

**TERRAVISTA LAKES, LLC**

**Written Consent of Members**  
**in Lieu of a Meeting**

The undersigned, being all of the Members of TerraVista Lakes, LLC, a Texas limited liability company (the “*Company*”), hereby execute this written consent of the Members in lieu of a meeting (this “*Consent*”) to evidence their approval of the matters addressed herein:

**WHEREAS**, pursuant to Section 6.7(j) of the Amended and Restated Limited Liability Company Agreement of TerraVista Lakes, LLC (the “*LLC Agreement*”), the Members of the Company must authorize the sale, assignment, transfer or other disposition of any property of the Company to the extent that the compensation to be received by the Company therefor does not equal or exceed the Minimum Sales Price therefor;

**WHEREAS**, any capitalized term used but not defined in this Consent shall be defined as in the LLC Agreement;

**WHEREAS**, the Administrative Member has recommended to the Members that the Company gift, donate, grant and convey for public purposes that certain property as depicted on Exhibit A attached hereto and incorporated herein (the “*Property*”) to Fort Bend County, Texas (the “*County*”) by Donation Deed (the “*Deed*”), a form of which has been reviewed by the Members;

**WHEREAS**, the Members deem it advisable and in the best interest of the Company to gift and donate the Property to the County in accordance with the Deed;

**NOW THEREFORE, BE IT RESOLVED**, that Clinton Wong and Randall Wong, each in his capacity as an officer of Amerifirst Corporation, general partner of Aylesbury, Ltd., in its capacity as Administrative Member (each an “*Authorized Officer*”), be, and by this resolution each hereby is, authorized, empowered, and directed to execute and deliver, without the joinder of any other person, all documents necessary to gift, donate, grant and convey the Property to the County and otherwise in accordance with the Deed, in the name of and on behalf of the Company; and

**BE IT FURTHER RESOLVED**, that any Authorized Officer be, and each Authorized Officer hereby is, authorized, empowered and directed to execute and deliver any other document necessary to consummate the transaction contemplated by this Consent, including, without limitation, the Deed, without the joinder of any other person, in the name and on behalf of the Company, the execution of such documents by such Authorized Officer to be conclusive evidence of the Authorized Officer's approval for and in the name of and on behalf of the Company of such documents;

**BE IT FURTHER RESOLVED**, that any and all acts of any Authorized Officer (taken prior to or after the adoption of these resolutions) in furtherance of the transaction contemplated by these resolutions, are by this resolution ratified, affirmed, approved and adopted in all respects as the valid and binding acts of the Company if otherwise in compliance with these resolutions; and

**BE IT FURTHER RESOLVED**, that any and all acts of APTIM, in its capacity as Accounting Member and Aylesbury, Ltd., in its capacity as Administrative Member (taken prior to or after the adoption of these resolutions) in furtherance of the transactions contemplated by these resolutions, are by this resolution ratified, affirmed, approved and adopted in all respects as the valid and binding acts of the Company.

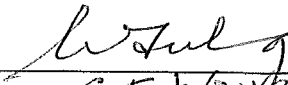
[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned have executed this Unanimous Written Consent of Members in Lieu of a Meeting as of the latest date set forth below next to each signature of the Members.


**MEMBERS:**

**AYLESBURY, LTD.**, a Texas limited partnership

By: Amerifirst Corporation, a Texas corporation, its general partner

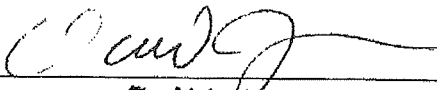
By:   
Name: CF Wong  
Title: PRESIDENT  
Date: 9-25, 2019

**APTIM**

By:   
Name: Bradley T. Love  
Title: Executive VP and CFO, Lendbak Properties LLC  
Date: 8-26, 2019

**MERITAGE HOMES OF TEXAS JOINT VENTURE HOLDING COMPANY, L.L.C.**, a Texas limited liability company

By: Meritage Homes of Texas LLC, an Arizona limited liability company, its sole member

By:   
Name: David Jordan  
Title: Sr. Vice President of Land  
Date: 8/23, 2019

# EXHIBIT A

Bellaire Boulevard Remainder  
0.7740 Acre

Benjamin Orsburn Survey  
Abstract No. 390

STATE OF TEXAS        §

COUNTY OF FORT BEND §

A **METES & BOUNDS** description of a certain 0.7740 acre tract of land situated in the Benjamin Orsburn Survey, Abstract No. 390 in Fort Bend County, Texas, being out of the remainder of a called 1095.0 acre tract of land conveyed to Terra Vista Lakes, LLC recorded in Clerk's File No. 2006064288 of the Fort Bend County Official Public Records; said 0.7740 acre tract being more particularly described as follows with all bearings being based on the Texas Coordinate System of 1983, South Central Zone;

