

EXTRAORDINARY ASSEMBLY OF CONDO OWNERS OF THE CONDOMINIUM REGIME “EL CANTIL”, PRIVATE UNIT ONE AND PRIVATE UNIT TWO AND SUB-REGIMES EL CANTIL SOUTH TOWER AND EL CANTIL NORTH TOWER.

In the City of Cozumel Quintana Roo, at **8:00 (EIGHT HOURS WITH ZERO MINUTES)** of **JULY TWELVE, TWO THOUSAND SIXTEEN**, at **CONDOMINIO 8A SUR (ALSO KNOWN AS “PHAS”)**, located on Avenida Rafael Melgar between calle 13 y calle 15 sur de Cozumel, Condo owners of the Condominium Regime **“EL CANTIL” PRIVATE UNIT ONE AND PRIVATE UNIT TWO AND SUB-REGIMES EL CANTIL SOUTH TOWER AND EL CANTIL NORTH TOWER** gathered together for the purpose of having in **Second Call** an Extraordinary Assembly of condo owners of the Condominium. They were legally called by means of the Call issued on **June 17, Two Thousand Sixteen (Attachment A)**, in accordance to what is established in the Condominium Regulations. The call executed by the Administrator, following the instruction of **25% minimum** of the condominiums as regard their request submitted on **June 15th of 2016** in compliance with **Article 30 Fraction II Paragraph 2** of the **Ley de Propiedad en Condominio de Inmuebles del Estado de Quintana Roo (Attachment B)**, in accordance with what is established in the Condominium Regime Regulations.

Once the roll call of all condo owners is verified, as well as their legal representatives and attending proxies, whom are mentioned in the list of attendees, correctly signed and attached to the present document as **Attachment C**, they went on with the Introduction of the Special Guests for this Extraordinary Assembly. Therefore it was called to order all present and introduced as Special Guests for this Assembly the following people:

First attorney Manuel Villanueva, notary 56 of the State of Quintana Roo, and second attorney Johana Margarita Rodríguez and third Karla Mariana Rodríguez Romero as the interpreter of English-Spanish and Spanish- English.

Subsequently, the **unanimous** designation according to the vote of all present, who represent **66.2076% % (Sixty Six Point Two Zero Seven Six Per Cent)** of the votes of the undivided interest in relation to the Master Condominium, Mr. **William Mencarow** is voted as **Chairman** of the Assembly; likewise **Attorney Johana Margarita Rodríguez Romero** as **Secretary** and as Vote Tellers: **Dana Marie Clark** and **Mary Forster Schoenthaler**. After all accepted their duties, they proceeded to review the signed List of Attendees of all condo owners that are part of **“EL CANTIL” PRIVATE UNIT ONE AND PRIVATE UNIT TWO AND SUB-REGIMES EL CANTIL SOUTH TOWER AND EL CANTIL NORTH TOWER**, In accordance with the documents presented by the condo owners, to prove their identity and right to attend the present Assembly in person or by means of a legal proxy. Regarding these proxies, they are all attached to the minutes of this Assembly as **Attachment D**. The Vote Tellers validated that in this Assembly **66.2076% (Sixty Six Point Two Zero Seven Six Per Cent)** of the votes of the undivided interest in relation to the Master Condominium was represented, calculating this, according to the table of Votes of undivided interest.

Based on certification issued by the vote tellers and the Condo Regulations, the Chairman declared the Assembly legally installed in **Second Call**, making valid all the resolution herein taken, same that will be obligatory to all condominium co-owners including the absent or the ones that do not agree with such resolutions.

Following therefore, with the First Point of the Agenda:

FIRST POINT.- In fulfillment of the first point of the agenda, now they continue with the certification that there is legal quorum (attendance) for this Extraordinary Assembly, that of: **34.9463% (Thirty Four Point Nine Four Six Three Per Cent)** of the votes of the undivided interest of the South Tower Sub-Regime and **31.2613% (Thirty One Point Two Six One Three Per Cent)** of the undivided interest of the North Tower Sub-Regime; and in relation to the Master Condominium “El Cantil” is that of: **66.2076% (Sixty Six Point Two Zero Seven Six Per Cent)**.

Therefore, It is established by this Assembly, that the undivided interest of Both Towers (North and South) in relation to the Master Condominium of 66.2076% (Sixty Six Point Two Zero Seven Six Per Cent) is the one that will be used to make all decisions of the present Assembly.

