

THE VILLAGE ASSOCIATION, INC.

MINUTES OF THE ORGANIZATION MEETING

The following action is hereby approved, adopted and ratified as and for the organizational meeting of THE VILLAGE ASSOCIATION, INC.

HOME SITES, LTD., is the incorporator named in the Articles of Incorporation of THE VILLAGE ASSOCIATION, INC. OTIS L. CROWELL, O. LAMAR CROWELL, JR., and MARK L. GILLIAM are the initial directors named in the Articles of Incorporation.

The Articles of Incorporation of THE VILLAGE ASSOCIATION, INC., granted by the Secretary of State of South Carolina on December 31, 1999, are hereby adopted as the Articles of Incorporation of THE VILLAGE ASSOCIATION, INC.

The Bylaws bearing adoption date even herewith are hereby adopted as the Bylaws of the corporation.

The following form is hereby adopted as the official seal of the corporation:



OTIS L. CROWELL, O. LAMAR CROWELL, JR., and MARK L. GILLIAM
are hereby elected as directors of the corporation.

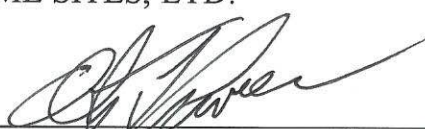
The following persons are hereby elected as officers of the corporation:

President	MARK L. GILLIAM
Vice President	O. LAMAR CROWELL, JR.
Secretary	KENNETH G. MITCHELL
Treasurer	KENNETH G. MITCHELL

The fiscal year of the corporation shall end on the 31st day of December of each
year.

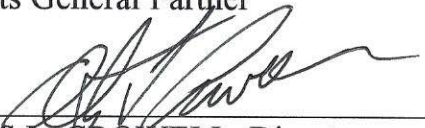
This 15th day of February, 2000.

HOME SITES, LTD.

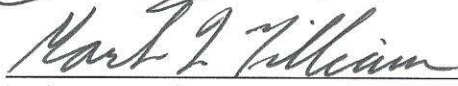
By: 

OTIS L. CROWELL

As Its General Partner


OTIS L. CROWELL, Director


O. LAMAR CROWELL, JR., Director


MARK L. GILLIAM, Director