



**Certificate of Secretary**

I, Tony Richelieu, do hereby certify that I am the duly elected, qualified and acting Secretary of KB HOME South Bay Inc., a California corporation (this "Corporation").

I further certify that the resolutions attached hereto as Exhibit "A" are a true and complete representation of such resolutions duly adopted by an unanimous written consent of the Board of Directors of this Corporation as of March 3, 2008 and that such resolutions have not been amended, modified or rescinded and remain in full force and effect as of the date hereof.

IN WITNESS WHEREOF, I have hereunto set my hand this 4<sup>th</sup> day of March, 2008.

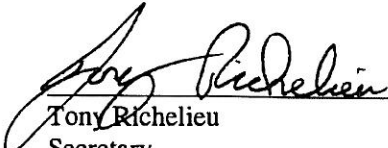
  
\_\_\_\_\_  
Tony Richelieu  
Secretary

EXHIBIT "A"  
KB HOME SOUTH BAY INC.  
RESOLUTIONS ADOPTED BY THE BOARD OF DIRECTORS  
AS OF MARCH 3, 2008

Signing Authority

BE IT RESOLVED . . . , that the following resolutions shall supersede and replace any and all resolutions previously adopted with respect to the powers and authority herein granted including, but not limited to, resolutions adopted as of August 15, 2007, and any such prior authority is hereby revoked and restated in its entirety as follows:

RESOLVED FURTHER, that the following officers and/or employees of this Corporation be, and each hereby is, authorized to act on behalf of this Corporation; provided, however, that such authority shall be limited to such authority as may be provided herein below and to other ordinary course of business transactions relating to the operations of this Corporation as indicated hereinbelow:

Drew Kusnick	Chief Executive Officer [Territory President]
Chris Apostolopoulos	President
Patrick Coyle	Senior Vice President
Jeffrey McMullen	Senior Vice President
Ray Panek	Senior Vice President
Chris Reder	Senior Vice President, Finance and Chief Financial Officer
Marc Burnstein	Vice President, Sales and Marketing
Henryk Tay	Senior Director, Land Development
Dan Auten	Senior Director, Customer Service
Jeff Peterson	Senior Director, Purchasing
Michelle Adams	Escrow Manager
Michele Suth	Director of Studio
Dan Zwicker	Manager of Sales

RESOLVED FURTHER, that any of the following persons be, and each hereby is, authorized and empowered on behalf and in the name of this Corporation to execute, acknowledge and deliver any and all documents deemed by such person to be necessary or appropriate in connection with the acquisition and development of real property by this Corporation, including, but not limited to, land purchase and sale agreements, purchase and sale of residential dwellings and lots, amendments, assignments, escrow instructions, grant deeds, promissory notes, deeds of trust, maps, agreements and related documents:

Any one of:

Drew Kusnick  
Chris Apostolopoulos  
Chris Reder

Any two of:

Patrick Coyle

Jeffrey McMullen  
Ray Panek

RESOLVED FURTHER, that any of the following persons, acting alone, be, and each hereby is, authorized and empowered on behalf and in the name of this Corporation to execute, acknowledge and deliver any and all documents deemed by such person necessary or appropriate in connection with this Corporation's land improvement and development activities including but not limited to, subdivision improvement agreements, builder's certification of plans, specifications and site plans, easements, development agreements, declarations of covenants, conditions and restrictions, notices of commencement, permit applications, subdivision and tract maps and exhibits thereto and supporting documents:

Drew Kusnick  
Chris Apostolopoulos  
Patrick Coyle  
Jeffrey McMullen  
Ray Panek  
Chris Reder  
Henryk Tay

RESOLVED FURTHER, that any of the following persons, acting alone, be, and each hereby is, authorized and empowered on behalf and in the name of this Corporation to execute, acknowledge and deliver all deeds, notes, deeds of trust, agreements and other documents to convey title to residential dwellings standing in the name of this Corporation:

Drew Kusnick  
Chris Apostolopoulos  
Patrick Coyle  
Jeffrey McMullen  
Ray Panek  
Chris Reder  
Marc Burnstein  
Henryk Tay

