

**CERTIFICATE AND CONSENT OF SOLE MANAGER AND MEMBERS
OF
DURANGO RIVER VIEW RV RESORT, LLC**

Date: _____, 2023

Company: Durango River View RV Resort, LLC, a Texas limited liability company

Property:

Lots 1AB and 1AC, DIAGA SUBDIVISION, PROJECT NUMBER PL20220131, according to the plat thereof filed for record December 1, 2022 as Reception No. 1217658.

Seller: Diaga, LLC, a Colorado limited liability company

1. The undersigned, being the sole Manager and Members of the Company certify the following:
 - A. The Company is a Texas limited liability company validly formed on December 22, 2022 pursuant to the laws of the State of Texas.
 - B. The Operating Agreement for the Company was executed as of December 22, 2022 and has not been modified.
 - C. No proceedings are pending for the dissolution, voluntary or involuntary, of the Company.
 - D. The following named individuals are the sole Manager and Members of the Company, as noted, holding the positions set forth opposite their respective names as of the date hereof.

<u>Name</u>	<u>Position</u>
Scott Roberts	Member/Manager
Kevin Bridges	Member
Jim Clayton	Member

2. The undersigned, being the sole Manager and Members of the Company hereby consent to and agree to the following:

- A. To purchase the Property in accordance with a Contract to Buy and Sell Real Estate executed by Lifestyle Asset Management, LLC, as assigned to Company,

as Buyer, and Seller (the "Contract"), and procure a loan from Seller in the amount of \$412,500.00.

- B. That Scott Roberts in his capacity as sole Manager of the Company is hereby authorized and directed to execute and deliver appropriate instruments in the name of the Company to close the purchase of the Property and procure the loan from Seller, including a Deed of Trust, Promissory Note, Settlement Statement and all other documents necessary or desirable to purchase the Property and procure the loan from Seller, and comply with the terms of the Contract.
- C. That all actions heretofore taken by the sole Manager and Members of the Company, and all things done by the sole Manager, Members and the Company's authority with respect to the purchase of the Property and the procurement of the loan from Seller be, and the same are, hereby ratified and approved.

EXECUTED by the sole Manager and Members effective on the date first above stated.

MANAGER:



Scott Roberts

MEMBERS:



Scott Roberts



Kevin Bridges



Jim Clayton

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