

**INITIAL RESOLUTIONS OF
MCKINLEY ANCHORAGE & MOORAGE ASSOCIATION, INC.**

The undersigned, being all of the directors of McKinley Anchorage & Moorage Association, Inc., a Wisconsin nonstock corporation, acting pursuant to section 181.0821 of the Wisconsin Statutes, unanimously adopt the following resolutions:

RESOLVED, that the bylaws of McKinley Anchorage & Moorage Association, Inc., true and correct copies of which are attached as Exhibit A, are adopted.

FURTHER RESOLVED, that the acts of the incorporator are ratified and approved.

FURTHER RESOLVED, that the following individuals are elected to the offices set forth next to their names for a term of one year from the date of this resolution:

<u>Name</u>	<u>Office</u>
Eugene J. Cramer	President
Stephen F. Lacey	Vice-President
John D. Uelmen	Secretary
John D. Uelmen	Treasurer

FURTHER RESOLVED, that the schedule of fees and the mooring registration and winter pole compliance system set forth in the attached letter to potential members dated May 10, 2005 is hereby adopted.

FURTHER RESOLVED, that the officers of the corporation are authorized and directed to take all necessary steps to insure that all mooring owners comply with the deadline set by the Milwaukee Harbor Master for exchanging winter poles with mooring buoys. The Treasurer is authorized to purchase sufficient mooring buoys to replace all non-complying winter poles with mooring buoys and to procure the services of vendors to replace the winter poles with mooring buoys.

FURTHER RESOLVED, that the treasurer is authorized and directed to open a

checking account for the corporation at North Shore Bank and to transfer all funds owned by the predecessor unincorporated associated known as MAMA to this account. The president and secretary are authorized and directed to execute such printed resolutions as may be necessary and appropriate to open such account.

FURTHER RESOLVED, that the treasurer is authorized and directed to pay the expenses incurred by the incorporator in organizing the corporation and in obtaining tax exempt status from the Internal Revenue Service.

FURTHER RESOLVED, that John D. Uelmen is designated as the corporation's attorney and general counsel and that he is authorized to seek any additional accounting assistance the corporation may need..

Dated and effective: _____.

Eugene J. Cramer

Stephen F. Lacey

John D. Uelmen