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**CERTIFICATE OF AUTHORITY  
OF  
CHATEAU RIDGELAKE CONDOS, L.L.C.**

The undersigned is a member and the manger of **Chateau Ridgelake Condos, L.L.C.** (the "Company").

In such capacity, the undersigned is authorized to and does hereby certify to the following matters pertaining to the Company:

**A.** The Company is existing and operating pursuant to Articles of Organization filed with the Secretary of State of Louisiana on November 10, 2003 (the "Articles of Organization"). The Articles of Organization have not been amended.

**B.** Brett P. Chisesi is a member of the Company ("Agent"), and as such has full power and authority to act in the name of and on behalf of the Company to cause the Company to take the following actions:


- (1) to sell any property whether immovable or movable, whether corporeal or incorporeal, or any interests therein, including leasehold interest, servitude interests, and any other rights or interest the Agent may in his/her/its sole discretion consider appropriate, all for such price and upon such terms and conditions as the Agent may in his/her/its sole discretion consider appropriate;
- (2) to acquire, whether by sale, donation, exchange, lease, or any other manner, any property, whether immovable or movable, whether corporeal or incorporeal, or any interests therein, including leasehold interest, servitude interests, and any other rights or interest the Agent may in his/her/its sole discretion consider appropriate, all for such price and upon such terms and conditions as the Agent may in his/her/its sole discretion consider appropriate;
- (3) to borrow any monies or to incur any indebtedness or other obligations, covenants, or agreements in favor of any lender, and to borrow any monies or to incur any indebtedness or other obligations, and/or to confirm, extend, ratify, renew or modify any existing indebtedness or other obligations, covenants, or agreements in favor of lenders or any of them, all in such amounts and on upon such terms and conditions as the Agent may in his/her/its sole discretion consider appropriate (collectively the "Loans"); to grant collateral for all or any part of the Loans and otherwise to enter into any agreements, covenants or obligations regarding any or all of the Loans, all upon such terms and conditions as the Agent may in his/her/its sole discretion consider appropriate; and in connection with the granting of any such collateral, to encumber, mortgage, pledge or grant a security interest on or in any property, rights or interests whatsoever of the Company, whether real or personal, whether tangible or intangible, including but not limited to all or any items of equipment, inventory and accounts receivable, all upon such terms and conditions as the said Agent may in his/her/its sole discretion consider appropriate;

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- (4) to execute such documents and instruments as Agent may in his sole discretion consider appropriate in order to convert any of the Company's immovable property to a condominium regime, which documents and instruments shall include, but not be limited to the following: a condominium declaration, public offering statement, articles of incorporation for the condominium association, and modification of mortgage;
- (5) to execute such documents and instruments as Agent may in his/her/its sole discretion consider appropriate in order to effectuate any of the matters described herein, any or all of which may contain such terms and provisions, including but not limited to a *pact de non alienando*, a due on sale clause, a confession of judgment, and other customary Louisiana acquisition, disposition, or security clauses, as the said Agent may in his/her/its sole discretion consider appropriate, and which documents and instruments may include but are not limited to one or more promissory notes, loan agreements, construction loan agreements, disbursement agreements, security agreements, pledges, financing statements, cross-collateralization agreements, cross-default agreements, mortgages, conditional or collateral assignments, guaranties, agreements of subordination, assignment of contracts and rights, acknowledgments, ratifications, guaranties, agreements for sale, acts of sale, bills of sale, other instruments of conveyance or disposition, servitude agreements, leases, condominium documents, construction contracts, architectural contracts, design contracts, partnership documents, corporate documents, limited liability company documents, assignments, escrow agreements, receipts, or affidavits, and any other document which Lenders, or any of them, may deem necessary or desirable, any or all of which may contain such terms and provisions as the said Agent may in his/her/its sole discretion consider appropriate; and
- (6) generally to do any and all other acts that the said Agent may in his/her/its sole discretion consider appropriate in order to effectuate any of the matters described herein, all upon such terms and conditions as the Agent may in his/her/its sole discretion consider appropriate, and all pursuant to such documents and instruments, containing such clauses and provisions, as the said Agent may in his/her/its sole discretion consider appropriate;

Baptiste F. Chisesi, Sr., in his capacity as Certifying Official of the Company pursuant to La. R.S. 1305(c)(5), executes this Certificate for the purpose of certifying to the authority of the Agent as above described.

This Certificate is effective as of July 21, 2004.

  
BAPTISTE F. CHISESI, SR., Certifying  
Official