RESOLUTION 5 OF Pawnee Rock Church Holding Co., LLC

The PAWNEE ROCK CHURCH HOLDING CO., LLC. Held a meeting of membership on August 6, 2007, called to order at 7:15 pm. By Mayor Timothy Parret. All members of the City Council were present except Walt McCowan, whose position is vacant on the Council due to his resignation.

The following resolution was made and unanimously adopted.

WHEREAS, that the original Operating Agreement to the PAWNEE ROCK CHURCH HOLDING CO., L.L.C. Names Konny Trinka as the sole manager but said operating agreement states that the Member can remove and appoint a manager at anytime, and,

WHEREAS, that since Konny Trinka was removed from office as city clerk on May 7, 2007, by the previous City Council, and;

WHEREAS, it is the desire of the Member, which is the Mayor and City Council, that the current city clerk Kathy Bohn, accede to the duties of Manager of PAWNEE ROCK CHURCH HOLDING CO. L.L.C;

NOW THEREFORE BE IT RESOLVED, that Konny Trinka is hereby removed from the position of manager of this L.L.C. And that Kathy Bohn is hereby appointed the manager of this L.L.C.

Limothy Parret

Mayor,

For the City Council, Pawnee Rock, Kansas

NOTICE: I hereby agree and accept the appointment set forth herein as manager of Pawnee Rock Church Holding Co., LLC

Kathy Bohn

DATE: 3-3-08