

**CAROLINIAN RESORT HOMEOWNERS' ASSOCIATION, INC.
ANNUAL MEETING
FEBRUARY 22, 2008**

MINUTES

The fourth annual meeting of the Carolinian Resort Homeowner's Association, Inc. ("HOA") was held on February 22, 2008 at 2:00 p.m. at Magnolia's Restaurant Conference Center at 2605 North Ocean Blvd., Myrtle Beach, South Carolina.

All present received an agenda, minutes from the last annual meeting and copies of the annual audit report for the period ending December 31, 2007.

Mr. Bert Anderson, Director and President of the HOA, called the meeting to order and introduced the following:

Loyd Daniel, Director and Vice President of the HOA
Patrick Lowe, Director and Secretary/Director of the HOA
Jack Green, Director of the HOA

Paul Lohman of Resort Association Management, Inc., the property management company

Frans Mustert, President of Oceana Resorts, the rental management Company,
Ray Harter, General Manager of the Resort and also with Oceana Resorts
Aaron Harrison, CPA, the HOA's independent auditor

Mr. Lohman presented a Proof of Notice certifying that the notice of the meeting was properly mailed in accordance with the HOA By-laws. He also stated that there was a quorum for the meeting.

An owner asked if the minutes from the prior year's meeting could be amended to state parking decals were not issued. A motion was made and seconded to accept the prior year's annual meeting minutes as amended. The motion was unanimously approved.

Mr. Harrison presented the audit report and financial statements as of 12-31-07. His audit report contained an unqualified opinion on the financial statements as of 12-31-07.

Mr. Lohman gave an update on the property. He stated the outdoor pool deck had been resurfaced and the pools had been replastered and painted. He said the HOA was currently addressing the spalling problem on some of the balconies on the

hotel side. Mr. Lohman stated dues had decreased from 2007, and the HOA's reserves are fully funded.

An owner asked if the HOA was locked in to sharing resources with Blue Green. Mr. Daniels stated that provisions for this were in the Master Deed.

Mr. Anderson stated the Board had met earlier in the day and there were a couple items of old business that he wanted to bring up. He stated by having the Annual Meeting this late in February it would be possible to have the audited financials on the website for owners to review before the meeting in the future. He stated an owner forum on the internet had been discussed and the rental company had sent out notices to owners asking if they would like to make their email addresses available to other homeowners. He indicated there was very little positive response to this notice. Some of the owners present stated they had not received the notice and Mr. Daniels stated he would have the rental company send another notice.

An owner stated his homeowner closet had been broken into in July. Someone had removed the pins from the door hinges and lifted the door off. He stated owners should be aware that by replacing the hinges on the door with hinges that had pins that could not be removed could alleviate this kind of theft in the future.

Several rental questions arose that were deferred to a rental meeting to be held after the HOA meeting.

There being no other business to conduct, it was unanimously agreed to adjourn at 3:21 P.M.

Respectfully submitted:

Acknowledged:

Patrick Lowe
Secretary/Treasurer

Bert Anderson
President