions without a meeting, to be effective as of the date first set forth above.


Robert H. Schottenstein


Phillip G. Creek


J. Thomas Mason

ASSISTANT SECRETARY'S CERTIFICATE

Trendmaker Homes, Inc.

This ASSISTANT SECRETARY'S CERTIFICATE ("Certificate") is executed effective as of September 14, 2020 by the undersigned ("Affiant"), who hereby certifies that Affiant is the duly elected and acting Assistant Secretary of Trendmaker Homes, Inc., a Texas corporation ("Company"), and is authorized to execute and deliver this Certificate, and Affiant further certifies as follows:

Resolutions. That Exhibit "A" attached hereto and incorporated herein by reference are two (2) true, complete and correct Secretary's Certificates, each executed and issued on April 6, 2020 by the Secretary of the Company, which such Secretary's Certificates were and are in the form, if any, required by and in conformity with the Articles of Incorporation and Bylaws of the Company and all applicable law. None of the statements in the Secretary's Certificates attached hereto have been amended, modified or rescinded, and each Secretary's Certificate is in full force and effect on the date hereof.

EXECUTED effective as of the date first above written.

AFFIANT:



Matthew A. Susson, Assistant Secretary

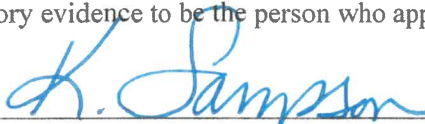
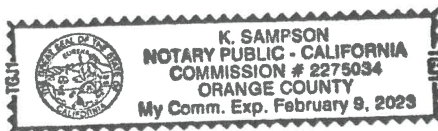
CALIFORNIA JURAT WITH AFFIANT STATEMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California)
) ss.
County of Orange)

Subscribed and sworn to (or affirmed) before me on this 14th day of September 2020, by MATTHEW A. SUSSON, proved to me based on satisfactory evidence to be the person who appeared before me.

(Seal)



Signature of Notary

K. Sampson
Print Name

My commission expires: 02/09/23

**SECRETARY'S CERTIFICATE
OF
TRENDMAKER HOMES, INC.**

April 6, 2020

The undersigned, does hereby certify that he is the duly elected Secretary of Trendmaker Homes, Inc., a Texas corporation (the "Company"), organized and existing under the laws of the State of Texas, and as such is familiar with and duly authorized to certify the matters herein.

The undersigned further certifies, in his capacity as Secretary of the Company, that:

1. The persons whose names and titles appear below are duly elected officers and acting authorized signatories of the Company and are each authorized by the Chief Executive Officer of the Company to execute documentation pertaining to the development, entitlement and management of real property, including, but not limited to, recordable memoranda of agreements, school mitigation agreements, cost sharing/reimbursement agreements, memoranda of understanding, development agreements, agency permits, maps, development applications, tolling agreements, and consultant contracts.


Name	Title
Bryan Havel	Division President—Austin

IN WITNESS WHEREOF, the undersigned has executed this certificate as of the date first written above.



David C. Lee, Secretary

The undersigned, the duly elected Assistant Secretary of the Company, does hereby certify that David C. Lee is the duly elected Secretary of the Company and that the signature set forth above his name is his true and correct signature.



Matthew A. Susson, Assistant Secretary

**SECRETARY'S CERTIFICATE
OF
TRENDMAKER HOMES, INC.**

April 6, 2020

The undersigned,, does hereby certify that he is the duly elected Secretary of Trendmaker Homes, Inc., a Texas corporation (the "**Company**"), organized and existing under the laws of the State of Texas, and that as a duly elected, qualified and acting Secretary, does hereby certify:

1. Authorized Signatories. The persons whose names and titles appear below are duly elected officers and acting authorized signatories of the Company and are each authorized to execute contracts, escrow instructions, grant deeds, lot line adjustments and other pertinent documents relating to the purchase or sale of real property for the Company.

Name	Title
Bryan Havel	Division President—Austin

IN WITNESS WHEREOF, the undersigned has executed this certificate as of the date first written above.



David C. Lee, Secretary

The undersigned, the duly elected Assistant Secretary of the Company, does hereby certify that David C. Lee is the duly elected Secretary of the Company and that the signature set forth above his name is his true and correct signature.



Matthew A. Susson, Assistant Secretary