**BEGINNING** at a found 3/4-inch iron rod (with cap stamped "Jones|Carter Property Corner") at the southwest corner of Lakeview Retreat Section 1, plat of which is recorded in Plat No. 20180113 of the Fort Bend County Plat Records being in the northerly line of proposed Bellaire Boulevard, from which a found 5/8-inch iron rod (with cap stamped "Jones|Carter Property Corner") bears South 76°11'08" East, 93.18 feet for the southeast corner of Restricted Reserve "C" of said Lakeview Retreat Section 1, common with the southwest corner of Restricted Reserve "B" of said Lakeview Retreat Section 1;

THENCE, South 37°59'42" West, 51.50 feet to a point for corner;

THENCE, North 77°20'53" West, 148.65 feet to a point for corner at the beginning of a non-tangent curve to the left;

THENCE, along the arc of said non-tangent curve to the left having a radius of 1000.00 feet, a central angle of 00°57'46", an arc length of 16.80 feet, and a long chord bearing North 76°40'01" West, 16.80 feet to a point for corner at the beginning of a compound curve to the left being in the centerline of proposed Bellaire Boulevard;

THENCE, along proposed centerline and the arc of said compound curve to the left having a radius of 2000.00 feet, a central angle of 14°02'39", an arc length of 490.24 feet, and a long chord bearing North 84°10'13" West, 489.01 feet to a point for corner in the easterly line of Harlem Road (60' right-of-way) no dedication found;

THENCE, North 02°03'06" West, along said easterly line, 74.84 feet to a point for corner;

THENCE, South 46°55'34" East, 35.79 feet to a point for corner at the beginning of a non-tangent curve to the right;

THENCE, along the arc of said non-tangent curve to the right having a radius of 2050.00 feet, a central angle of 13°21'33", an arc length of 477.98 feet, and a long chord bearing South 83°49'40" East, 476.90 feet to a point for corner at the beginning of a compound curve to the right;


THENCE, along the arc of said compound curve to the right having a radius of 1050.00 feet, a central angle of 00°57'46", an arc length of 17.64 feet, and a long chord bearing South 76°40'01" East, 17.64 feet to a point for corner;

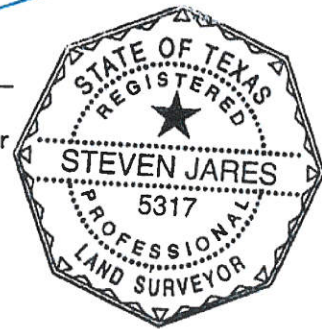
Bellaire Boulevard Remainder  
0.7740 Acre

Benjamin Orsburn Survey  
Abstract No. 390

THENCE, South 76°11'08" East, 169.71 feet to the **POINT OF BEGINNING, CONTAINING 0.7740** acre of land in Fort Bend County, Texas as shown on Drawing No. 12991 in the offices of Jones|Carter in Bellaire, Texas.

Jones|Carter  
6330 West Loop South, Suite 150  
Bellaire, Texas 77401  
(713) 777-5337  
*Texas Board of Professional Land Surveying*  
*Registration No. 10046100*

  
Acting By/Through Steven Jares  
Registered Professional Land Surveyor  
No. 5317  
Sjares@jonescarter.com



# CERTIFICATE OF INTERESTED PARTIES

FORM 1295

1 of 1

Complete Nos. 1 - 4 and 6 if there are interested parties.  
 Complete Nos. 1, 2, 3, 5, and 6 if there are no interested parties.

**OFFICE USE ONLY  
 CERTIFICATION OF FILING**

**1 Name of business entity filing form, and the city, state and country of the business entity's place of business.**  
 Terra Vista Lakes, LLC  
 Houston, TX United States

**Certificate Number:**  
 2019-551591

**Date Filed:**  
 10/15/2019

**2 Name of governmental entity or state agency that is a party to the contract for which the form is being filed.**  
 Fort Bend County

**Date Acknowledged:**  
 11/05/2019

**3 Provide the identification number used by the governmental entity or state agency to track or identify the contract, and provide a description of the services, goods, or other property to be provided under the contract.**  
 Bellaire Road Project  
 Land for Right of Way

4	Name of Interested Party	City, State, Country (place of business)	Nature of interest (check applicable)	
			Controlling	Intermediary

**5 Check only if there is NO Interested Party.**

**6 UNSWORN DECLARATION**

My name is \_\_\_\_\_, and my date of birth is \_\_\_\_\_.

My address is \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_.  
(street) (city) (state) (zip code) (country)

I declare under penalty of perjury that the foregoing is true and correct.

Executed in \_\_\_\_\_ County, State of \_\_\_\_\_, on the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_.  
(month) (year)

\_\_\_\_\_  
 Signature of authorized agent of contracting business entity  
 (Declarant)