Each condo owner will have the right to a number of votes equal to the percentage of undivided interest of his unit in relation to the Master Condominium. The distribution of votes for each unit, regarding the percentages of undivided interest will be the following:

Condos in SOUTH TOWER	Condo-Owner	Undivided Interest %	Undivided Interest % in relation to the Master Condominium El Cantil
L-A	El CANTIL CONDOMINIOS SA DE CV (Alan Craig Dannerman Sirmai)	4.9297	2.203
L-B	Fideicomiso-SOL Y LUNA INVESTMENTS LLC (DAVID WILLIAM AHRENDSEN)	3.6099	1.6132
L-C	Fideicomiso- LCS UNIT LLC (SIDNEY CHARLES STOLPER)	5.3936	2.4103
3-A	Fideicomiso- DANIEL JOSEPH y COLEEN FYE KLIETHERMES	4.9959	2.2326
3-B	Fideicomiso- CHRISTOPHER MICHAEL y CAROLYN JANE SUTTON	3.771	1.6852
3-C	El CANTIL CONDOMINIOS SA DE CV (BOBBY FREEMAN Y PETER POOLOS)	5.1875	2.3182
4-A	MAÑANA 4A EL CANTIL SUR S. R.L. de C.V. (Rep. Javier Villalobos)	4.8817	2.1815
4-B	Fideicomiso-EL CANTIL 4B LLC (Charles Bud Corkin)	3.8892	1.738
4-C	Fideicomiso- CASA TROPICAL LLC (GARY ROBERT GOMOLA)	5.2272	2.3359
5-A	Fideicomiso-EL CANTIL 5AS LLC (Jack William Musser)	4.8888	2.1847
5-B	Fideicomiso- JAIME ALBERTO OLMO Y NORMA IRIS PEDRAZA	3.897	1.7415
5-C	Fideicomiso-JONATHAN EUGENE HOLTER y DORIS MARINA HOLTER	5.2296	2.337
6-A	Fideicomiso-FRANCIS BERNARD DOONAN	4.8978	2.1887
6-B	Fideicomiso-EL CANTIL 6BS PROPERTIES LLC (GREGORY NATHAN HANSON)	3.81	1.7026
6-C	Fideicomiso-TMJE PROPERTIES LLC (JOHN WEISSERT)	5.3001	2.3685
7-A	Fideicomiso- 7ASURCANTIL LLC (WILLIAM JOSEPH MENCAROW)	5.0521	2.2577
7-B	Fideicomiso- EL CANTIL 3BN LLC (GORDON LA VAN SWANSON JR)	3.9043	1.7447

7-C	GUSTAVO VILDOSOLA RAMOS	5.2138	2.3299
8-A	Fideicomiso- PHAS EL CANTIL LLC (JOSEPH CIOTTI y ALLAN LEWIS)	6.6082	2.953
8-B	Fideicomiso- EL CANTIL PHB LLC (Dana Clark)	2.5197	1.126
8-C	Wynston Albert Dearboy Dannerman Dominguez, Emilee Ilene Dannerman Melendez y Ayden Marshall Dannerman Melendez (2do y 3ro representados por Saby Karina Melendez Chan)	6.7929	3.0356

Condos in NORTH TOWER	Condo-Owner	Undivided Interest %	Undivided Interest % in relation to the Master Condominium El Cantil
--------------------------------------	--------------------	---------------------------------	---

L-A	Fideicomiso- WILLIAM MARTIN y HEATHER LYNE BRYAN	2.7636	1.5286
L-B	Fideicomiso- LYNN SUSAN y MARK EDWARD KAY	2.1308	1.1786
L-C	Fideicomiso-JEFFERY ALAN JOZWIAK y SARAH SHAUGHNESSY JOZWIAK	2.1817	1.2068
L-D	Wynston Albert Dearboy Dannerman Dominguez, Emilee Ilene Dannerman Melendez y Ayden Marshall Dannerman Melendez (2do y 3ro representados por Saby Karina Melendez Chan)	3.4149	1.8888
2-A	Fideicomiso- ROBERT WALTER y MARY FORSTER SCHOENTHALER	4.2272	2.3382
2-B	Fideicomiso- JERRY ALAN y DIANE LYN JACOBS	3.2637	1.8052
2-C	EI CANTIL CONDOMINIOS SA DE CV	3.5451	1.9609
3-A	Fideicomiso- PURISCH PROPERTIES LLC (ARNOLD y ELLEN PURISCH)	4.2272	2.3382
3-B	Fideicomiso- EL CANTIL 3BN LLC (GORDON LA VAN SWASON JR.)	3.2637	1.8052
3-C	Fideicomiso- JOAN HILDA Y GEORGE JOHN BACZYNSKI	3.5451	1.9609
4-A	Fideicomiso- JOHN WARD THOMAS	4.2272	2.3382
4-B	Fideicomiso- THE SMITH AND WENSVEEN VACATION RENTAL LLC (EARL LEO SMITH III y JANICE SMITH)	3.2637	1.8052
4-C	Fideicomiso- KANDY JEAN STAHL	3.5451	1.9609
5-A	Fideicomiso- JEAN MARIE BRILL y MICHAEL JON BRILL	4.2272	2.3382
5-B	RAMON VILLANUEVA LOPEZ	3.2637	1.8052
5-C	Fideicomiso- ROBERT LEE BALGENORTH, MICHAELA EDITH ELLA BALGENORTH y SIDNEY CHARLES STOLPER	3.5451	1.9609
6-A	EI CANTIL CONDOMINIOS SA DE CV	4.2272	2.3382
6-B	Fideicomiso- THOMAS RICHARD KIECKHAFFER y TRISHA LEE KIECKHAFFER	3.2637	1.8052
6-C	Fideicomiso- ELCANTIL 6CN LLC (DANIEL CLARK KENNY)	3.5451	1.9609
7-A	Wynston Albert Dearboy Dannerman Dominguez, Emilee Ilene Dannerman Melendez y Ayden Marshall Dannerman Melendez (2do y 3ro representados por Saby Karina Melendez Chan)	3.0013	1.6601
7-B	Fideicomiso- REGINA BONESO y ROBERT MITCHELL BONESO	2.0337	1.1249

