



SECTION 1. OFFICERS and QUALIFICATIONS - The officers of the Corporation shall consist of a President, Vice President(s), a Secretary, and a Treasurer. Each officer of the Corporation shall be a member of the Board of Directors of the Corporation.

SECTION 2. TERMS of OFFICE - Each officer of the Corporation shall be elected annually by the Board of Directors at its annual meeting and shall hold office for a term of one (1) year and until a successor is duly elected and qualified.

SECTION 3. VACANCIES - Whenever any vacancies shall occur in any of the officers of the Corporation for any reason, the same may be filled by the Board of Directors at any meeting thereof, and any officer so elected shall hold office until the next annual meeting of the Board of Directors and until a successor is duly elected and qualified.

SECTION 4. REMOVAL - Any officer of the Corporation may be removed, with or without cause, by the Board of Directors.

SECTION 5. PRESIDENT - The president shall preside at all meetings of the members and of the Board of Directors, shall manage and supervise all the affairs and personnel of the Corporation, discharge all the usual functions of the chief executive officer of a corporation, and shall have such other powers and duties as these By-Laws or the Board of Directors may prescribe.

SECTION 6. VICE PRESIDENT(S) - The vice president(s) shall attend all meetings of the members and of the Board of Directors and shall assist the president in managing and supervising all the affairs and personnel of the Corporation, discharge all the usual functions of a vice president of a corporation, and shall have such other powers and duties as these By-Laws or the Board of Directors may prescribe.

SECTION 7. SECRETARY - The secretary shall attend all meetings of the members and of the Board of Directors, and keep or cause to be kept, a true and complete record of the proceedings of such meetings, and shall perform a like duty, when required, for all committees appointed by the Board of Directors. If required, the secretary shall attest the execution by the Corporation of deeds, leases, agreements, and other official documents and shall attend to the giving and serving of all notices of the Corporation required by these By-Laws, shall have custody of the books (except books of account) and records of the Corporation, and in general shall perform all duties pertaining to the office of secretary and such other duties as these By-Laws or the Board of Directors may prescribe.



SECTION 8. TREASURER - The treasurer shall keep correct and complete records of account, showing accurately at all times the financial condition of the Corporation. The treasurer shall have charge and custody of, and be responsible for, all funds, notes, securities and other valuables which may from time to time come into the possession of the Corporation and shall deposit, or cause to be deposited, all funds of the Corporation with such depositories as the Board of Directors shall designate. The treasurer shall in general perform all duties pertaining to the office of treasurer and such other duties as these By-Laws or the Board of Directors may prescribe.

SECTION 9. ASSISTANT OFFICERS - The Board of Directors may from time to time name persons to serve as assistant officers. Assistant officers shall have such powers and duties as the Board of Directors prescribes.

SECTION 10. DELEGATION of AUTHORITY - In the case of the absence or incapacity of any officer, or for any other reason that the Board of Directors may deem sufficient, the Board of Directors may delegate any or all of the duties or powers of such officer to any other officer or to any director or to any other person.