

**THE BRANSON HILLS INFRASTRUCTURE FACILITIES
COMMUNITY IMPROVEMENT DISTRICT**

**MINUTES OF A MEETING OF
THE BOARD OF DIRECTORS OF THE DISTRICT**

A meeting of the Board of Directors (the "Board") of the Branson Hills Infrastructure Facilities Community Improvement District (the "District") was held on February 11, 2011, commencing at 11:05 a.m. at the offices of HCW, LLC, 153 South Payne Stewart Drive, Branson, Missouri, pursuant to notice duly given.

Members of the Board who were physically present at the meeting were Richard Huffman, Marc Williams, Barry Schwartz, Gary Fultz and Jeanne Rudloff.

Chairman Huffman called the meeting to order and proceeded to conduct the meeting. Roll was called, a simple majority of the Board was present, a quorum was recognized and the meeting commenced.

Approval of Minutes

Director Fultz moved to approve the minutes of the September 28, 2010 meeting of the Board. Director Schwartz seconded the motion. Chairman Huffman called for a vote. The vote was held and the motion unanimously carried. The Minutes of the September 28, 2010 meeting of the Board were approved.

Resolution 2011-01

Chairman Huffman introduced Resolution 2010-01 and explained the need to amend the 2011 fiscal year budget. Chairman Huffman called for discussion.

Discussion: None

Director Schwartz moved to adopt Resolution 2011-01. Director Fultz seconded the motion. Chairman Huffman called for a vote. The vote was held and the motion unanimously carried; Resolution 2011-01 was adopted. The Secretary shall file and maintain Resolution 2011-01 in the District's Minute Book.

Resolution 2011-02

Chairman Huffman introduced Resolution 2011-02 and explained the need to consent to the addition of the real property depicted on the attached Exhibit A. Chairman Huffman called for discussion.

Discussion: None

Director Fultz moved to adopt Resolution 2011-02. Director Schwartz seconded the motion. Chairman Huffman called for a vote. The vote was held and the motion unanimously carried; Resolution 2011-02 was adopted. The Secretary shall file and maintain Resolution 2011-02 in the District's Minute Book.

Resolution 2011-03

Chairman Huffman introduced Resolution 2011-03 and explained the need to consent to the removal of the real property depicted on the attached Exhibit A to the District. Chairman Huffman called for discussion.

Discussion: None

Director Williams moved to adopt Resolution 2011-03. Director Fultz seconded the motion. Chairman Huffman called for a vote. The vote was held and the motion unanimously carried; Resolution 2011-03 was adopted. The Secretary shall file and maintain Resolution 2011-03 in the District's Minute Book.

Other Business

None

There being no other business to come before the meeting, Director Fultz moved to adjourn the meeting, Director Schwartz seconded the motion, the vote unanimously carried and Chairman Huffman adjourned the meeting.

Respectfully submitted,



Handwritten signature of Jeanne Rudloff in cursive ink.

Jeanne Rudloff, Secretary