7-C	Wynston Albert Dearboy Dannerman Dominguez, Emilee Ilene Dannerman Melendez y Ayden Marshall Dannerman Melendez (2do y 3ro representados por Saby Karina Melendez Chan)	2.2714	1.2563
7-D	Wynston Albert Dearboy Dannerman Dominguez, Emilee Ilene Dannerman Melendez y Ayden Marshall Dannerman Melendez (2do y 3ro representados por Saby Karina Melendez Chan)	3.5584	1.9682
8-A	EL CANTIL CONDOMIINOS SA DE CV	4.2272	2.3382
8-B	Wynston Albert Dearboy Dannerman Dominguez, Emilee Ilene Dannerman Melendez y Ayden Marshall Dannerman Melendez (2do y 3ro representados por Saby Karina Melendez Chan)	3.2637	1.8052
8-C	Fideicomiso-CANTIL COZUMEL LLC (PAUL ERHARD)	3.5451	1.9609
9-A	Emilee Ilene Dannerman Melendez y Ayden Marshall Dannerman Melendez (representados por Alan Craig Dannerman)	6.9624	3.8511
9-B Rest	Wynston Albert Dearboy Dannerman Dominguez, Emilee Ilene Dannerman Melendez y Ayden Marshall Dannerman Melendez (2do y 3ro representados por Saby Karina Melendez Chan)	5.4658	3.0233

It is indicated that from all the units that are part of the aforementioned table, the following units are ABSENT: **LAS, 3CS, 5AS, 8CS, LDN, 2CN, 6AN, 6CN, 7AN, 7CN, 7DN, 8AN, 8BN, 9AN and 9B Restaurant.**

Subsequently, it is manifested that the aforementioned units are in breach of **Article 14 of the El Cantil Condominium Regime**. It is explained to all whom are present that **Mr. Peter Charles Poolos** along with his future co-owner **Mr. Freeman**, wanted to sign the List of Attendees under their future Unit: **3CS**, with the sole purpose of voting in the present Assembly. **It is noteworthy that Unit 3CS is under selling process**, therefore, the unit is still legally owned by the legal entity denominated: **El Cantil Condominios S.A. de C.V.**; whose representative(s) did not attended the Assembly. It is for this reason that it is not permitted for **Mr. Peter Charles Poolos** along with his future co-owner **Mr. Freeman**, to sign in the List of Attendees or vote in the present Assembly. However this Assembly allows these two future owners to remain in this Assembly as observers.

This point is approved with a **unanimous vote** of all present that represent **66.2076% (Sixty Six Point Two Zero Seven Six Per Cent)** of the votes of the undivided interest in relation to the Master Condominium, it is approved as it was described earlier in the present document.

SECOND POINT.- In fulfillment of point II of the Agenda, once discussed about the election of Chairman, Secretary and two Vote Tellers, with a **unanimous** vote of those who represent **66.2076% (Sixty Six Point Two Zero Seven Six Per Cent)** of the votes of the undivided interest in relation to the Master Condominium, this point is approved as it was described earlier in the minutes: **Mr. William Mencarow** as **Chairman** of the Assembly; likewise, **Attorney Johana Margarita Rodriguez Romero** as **Secretary** and as Vote Tellers: **Dana Marie Clark** and **Mary Forster Schoenthaler**.