RESOLVED FURTHER, that any of the following persons, acting alone, be, and each hereby is, authorized and empowered on behalf and in the name of this Corporation to execute, acknowledge and deliver all contracts (including purchase and sale agreements, amendments, addendums and other ancillary documents forming a part of the contract), escrow instructions and general warranty deeds in connection with the sale of residential dwellings standing in the name of this Corporation, including, but not limited to, any and all documents required by the Department of Housing and Urban Development and other documents and instruments appropriate to cause this Corporation to transfer and convey such real property and related assets:

Drew Kusnick  
Chris Apostolopoulos  
Patrick Coyle  
Jeffrey McMullen  
Ray Panek

Chris Reder  
Marc Burnstein  
Henryk Tay

RESOLVED FURTHER, that any of the following persons be, and each hereby is, authorized and empowered on behalf and in the name of this Corporation to execute, acknowledge and deliver all notes, deeds of trust, agreements, contracts (including purchase and sale agreements, amendments, addendums and other ancillary documents forming a part of the contract) and escrow instructions in connection with the sale of residential dwellings standing in the name of this Corporation, including, but not limited to, any and all documents required by the Department of Housing and Urban Development, and other documents and instruments appropriate to cause this Corporation to transfer and convey such real property and related assets:

Michelle Adams  
Michele Suth  
Dan Zwicker

provided further, that the persons in this resolution are authorized to sign grant deeds only with at least one other person identified immediately above;

RESOLVED FURTHER, that the following person be, and he hereby is, authorized and empowered on behalf and in the name of this Corporation to execute, acknowledge and deliver any and all documents deemed by him to be necessary or appropriate in connection with this Corporation's sales and marketing activities, including, but not limited to, vendor agreements, independent contractor sales agreements and supporting documents and offers of employment with this Corporation for sales personnel:

Marc Burnstein

RESOLVED FURTHER, that any of the following persons, acting alone, be, and each hereby is, authorized and empowered on behalf and in the name of this Corporation to execute, acknowledge and deliver any and all master subcontract agreements, material purchase agreements, subcontract work agreements, applications or other filings required to be filed with the Department of Real Estate of California, documents necessary to qualify for government or quasi-government sponsored loan programs including, but not limited to, buyer and seller certifications and related documents with respect to the construction of improvements on real property:

Drew Kusnick  
Chris Apostolopoulos  
Patrick Coyle  
Jeffrey McMullen  
Ray Panek  
Chris Reder  
Marc Burnstein  
Henryk Tay  
Jeff Peterson

RESOLVED FURTHER, that any of the following persons, acting alone, be, and each hereby is, authorized and empowered on behalf and in the name of this Corporation to execute, acknowledge and deliver master service agreements and related documents with respect to the marketing, sales and management of real property:

Drew Kusnick  
Chris Apostolopoulos  
Marc Burnstein

RESOLVED FURTHER, that any of the following persons, acting alone, be, and each hereby is, authorized and empowered on behalf and in the name of this Corporation to execute, acknowledge and deliver master consultant agreements, and related documents with respect to development of real property:

Drew Kusnick  
Chris Apostolopoulos  
Patrick Coyle  
Jeffrey McMullen  
Ray Panek  
Chris Reder  
Marc Burnstein  
Henryk Tay

RESOLVED FURTHER, that the following person be, and he hereby is, authorized and empowered on behalf and in the name of this Corporation to execute, acknowledge and deliver any and all documents required in connection with this Corporation's customer service and new home warranty activities and other business operations including, but not limited to, settlement agreements, purchase orders and subcontracts for labor and materials:

Dan Auten

RESOLVED FURTHER, that any of the following persons, acting alone, be, and each hereby is, authorized and empowered on behalf and in the name of this Corporation to execute, acknowledge and deliver documents establishing bank accounts, financing arrangements and other ordinary course banking and financial arrangements:

Drew Kusnick  
Chris Apostolopoulos  
Chris Reder

RESOLVED FURTHER, that the following persons, acting alone, be, and each hereby is, authorized and empowered to act on behalf of this Corporation in its capacity as a member of any limited liability company or as a partner of any partnership in which this Corporation owns an interest:

Drew Kusnick  
Chris Apostolopoulos

RESOLVED FURTHER, that Drew Kusnick, Chief Executive Officer [Territory President] and Chris Apostolopoulos, President of this Corporation be, and each hereby is, authorized, empowered and directed, for and on behalf of this Corporation, to take such further actions and to do all such further things which they may deem necessary and appropriate to accomplish the purpose and to effectuate the intent of the foregoing resolutions with respect to this Corporation.