

**ORDINARY GENERAL ASSEMBLY MINUTES,
OF THE CIVIL ASSOCIATION DESCANSO HOMES A.C.**

Being nine hours of the day September 19th of the year two thousand and fifteen, meeting at the premises of the Fraccionamiento Descanso Clubhouse, with legal address located at Carretera Ensenada-Tijuana km 55.4, Municipality of Playas de Rosarito, in order to celebrate the Ordinary General Assembly of co-owners of the civil association DESCANSO HOMES A.C. to which were duly called by the Board of Directors, according to publication dated August 19, 2015, where the following items of the agenda were discussed.

AGENDA

- 1. Legal Quorum Statement and Installation of the Assembly.**
 - 2. Appointment of scrutineers.**
 - 3. Reading and approval of the Agenda.**
 - 4. Reading and approval of the Minutes of Previous Assembly.**
 - 5. Election Process of the Surveillance Committee Titular and Alternate members.**
 - 6. Election Process of the 2 Board positions.**
 - 7. Election of the President by the Assembly.**
 - 8. Presentation and Approval the Financial Report by the Treasurer.**
 - 9. Closing Report of the Board for the 2013-2015 period.**
 - 10. PROMOCASA Reports.**
 - 11. General.**
 - 12. Appointment of delegates, closing and lifting Assembly Act.**
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1. **Legal Quorum Statement and Installation of the Assembly.-** In this meeting, and by unanimous agreement of the members present, chaired by Mr. Sergio Ramirez de la Mora Assembly in his capacity as President of the Board and Ms. Eve Duran in his capacity as secretary.
 2. **Appointment of Scrutineers.-** In order to verify the legal and statutory quorum, the Assembly appointed as tellers to **Rosa Espinoza Leal y Elizabeth Gonzalez**, after accepting their positions, and reviewing the relevant documents, they prepared the attendance register. Calls for initiation of assembly were held on the premises of the clubhouse, the first call promptly at nine hours, declared void for lack of quorum, the second call promptly at nine thirty hours, declared void for lack of quorum, and carrying out a third call in point of ten hours., monitoring attendance lists, signed by the **58 associates registered, of which 10 homeowners sent on their behalf** annexing documents for proper registration, all they are current in paying their maintenance fees. The homeowners, who had some debt, had the opportunity to make their payments, prior to the start the assembly. Therefore according to the law and the regulations in third call the Assembly declared legally installed.
 3. **Reading and approval of Agenda.-** Mr. Sergio Ramirez in his capacity as Member of the Board, commented that information related to the Assembly, was previously sent to all owners electronically; and delivered printed in your registry for holding this event. Subsequently it voted

for approval of the agenda, to which the two Scrutineers confirm the approval of the Assembly by unanimous votes.

4. **Reading and Approval of the Minutes of Previous Assembly.-** Mr. Sergio Ramirez in his capacity as Member of the Board, commented that information related to the Assembly, was previously sent to all owners electronically; and delivered printed in your registry for holding this event. Subsequently it voted for approval of the Ordinary General Assembly Minutes held on May 23, 2015, to which the two Scrutineers confirm the approval of the Ordinary General Assembly Minutes held on 23 May 2015 by unanimous votes.

5. **Election Process of the Surveillance Committee Titular and Alternate members.-** Mr. Sergio Ramirez in his capacity as Member of the Board, unveiled the antecedent of the meeting and a brief description of the purpose and development of it.
Voluntary participation of the present homeowners were required to choose two candidates, explaining that the function of the Surveillance Committee is to observe the good performance of the Board and the responsibilities that are acquired; offering themselves as candidates Messrs. Antonio Patiño and Juan Espinoza. Thereafter was carried out the voting, to which the two Scrutineers confirm the approval of the Assembly of the Messrs. Antonio Patiño and Juan Espinoza as members of the Surveillance Committee by unanimous votes, without being specified who would be the Titular, and who would be Alternate.

Mr. Pedro Meneses said a few words of thanks to those present for the trust, also said had been present in the majority of the meetings of the Board, which could participate and vote on the decisions taken in his period as Titular of the Surveillance Committee.