This point is approved with a **unanimous vote** of all present that represent **66.2076% (Sixty Six Point Two Zero Seven Six Per Cent)** of the votes of the undivided interest in relation to the Master Condominium.

THIRD POINT.- In fulfillment of point III of the Agenda, the Chairman of the Assembly, **Mr. William Mencarow** declares that the Assembly is legally installed in **second call**, that the vote tellers certified the Signed List of Attendees of Condo Owners that are present in person or by means of a legal proxy, in accordance with the fulfillment of the First Point. And he reminds everyone that this Assembly has established that the undivided interest of Both Towers (North and South) in relation to the Master Condominium "El Cantil" of **66.2076% (Sixty Six Point Two Zero Seven Six Per Cent)** is the one that will be used to make all the decisions, in accordance with the First Point.

The Assembly approves this point with a **unanimous vote** of those present that represents **66.2076% (Sixty Six Point Two Zero Seven Six Per Cent)** of the votes of the undivided interest in relation to the Master Condominium.

FOURTH POINT.- In fulfillment of point IV of the Agenda, the Chairman reads the Agenda proposed for the present Assembly, same that is transcribed as follows:

AGENDA

- I. Verification of Attendance list which will verify the presence of the co-owners present, representatives or legal proxies and the number that each one represents computed in accordance to its undivided interest. This will be done per Sub Regime and Master Regime.
- II. Appointment of Assembly Chairperson, Secretary and two vote tellers.
- III. Declaration by the Assembly Chairperson that the meeting is duly and legally installed in accordance with the regulations.
- IV. Reading of the Agenda.
- V. Discussion and/or approval of the ratification of the Minutes of the Extraordinary Assembly of June 3, 2016.
- VI. Discussion and vote regarding property usage.
- VII. Discussion and vote regarding the reinstatement of Unit 9B-Rest North, back to its original state.
- VIII. Discussion and vote regarding the reinstatement of Unit 9A- North of El Cantil Condominiums.
- IX. Discussion and vote regarding the reinstatement of the 7th floor of El Cantil North Tower to its original state.
- X. Discussion and vote regarding the adoption of a Rule and Regulation prohibiting marketing, advertising, soliciting for, and selling of timeshares at El Cantil Condominiums.
- XI. Discussion and vote regarding Hotel Certifications of El Cantil Condominiums.
- XII. Discussion and vote regarding reimbursement of land payments as per the land to the north of El Cantil.
- XIII. Discussion and vote regarding subdivision of units.
- XIV. Discussion and vote regarding the addition of a line item in the budget to cover legal fees.
- XV. General Matters.
- XVI. Designation of Special Agent who will cause a formal record of the Assembly minutes before a Public Notary as well as registration of respective record before the Public Registry of Deeds and Commerce in Cozumel.
- XVII. Approval of the person assigned to Draft the minutes, discussion, reading and approval of the respective minutes.
- XVIII. Adjournment

After the Agenda is discussed, it is approved with a **unanimous vote** of all present that represent **66.2076% (Sixty Six Point Two Zero Seven Six Per Cent)** of the votes of the undivided interest in relation to the Master Condominium, as it has developed in these minutes.

FIFTH POINT.- In fulfillment of point V of the Agenda, the Chairman of the Assembly manifests, that it is of utmost importance to ratify the Minutes of the Extraordinary Assembly held in June 3rd, 2016. Therefore, it is remembered to all present the important points occurred in that Assembly.

Mr. William Martin Bryan takes the floor in order to address several questions the VC has received from the June 2016 Assembly regarding the approved Vote on the Agenda on Point XV under number 15 of such Assembly Minutes. To be clear, this motion was issued by **Mr. Earl Leo Smith III** and it reads as follows:

“to modify the arch of the Unit **9-B Rest** in the North Tower, on the Ocean side (the solid wall where the Prima Kitchen used to be) so that it is returned its original design, in no later than 60 days and the costs to be covered in their entirety by the owner of that unit.”

Mr. William Martin Bryan proceeds to explain that a lot of owners are demanding more explanation regarding this remodel, on behalf of the Vigilance Committee he submits the following picture in which it is shown that the glass window is an integral part of “the arch” in order to answer the questions regarding what the “original design” of the area was?

It is mentioned that changes are to commence in accordance with the restoration to match the Pictures of the original architecture. By looking at the clear photo the Assembly can appreciate that there are 4 arches

A motion is issued to accept the Photos presented by Mr. Bill Bryan as an attachment to the present minutes in order to help clarify the approved Vote on Point XV, Item number 15 of the June 2016 Assembly Minutes, since the photo represents and is the “ORIGINAL architectural design of the area”.

