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TOMAHAWK DEVELOPERS, INC.

C E R T I F I C A T E

I, J. B. Gum, certify that I am Secretary of Tomahawk Developers, Inc., a Missouri Corporation; that as such I am custodian of its corporate minute book and related records; that the attached is a true and complete copy of a "Consent of Directors" and the Resolution therein contained duly adopted by the Board of Directors of said Corporation on the 28th day of February, 1979; and that said Resolution is still in force and effect, having never been altered, amended or rescinded.

DATED this 22 day of March, 1979.

J. B. Gum
Secretary

Applicant
Exhibit No. 19
Date 3/28/79 Case No. WP-78-170
Reporter jj WF-78-171
WF-78-172

CONSENT OF DIRECTORS
TOMAHAWK DEVELOPERS, INC.

We, the undersigned, being all of the Directors of Tomahawk Developers, Inc., do pursuant to Section 351.340, RSMo., as amended, hereby severally and collectively agree to and adopt the following Resolution and consent to the action therein authorized, to-wit:

RESOLUTION

WHEREAS, this Corporation is engaged in the development and subdivision of certain properties located in Stone County, Missouri, as reflected by Book 5, Page 76, Office of Recorder of Deeds, Stone County, Missouri; and

WHEREAS, Turkey Mountain Estates, Inc., Lakeside Investment Company, Inc., and Central Crossing Developers, Inc., are similarly engaged in the development of real estate in subdivisions in Barry County, Missouri; and

WHEREAS, the aforementioned Companies including this Corporation own certain properties used in the distribution of water in their respective developments and now propose to create a new Corporation, to be known as Ozark Mountain Water Company (hereinafter referred to as "Water Company"), to engage in the business of distributing water in the subdivisions owned and being developed by the within named Corporations; and

WHEREAS, the original cost of properties already constructed for the purposes aforesaid aggregate at November 30, 1977, the sum of \$238,249.28, against which there has been accrued a reserve for depreciation of \$118,624.64, resulting in a book value of the plant to be contributed by the development corporations to the water company of \$119,624.64; and

WHEREAS, this Corporation proposes to contribute approximately 4%, i.e., approximately \$4,784.99 at November 31, 1977, of the total value of the water plant to be transferred by the developers to the water company; and

WHEREAS, this Corporation also proposes to buy for cash at par 120 shares of the common stock of Ozark Mountain Water Company, when and if the same is issued.

2.

NOW, THEREFORE, BE IT RESOLVED that upon the Ozark Mountain Water Company receiving appropriate authority from the Public Service Commission of Missouri to sell and distribute water as a public utility in the areas under development by Tomahawk Developers, Inc., that Tomahawk Developers, Inc. contribute without further compensation or consideration therefor all of the water properties owned by it and in place and used or available for use for the distribution of water in the above described subdivisions; and

BE IT FURTHER RESOLVED that the Corporation acquire for cash at par not less than 120 shares of the common stock of the water company;

BE IT FURTHER RESOLVED that the officers of this Corporation are authorized to execute such documents, including deeds, bills of sale, and other appropriate instruments, as may be necessary to give effect to the foregoing Resolution.

IN WITNESS WHEREOF, the undersigned Directors of Tomahawk Developers, Inc., have affixed their hands and seals this 28th day of February, 1979.

Blanche Shaper

Anna E. Smith

Jim M. Munn

Deland M. Munn

James H. Taylor

J. B. Linn

Being all of the Directors of
Tomahawk Developers, Inc., Without
Exception.