

**SECRETARY'S CERTIFICATE  
OF RESOLUTIONS OF MEMBERSHIP AND  
SECRETARY CERTIFICATE OF  
RESOLUTIONS OF EXECUTIVE COMMITTEE  
OF  
BENNER COMMERCE PARK OWNERS ASSOCIATION, INC.  
a Pennsylvania nonprofit corporation**

The undersigned, being the Secretary of Benner Commerce Park Owners Association, Inc., a Pennsylvania nonprofit corporation (the “**Corporation**”), hereby certifies that the following Resolutions were duly adopted by both the Members and Executive Committee of the Corporation at a joint meeting held on December 9, 2024, in full compliance with the Corporation’s Bylaws, and are in full force and effect as of the date hereof:

**NOW, THEREFORE, BE IT RESOLVED**, that the Corporation authorizes and approves the **Declaration of Partial Termination and Abandonment of the Stormwater Management Easement and Maintenance Agreement** in substantially the form attached hereto as “Exhibit A”, and authorizes and directs the President and/or Secretary of the Corporation to execute the same and to deliver it for recording at the time specified below;

**RESOLVED FURTHER**, that the Corporation authorizes and approves the **Declaration of Termination and Abandonment of Stormwater Management Easement** in substantially the form attached hereto as “Exhibit B”, and authorizes and directs the President and/or Secretary of the Corporation to execute the same and to deliver it for recording at the time specified below;

**RESOLVED FURTHER**, that the Corporation authorizes and approves the **Declaration of Termination and Abandonment of the Permanent Easement Agreement** in substantially the form attached hereto as “Exhibit C”, and authorizes and directs the President and/or Secretary of the Corporation to execute the same and to deliver it for recording at the time specified below;

**RESOLVED FURTHER**, that the Corporation authorizes and approves the **Stormwater and Vehicular Access Easement** in

substantially the form attached hereto as "Exhibit D", and authorizes and directs the President and/or Secretary of the Corporation to execute the same and to deliver it for recording at the time specified below;

**RESOLVED FURTHER**, that the Corporation authorizes and approves the **Declaration of Permanent Stormwater Access and Maintenance Agreement** in substantially the form attached hereto as "Exhibit E", and authorizes and directs the President and/or Secretary of the Corporation to execute the same and to deliver it for recording at the time specified below;

**RESOLVED FURTHER**, that the Corporation authorizes and approves the **Stormwater Improvements and Temporary Grading Easement** in substantially the form attached hereto as "Exhibit F", and authorizes and directs the President and/or Secretary of the Corporation to execute the same and to deliver it for recording at the time specified below;

**RESOLVED FURTHER**, that the Corporation authorizes and approves the **Traffic Signal and Sidewalk Easement** in substantially the form attached hereto as "Exhibit G", and authorizes and directs the President and/or Secretary of the Corporation to execute the same and to deliver it for recording at the time specified below;

**RESOLVED FURTHER**, that the Corporation authorizes and approves the **Letter from Owners Association regarding approval of the Stormwater Improvements easements** in substantially the form attached hereto as "Exhibit H", and authorizes and directs the President and/or Secretary of the Corporation to execute the same and to deliver it at the time specified below;

**RESOLVED FURTHER**, that the documents approved pursuant to the foregoing Resolutions (the "**Approved Documents**") shall be effective only upon execution of the Approved Documents by all parties thereto;

**RESOLVED FURTHER**, that the President and/or Secretary may deliver the Approved Documents to a title company or other escrow agent approved by the President and/or Secretary to hold pending satisfaction of the conditions set forth in the preceding paragraph;

**RESOLVED FURTHER**, that the President and/or Secretary be and hereby are authorized to make or approve the following

modifications to the Approved Documents: (i) administrative changes including, without limitation, insertion of dates, cross references, and recording information; (ii) correction of typographical or other errors; (iii) conforming the Approved Documents to the administrative requirements of the Centre County Recorder's Office or governmental authorities responsible for approving the development of Lots 4, 12, and 14; and (v) conforming the Approved Documents and exhibits thereto to the facts as they exist on the date of full execution and/or recording, it being understood that due to delays between approval and execution and/or recording, changes may occur in ownership of Lots, physical conditions within the Park (including common facilities), permitting requirements (and resulting design modifications), laws, rules, regulations and ordinances, and other matters, and that Approved Documents should accurately reflect the facts as they exist on the date of execution and/or recording;

**RESOLVED FURTHER**, that the authority to modify Approved Documents granted pursuant to the foregoing Resolution shall not extend to material modifications of the rights or obligations of the Corporation under the Approved Documents unless approved by subsequent Resolution of the Executive Committee;

**RESOLVED FURTHER**, to the extent required by the Declaration or Bylaws, consent is hereby granted to the owner of Lots 4, 12, and 14 to relocate the emergency access easement servicing Lot 4 and to grant a Sidewalk Easement over Lot 12 on such terms and conditions as the parties to such grants and agreements may agree, provided such consent shall not obligate the Corporation to incur any obligation or liability except existing obligations (if any) set forth in the Declaration or Bylaws;

**RESOLVED FURTHER**, that the unanimous consent of the Members approving the Declaration and Bylaws (as evidenced by the Secretary's Certificate dated June 11, 2024) and the Declaration and Bylaws adopted thereby are hereby ratified and remain in full force and effect; and

**FINALLY RESOLVED**, that if the Approved Documents are not recorded within one (1) year of the date hereof, these Resolutions shall be null and void unless ratified by the Executive Committee.

In witness whereof, I have executed this Secretary's Certificate on December 9, 2024.



Secretary

Print Name: Ely Mantz