Motion presented by **Mr. William Martin Bryan** is approved by **unanimous** vote of the present members representing **66.2076% (Sixty Six Point Two Zero Seven Six Per Cent)** of the votes of the undivided interest in relation to the Master Condominium, in order to accept the photography exposed as a clarification of the approved voting done in the June 2016 Assembly.

Once **Mr. Bryan’s** motion was approved, the Assembly deliberates if minutes from June 3rd, 2016 Assembly should be ratified, it is submitted for voting and the Assembly decides to compel the following:

Resolution:

It is approved to ratify the Minutes of the **Extraordinary Assembly Of Condo Owners of June 3rd 2016** with a **unanimous vote** of all present that represent **66.2076% (Sixty Six Point Two Zero Seven Six Per Cent)** of the votes of the undivided interest in relation to the Master Condominium.

SIXTH POINT.- In fulfillment of point VI of the Agenda, a discussion proceeds in order to vote concerning the property use. Taking the floor **Mrs. Julie Weissert** issues the following motion:

Owners are NOT to designate their private unit (individual condo) for a usage other than the one that has been described in the Incorporation Charter of the Regime of El Cantil Condominiums. Further over that the Assembly defines Time share services defined under NOM-029-SCFI-2010 as constituting a usage contrary to our regime.

After discussion, the Assembly takes the following resolution:

Resolution:

The motion is approved with a **unanimous vote** of all present that represent **66.2076% (Sixty Six Point Two Zero Seven Six Per Cent)** of the votes of the undivided interest in relation to the Master Condominium.

SEVENTH POINT.- In fulfillment of point VII of the Agenda, a discussion proceeds in order to vote concerning the reestablishment of UNIT 9.B North (Restaurant) to its original state. Taking the floor **Mrs. Julie Weissert** issues the following motion:

Owner(s) of 9B RESTAURANT of the North Tower to immediately cease all construction works and deliver the proper permits, proof of inspection, termination of construction (TERMINACION de OBRA) ISSUED by the Municipality and other related documents to our Administrator. A reminder is being issued to such Owners of 9B RESTAURANT of the North Tower in order to comply with the following articles of the By Laws of the Regime of EL CANTIL: 19, 66, 77 and 78. Any failure in part of such owner (s) to comply with this motion will result in fines being levied for the amount of \$ 1,500.00 USD (ONE THOUSAND FIVE HUNDRED DOLLARS OF THE UNITED STATES OF AMERICA) or its equivalent starting on the 6th day following the registration of the minutes of this assembly in The Public Registry of Property and Commerce until such Unit is in compliance. With basis in Articles 47 and 65 of the By Laws of the Regime.

Resolution:

It is approved by majority of **votes** of all present that represent **97.2734% (Ninety Seven Point Two Seven Three Four Per Cent) in favor, 2.7266% (Two Point Seven Two Six Six Per cent) votes against**, of the votes of the undivided interest in relation to the Master Condominium as regards the **Present Legal Quorum**.

EIGHT POINT.- In fulfillment of point VIII of the Agenda, a discussion proceeds in order to vote concerning reestablishing **Unit 9-A North**. It is explained therefore, that the concerning unit is by no means pretended to be reestablished at this very moment, and that this Unit is the 9A North (also known as 9AN or 9A-N PENTHOUSE) of the condominiums El Cantil. The Concerning Unit has a pending penalty deriving from a vote held in the June 3rd, 2016 Assembly, which has not been paid in accordance, up to this date.

Mrs. Trisha Lee Kieckhafer takes the floor and issues the following motion in order to Deny Access to the common areas (along with all utilities/services that these areas provide) to the owner (s) of Unit 9AN, until all legal penalties have been satisfied in the amount of **\$147,399.00 Pesos (One Hundred Forty Seven Thousand Three Hundred Ninety Nine Pesos 00/100)**, amount that will keep on increasing as time keeps passing by. This motion takes as specific fundament Article 47 Letter C of the El Cantil Condominium Regime.

Before proceeding with the voting of the following motion, the future owner of Condominium **3CS**, **Mr. Peter Charles Poolos**, exhibits before this Assembly a power of attorney on his favor in order to represent the actual owner of this unit. Assembly decides to accept his presence. Therefore, after signing the List of Attendees, the vote tellers increased the **Legal Quorum** and proceed to increase the percentage from **66.2076% (Sixty Six Point Two Zero Seven Six Per Cent)** of the undivided interest in relation to the Master Condominium to the following: **68.5258% (Sixty Eight Point Five Two Five Eight Per Cent)**. This increase represents a change in the **Legal Quorum** Percentage for the South Tower, which remains according to the following: **37.2645% (Thirty Seven Point Two Six Four Five Per Cent)** of the undivided interest of the North Tower Sub-Regime; and as regards the Legal Quorum for the North Tower, there is no changes at all, it remains as mentioned at the beginning of the present Assembly.

