

NOTICE OF SPECIAL MEETING

September 20, 2005

From The Trustees of Countrylane Woods II

To Countrylane Woods II Homeowners

Dear Homeowner,

On September 8 2005 the trustees received a letter from a group of homeowners asking for a special meeting of homeowners as members of a mutual non-profit corporation. The letter was signed by John Osthus 948 Imperial Point and Miles Whitener 1583 Woodside Village Lane.

Under Missouri law members of a non-profit corporation, which is how our subdivision is incorporated, can request this type of a meeting if at least five percent of the members of the non-profit corporation sign and deliver to any corporate officer one or more written demands for the meeting describing the purpose or purposes for which it is to be held. With the letter were signed requests from 43 homeowners for a special meeting. Since there are 497 members (homeowners) of our corporation the 43 written requests meet the requirement of at least five percent.

We will be holding this meeting on Thursday October 6th at 7:00 PM at the Countrylane Woods II Clubhouse 851 Countrystone Dr. Manchester, MO 63021.

In the homeowners' letter were the following written demands for the purpose of the meeting:

1. Hear a presentation about why the neighborhood could be at financial risk from apparent incorporation and indenture errors.
2. Learn about Missouri laws that protect residents and allow us to demand quick, low-cost solutions.
3. Vote on setting aside the March 2005 indenture.
4. Vote on starting a resident-driven process of examining the incorporation as well as revising the original indentures so outdated language is removed and processes are clear. This step would include voting on new legal counsel for CLWII.
5. Vote on whether to remove any trustee who does not agree to follow the processes mandated by Missouri law.

This meeting is open to all homeowners of Countrylane Woods II.

This meeting being called is not in accordance with Countrylane Woods II indentures.

Thank You

Trustees Countrylane Woods II