

Edward G. Palmer)
Plaintiff)
)
)
vs.)
)
William N. Matthews)
Solid Rock Church, Inc.)
Defendants)

AFFIDAVIT of Dean Mattila

Being first duly sworn, Dean Mattila states and deposes as follows:

1. I was a member of Solid Rock Church, Inc., a nonprofit corporation organized under the Minnesota Nonprofit Corporation Act at Minn. Stat. §317A.
2. I have personal knowledge of the matters discussed in this affidavit, and if called to testify about them, I could do so competently.
3. I was a member of Solid Rock Church, Inc. during a period of time, which included the July 11, 1995 business meeting.
4. I attended (and voted) at the July 11, 1995 business meeting.
5. I have examined Plaintiffs' Exhibits 4 in the above-cited case concerning the business meeting of Solid Rock Church, Inc. as held on July 11, 1995.
6. In 1995, I believed that William N. Matthews was an honest man of integrity that would engage only in truthful activities.
7. Plaintiffs' Exhibit 4 is the resolution that was presented to the members for voting on at the July 11, 1995 business meeting of Solid Rock Church, Inc.

8. Plaintiffs' Exhibit 4 is the only resolution that was presented to the members for voting on at the July 11, 1995 business meeting of Solid Rock Church, Inc. This was a quickly called meeting of the members by William N. Matthews who would not disclose the exact purpose of the meeting until after the meeting started.
9. The members of this non-profit corporation did not vote to give up membership voting rights and they did not vote on any Articles changes at the July 11, 1995 business meeting of Solid Rock Church, Inc.

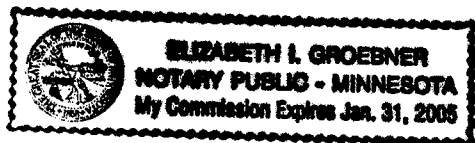
Further your affiant sayeth not.

Dated: 10-14-99

Signed: *Dean Mattila*
Dean Mattila
13040 277th Avenue NW
Zimmerman, Minnesota 55398

Subscribed and sworn to before me
This 14 day of October 1999.

Elizabeth I. Groebner
Notary Public



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