Therefore: it is established by this Assembly that from this moment onward the percentage of the undivided interest for both Towers (North and South) in relation the Master Condominium "El Cantil" updated of 68.5258% (Sixty Eight Point Five Two Five Eight Per Cent), is the percentage that will be used for the decision making process that are still pending in the present Assembly, The Assembly accepts this **unanimously**.

Subsequently, the Assembly continues and retakes the discussion about the issued motion by **Mrs. Trisha Lee Kieckhafer** in fulfillment of the present point, the Assembly decides the following:

Resolution:

The motion issued by **Mrs. Trisha Lee Kieckhafer** is approved by majority of the present votes, that represent **97.3657% (Ninety Seven Point Three Six Five Seven Per Cent) in favor, 2.6343% (Two Point Six Three Four Three Per Cent) against**, in relation to the Master Condominium in conformity with the **Present Legal Quorum**, to deny the owner (s) of **Unit 9AN** all access to the Common Areas (including services provided by such Common Areas) as long as they do not satisfy the payment of the legal fine they owe of \$147,399.00 Pesos (One Hundred and Forty Seven Thousand Three Hundred and Ninety Nine Pesos 00/100).

NINTH POINT.- In fulfillment of point IX of the Agenda, a discussion proceeds in order to vote concerning reestablishing floor 7 of the North Tower of El Cantil into its original state.

A motion is issued to table item number IX of the Agenda, in order to verify new information received. Therefore the Assembly by unanimous decision agrees to retake this issue on another time.

TENTH POINT.- In fulfillment of point X of the Agenda, a Discussion proceeds in order to Vote concerning the adoption of a Rule in the Regime that strictly prohibits the promotion, marketing/publishing, soliciting and selling of Time Shares in the Condominiums El Cantil. **Mrs. Trisha Lee Kieckhafer** takes the floor and the following motion is pronounced:

Owners are NOT to designate their private unit (individual condo) for it to be promoted as Time Shares, either directly or through an intermediary. The offering/providing, sale, marketing, advertising or any other similarities to Time Shares is not allowed and expressly prohibited. For more explanation of Time Share services not allowed in this Condominium Regime, owners could see services defined under NOM-029-SCFI-2010 or other similar services.

The Assembly decides according to the following:

Resolution:

The motion issued by **Mrs. Trisha Lee Kieckhafer** is approved by majority of present votes that represent **97.3657% (Ninety Seven Point Three Six Five Seven Per Cent)** in favor, **2.6343% (Two Point Six Three Four Three Per Cent)** abstains, in relation to the Master Condominium in conformity with the **Present Legal Quorum**.

ELEVENTH POINT.- In fulfillment of point XI of the Agenda, a discussion proceeds in order to vote concerning Hotel Certifications in Condominiums El Cantil. **Mrs. Alison Mencarow** takes the floor and the following motion is issued: **To have the Administrator investigate the existence and impact that a Hotel Certification could have toward the Condominium Regime as well as individual owners within the Regime. The cost of such investigation is to be covered by the Regime**

The Assembly decides according to the following:

Resolution:

Motion pronounced by Mrs. **Alison Mencarow** is approved by the majority of the present owners, which in total represent **68.5258% (Sixty Eight Point Five Two Five Eight Per Cent)** of the undivided interest in relation to the Master Condominium.

TWELFTH POINT.- In fulfillment of point XII of the Agenda, a discussion proceeds in order to vote concerning return of the payments of the Lot located North of El Cantil. A motion is issued to table Point XII for another time due to the fact that new information has been received and needs to be verified. Therefore, Assembly decides by **unanimous** vote of the present owners representing **68.5258% (Sixty Eight Point Five Two Five Eight Per Cent)** of the undivided interest in relation to the Master Condominium, to leave this point for a later date.

THIRTEENTH POINT.- In fulfillment of point XII of the Agenda, a discussion proceeds in order to vote concerning the subdivision of Units. Regarding this issue it is explained to the whole

Assembly that the same point has been covered in the fulfillment of point VI previously discussed. Therefore, the session continues in fulfillment of the next point in the Agenda.

FOURTEENTH POINT.- In fulfillment of point XIV of the Agenda, a discussion proceeds in order to vote concerning the addition of a concept in the budget in order to cover Legal Fees.