6. **Election Process of the 2 Board positions.-** Mr. Ramirez proceeded to explain to attendees that this year finish their period Oscar Guerra and Sergio Ramirez, as well as the method of choice of the three candidates nominated to be members of the Board previously announced in Information for this Assembly.
One of the attendants (C-18 Maximiliano Ruelas) proposed changing the entire Board without cause; another homeowner (A-10 Ma. Elena Fragoso) said that she wants to know more about the 3 candidates (referring to rumors that one of them had antecedents) asked how to ensure that these people are honorable, was explained that were required to the candidates to present sentry card or a letter of no criminal record. Sergio Ramirez apologized to Mr. Antonio Pasten for comments made about his person. Another participant (C-13 Raymond Yule) mentioned that currently does not have a specific requirements regulation to verify that the candidate; prove to be honest people to be members of the Board. An assistant (A-16 Rolando Valenzuela) proposed that if no objection, candidates are presented.
Thereafter was proceeding to the personal presentation of each of the three candidates, vacancies and the election process. Clearing the doubts and making the clarifications by the candidates. It was carried out by ballot in which each Homeowner chose two of the three candidates which were proposed.
Those present are informed by the Secretary Eve Duran and the two Scrutineers Rosa Espinoza y Beatriz Gonzalez, the counting of votes finished as follows: **Pablo Bravo 57 votes, Sergio Ramirez 33 votes, Jose Antonio Pasten 24 votes.**
RESOLVED: As a result of the voting are named Mr. Pablo Bravo and Sergio Ramirez de la Mora as members of the Board.

7. **Election of the President by the Assembly.-** It was carried out by ballots in which each Homeowner wrote down the name of one of the two candidates which was proposed. **RESOLVED:** The position of President being represented by Pablo Bravo with 29 votes (Sergio Ramirez 26 votes).
8. **Presentation and Approval of the Financial Report by the Treasurer.-** This item was voted, obtaining 36 votes as YES to approve the Financial Report, and 1 vote as NOT approve the Financial Report of Mr. Maximiliano Ruelas without explaining the reason.
9. **Closing Report of the Board for the 2013-2015 period.-** This document like the above will be elaborated in coordination with the new members of the Board, and subsequently released to the homeowners by whatever means will be agreed.
10. **PROMOCASA Reports.-** On behalf of Javier Oliver, Mr. Saul Saucedo read the Promocasa Report :
Sales
2015 began with an inventory of 38 houses which:
 - 33 are sold (11 deeded and 22 deed processes from September to December)
 - 4 chosen by buyers
 - 1 Available

Home guarantees

It continues to serve requests for guarantees through the process of applying for review in writing by the HOA office. Guarantees are addressed in the order in which are received and are progressing according to the customer availability in giving us access to their homes and the complexity of it.

Clubhouse

Promocasa decided to use the proposed project and gave us HOA, which is 90% of the Executive Project, with completion date to September 30. It shall be budgeted in October, to schedule a meeting and review the scope of Promocasa and HOA, because the project exceeds in size compared to that Promocasa had initially considered.

Driveway to the Church

The access road from Descanso to the church is finished. Is pending coordinate the use through controlled access to prevent outsiders who are not residents of Descanso and Santana Group use the road.

Condominiums

The condominium project in *Privada* Islay will be presented in October.

Endless Sunset Festival

To continue the tradition of the Wine Festival, this year the concept takes a turn adopting craft beer, and including "*La Guerrerense*" toasts. The event will be held on October 10th and tickets can be purchased with Jannette Mateos in the HOA office, Saul Saucedo at the sales office or online www.superboletos.com

For any requests or concerns you can contact me directly to javier.oliver@promocasa.com.mx or by cell phone (686) 946 5426.

11. **General.-** This item was not carried out by polemic in the elections, having been absent 40% of the attendees.

12. **Appointment of delegates, closing and lifting Assembly Act.-** No further business, is approved in all and each of its parts this Act, and stated that members were present from initiation to completion of the same was done, as well as at the time of take every one of the resolutions adopted, providing time to formalize the Minutes, and annex the agenda that was sent to Associates, and the attendance lists. Also, in this act it is instructed by the Board to Jannette Mateos Bernal, as Delegate to be responsible for processing the total or partial logging of Minutes of this Assembly, before the Notary Public of their choice and the registration process of the Testimony, that effect is issued in the Public Registry of Property and Commerce corresponding, who accepts this assignment.

The Assembly concluded at 13:35 hours of the day September 19, 2015.

Signed in accordance.-

Sergio Ramírez de la Mora.- Assembly President

Eve Duran.- Secretary

Beatriz Gonzalez.- Scrutineer

Rosa Espinoza.- Scrutineer

Eliahu Barak.- Council