Mr. William Martin Bryan issues the following motion: "I move that due to certain legal expenses incurred or that could incur, the line item named "Total Legal and Assembly Fees" in our actual 2016 approved Budget is increased from the amount previously approved of **\$300,000.00 Pesos (Three Hundred Thousand Pesos)** to the amount of **\$1,050,000.00 Pesos (One Million and Fifty Thousand Pesos)**. Therefore the 2016 Approved Budget with the applied change/increase will remain as follows, and dues with the applied changes will start in the Last Quarter of 2016:

Description/Descripción	Monthly/ Mensual MN	Annual/ Anual MN	Aprox USD monthly/ Mensual	Aprox USD annual/annual
Administration Fee/Gastos de Administracion (Pesos)	57,500.00	690,000.00	3,506.10	42,073.17
Payroll/Nomina	77,000.00	924,000.00	4,277.78	51,333.33
Bonuses and Aguinaldo / Bonos y Aguinaldo	3,800.00	45,600.00	211.11	2,533.33
Seguro, ISR, Infonavit, IVA	28,000.00	336,000.00	1,555.56	18,666.67
Uniforms/Uniformes	4,000.00	48,000.00	222.22	2,666.67
Office Equipment/Equipo de oficina	2,500.00	30,000.00	138.89	1,666.67
Office supplies/Articulos de oficina	1,000.00	12,000.00	55.56	666.67
Security/Seguridad	10,000.00	120,000.00	555.56	6,666.67
			-	
Accounting fees/Gastos de contabilidad	4,600.00	55,200.00	255.56	3,066.67
Total Legal and Assembly Fees/Gastos Legales y de Asamblea	87,500.00	1,050,000.00	4,861.11	58,333.33
Bank charges/Cargos Bancarios	250.00	3,000.00	13.89	166.67
Taxes/Impuestos	6,000.00	72,000.00	333.33	4,000.00
			-	
Federal Zone/Zona Federal	15,250.00	183,000.00	847.22	10,166.67
Pier fees / Cuotas de muelle	1,600.00	19,200.00	88.89	1,066.67
			-	
Cleaning supplies/Artículos de limpieza	5,000.00	60,000.00	277.78	3,333.33
Gardening Expenses/Gastos de Jardineria	1,500.00	18,000.00	83.33	1,000.00
Paint and paint supplies/Pintura y artículos de pintura	10,000.00	120,000.00	555.56	6,666.67
Plumbing and Electrical/Plomeria y Electricidad	15,000.00	180,000.00	833.33	10,000.00
Pool chemicals/Quimicos alberca	6,000.00	72,000.00	333.33	4,000.00
Pool repair/Reparaciones de alberca	5,000.00	60,000.00	277.78	3,333.33
Tools/Herramientas	5,000.00	60,000.00	277.78	3,333.33
TV network repair/Reparaciones de senal TV	1,500.00	18,000.00	83.33	1,000.00

Elevator monthly contract/Elevador contrato mensual	24,000.00	288,000.00	1,333.33	16,000.00
Fumigation/Fumigacion	6,000.00	72,000.00	333.33	4,000.00
Other maintenance / Mantenimiento otro	15,100.00	181,200.00	838.89	10,066.67
			-	
Electricity/Electricidad	25,000.00	300,000.00	1,388.89	16,666.67
Monthly TV network/Red de TV mensual	29,000.00	348,000.00	1,611.11	19,333.33
Water/Agua	50,000.00	600,000.00	2,777.78	33,333.33
LP Gas	20,000.00	240,000.00	1,111.11	13,333.33
Trash / Basura	5,400.00	64,800.00	300.00	3,600.00
			-	
Total Expenses	522,500.00	6,270,000.00	29,027.78	348,333.33

Resolution:

It is approved by the majority of votes from the present owners, which represent **97.3657% (Ninety Seven Point Three Six Five Seven Per Cent)** in favor, **2.6343% (Two Point Six Three Four Three Per Cent)** abstains, in relation to the Master Condominium in order to **approve** the Budget Increase.

FIFTEENTH POINT.- In fulfillment of point XV of the Agenda, the Assembly proceeds to discuss concerning the following General Affairs:

1. **Mrs. Trisha Lee Kieckhafer** issues a motion to table the discussion and vote on the Architectural Guidelines until November for review of submitted modifications by owners. All comments and suggestions should be submitted to the Architectural Control Committee before October 1st, 2016.

The Assembly approves the motion by **unanimous** vote of the present owners, which in total represent **68.5258% (Sixty Eight Point Five Two Five Eight Per Cent)** of the undivided interest in relation to the Master Condominium.

2. Discussion and vote regarding the request from the owner of **7C Sur (South)** to install new hurricane shutters on all of his windows including a pigeon abatement.

Mrs. Alison Mencarow issues a motion to allow the owner of **7C Sur (South)** install new hurricane shutters on all of his windows including pigeon abatement according to the schematics that have already been presented in the Assembly of June 2016.

Assembly **approves** the motion by **unanimous** vote of the present owners, which in total represent **68.5258% (Sixty Eight Point Five Two Five Eight Per Cent)** of the undivided interest in relation to the Master Condominium

3. **Mr. Sidney Charles Stolper** issues the following motion:

“We the Assembly present on July 12, 2016 hereby express our concern that the owner[s] absent from our Assembly willfully and purposely did not attend in order to evade the will of the Assembly and impedes its ability to act. This is a willful, intentional and purposeful breach of **Article 14** of our **By-Laws** by these owner [s]. This is witnessed by the fact that during our meeting the future owner [s] under contract of Unit **3CS** who were not allowed to sign their attendance and to vote at the beginning of the meeting subsequently contacted **Mr. Alan Craig Dannerman Sirmai**, legal representative of record of **El Cantil Condominios SA de CV** to execute a power of attorney and collect his actual signature with witnesses physically at the location of **9AN [Penthouse]**. This location is adjacent to the building where the present Assembly is being held. It should be also noted that the owners of unit **5AS** also executed a power of attorney to **Mr. Alan Craig Dannerman Sirmai** and expected **Mr. Alan Craig Dannerman Sirmai** to be present to represent their condo as a proxy, as referenced in their email submitted during these assembly hours **Attachment F**”

The Assembly approves the motion presented by **Mr. Sidney Charles Stolper** with **97.3657% (Ninety Seven Point Three Six Five Seven Per Cent)** in favor, **2.6343% (Two Point Six Three Four Three Per Cent)** against, in relation to the Master Condominium in conformity with the **Present Legal Quorum** and at the same time **“orders to add the owner email of Unit 5AS”** in the English language along with its proper Spanish translation as **Attachment F** of the present minutes.

Not having other general issues to discuss, in fulfillment of the following point, the Assembly moves to the next issue in the Agenda.

SIXTEENTH POINT.- In fulfillment of point XVI of the Agenda, the Chairman proposed as a special delegate of the Assembly **Mr. Ashley Grant Sartison**, to expedite certified copies that may be required from the present Assembly Minutes, as well as to Protocol the present Assembly Minutes and record in front of any authority if necessary the resolutions taken during this Assembly.

Mr. Ashley Grant Sartison is designated by **unanimous** vote, that represent **68.5258% (Sixty Eight Point Five Two Five Eight Per Cent)** of the undivided interest in relation to the Master Condominium, in order for this delegate to conduct any necessary or appropriate acts in order to formalize, protocolize or give effect to resolutions of this Assembly, including appearing in front of Public Notary of his choice to protocolize the present Minute and to conduct any process needed in case is necessary to attest the present Minute onto any registry.

SEVENTEENTH POINT.- In fulfillment of point XVII of the Agenda, the Assembly proceeds to discuss concerning the following motion of accepting **Attorney Johana Margarita Rodríguez Romero** as the person in charge of Writing the Minutes of the Present Extraordinary Assembly.

Therefore, **Attorney Johana Margarita Rodríguez Romero** is designated by **unanimous** vote representing the **68.5258% (Sixty Eight Point Five Two Five Eight Per Cent)** of the undivided interest in relation to the Master Condominium, to be the designated person for Writing the Minutes of the present Extraordinary Assembly.

EIGHTEENTH POINT.- In fulfillment of point XVIII of the Agenda, with no further matters to discuss, it has been concluded the with the elaboration of the present minute, the Reading of

these and once all terms were approved it was signed by the Chairman, Secretary and the assigned Vote tellers.

The following files are being Attached:

ATTACHMENT A- MEETING CALL
ATTACHMENT B- ADMINISTRATOR ASSEMBLY REQUEST
ATTACHMENT C- ATTENDANCE LIST
ATTACHMENT D- POWERS
ATTACHMENT E- ORIGINAL PHOTOGRAPHY COMING FROM THE FULFILLMENT OF
POINT V.
ATTACHMENT F- EMAIL FROM OWNERS OF UNIT 5AS.

The meeting that was held in Second Call was adjourned at 12:30 PM (Twelve Hours with Thirty Minutes), July 12th, Two Thousand and Sixteen.

CHAIRMAN

SECRETARY

Mr. William Mencarow

Attorney. Johana Margarita Rodríguez Romero

VOTE TELLER

VOTE TELLER

Mrs. Dana Marie Clark

Mrs. Mary Forster Schoenthaler