

(Copy Bylaws, as amended September 21, 2017, in word document 3/14/18)

BYLAWS
OF THE
FRIENDS OF WIND CAVE NATIONAL PARK, INC.
(A South Dakota Non Profit Corporation)

ARTICLE I

Corporate Identification

Section 1: Name. The name of this non-profit Corporation is FRIENDS OF WIND CAVE NATIONAL PARK, INC. ("*FWC*" or the "Corporation").

Section 2: Offices. The official address of the Corporation shall be 445 S. 3rd St., Hot Springs, SD 57747 or such other office at any place or places designated by the Board of Directors.

Section 3: Registered Agent. The Registered Agent for the Corporation shall be Lon Sharp, and the Registered Office shall be 445 S. 3rd St., Hot Springs, SD 57747.

Section 4: Fiscal Year. The fiscal year of the Corporation shall be the calendar year.

ARTICLE II

Non Profit Status

Section 1: Purposes. The purposes for which this organization has been formed are exclusively for charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code, which shall include but not be limited by the following:

- a. Promote the use and fundamental purposes of Wind Cave National Park ("Wind Cave NP"), including, but not limited to, conservation of the scenery and natural and historic objects and wildlife therein as well as the enjoyment of these resources in a manner that leave them unimpaired for the enjoyment of future generations;
- b. Promote and support the recruitment, training and role of volunteers for or in the aid of interpretive functions, or other visitor services or activities in or related to Wind Cave NP;
- c. Promote public awareness of Wind Cave NP; and
- d. Engage in fundraising activities, educational programs and volunteer support both generally and for specific projects and programs identified by FWC and Wind Cave NP consistent with the purposes of Wind Cave NP.

Section 2: Tax Exempt Status: Said Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section 3: Restricted Activities: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Second hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section 4: Distribution of Assets Upon Dissolution: Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE III

Membership

Section 1: Eligibility. Any person interested in furthering the purposes for which this Corporation is organized is eligible to become a member on terms established by the Corporation. The Corporation may issue certificates evidencing membership. Members shall not be liable on any of the Corporation's obligations unless a member specifically agrees to such liability.

Section 2: Membership Status. There shall be one class of member, and a membership term shall be for one year. Members shall have no voting rights, and the Board of Directors may terminate or expel a member under such terms and conditions as the Board may from time to time approve by a majority vote provided that an action of the Board of Directors to terminate a membership must be approved by a 2/3 vote of the Directors eligible to vote. The Corporation may solicit and provide for membership in any number of classifications, and on such conditions, as the Board of Directors may from time to time approve by a majority vote, based on the needs of the Corporation.

Section 3: Meetings of Members. The annual meeting of members of the Corporation shall be held on such date or dates as shall be fixed from time to time by the Directors of the Corporation. Special meetings of the members may be called at any time by the Board of Directors as needed.

Section 4: Notice of Members' Meetings. Notice of any general meetings of the members stating the place, date, and hour of the meeting shall be given not less than fifteen days before the meeting, and may be published in the periodicals or other publications distributed to the members. Notice of a meeting may also be given to the members by mail, posting on the FWC web site, or by other electronic or telecommunication devices that are intended to provide general notice to. Notice requirements for meetings of special classifications of members may be established and provided for by the Board of Directors.

Section 5: Quorum. No specific number of members is required to constitute a quorum on any matter that may be submitted to the members for their consideration by the Board of Directors and no vote of the members shall be binding on the Board of Directors.

Section 6: Records. The Corporation shall keep correct and complete books and records of account, and shall keep minutes of the organizational proceedings, Board of Directors, and committees as appropriate, having authority over the Corporation. The Corporation's records of account and proceedings of its membership may be inspected by any member or his/her agent or attorney for any proper purpose at any reasonable time.

ARTICLE IV

Board of Directors

Section 1: Number and Qualifications. The activities and affairs of the Corporation shall be managed and controlled by a Board of Directors composed of no less than three and no more than fifteen voting members with the exact number of board members to be set by resolution of a majority of the Directors present at any meeting where notice and quorum requirements are met. The maximum number of Directors may be increased or decreased from time to time by resolution adopted by two-thirds of the Directors [Meaning all Directors eligible to vote - not Directors present at a meeting] provided, however, that if any Director is on a qualified leave of absence, or otherwise in a non-voting position, that Director's position shall not count toward the Board limit. No decrease in the number of Directors shall have the effect of shortening the terms of any incumbent Director. All Directors must be a member of the Corporation.

Section 2: Powers and Duties. All the Corporation's powers are hereby vested in, and shall be exercised by, the Board of Directors.

Section 3: Election and Term of Office.

a. At any meeting chosen by a majority of the incumbent Directors, Directors may be elected by the incumbent Directors in accordance with the procedures set forth in Section 9 of this article. The Directors shall serve staggered terms, and approximately one-third of the initial Directors shall be elected to an initial one-year term, approximately one-third of the initial Directors shall serve a two-year term, and approximately one-third of the initial Directors shall serve a three-year term with the method of determining who will serve in each category to be determined at the initial meeting of the Board of Directors. Thereafter, the Directors (except Directors elected to fill a vacancy) shall hold office for the three-year period from the annual meeting following the meeting at which they are elected until the

installation of Directors and Officers during the annual meeting held three years later.

b. Directors may not serve more than two full three-year terms consecutively; except that a Director who is first elected to serve a partial staggered term or who, for any other reason is elected to serve a term that is less than three years shall thereafter be allowed to serve two full three-year. Notwithstanding the preceding, on a case by case basis, the limitation to serve not more than two consecutive terms may be waived for a particular board member by a majority vote of Directors present at a regularly scheduled meeting of the Board, as long as the total Board membership, including the Director in question, be not more than 15 members.

c. The Board of Directors may, from time to time, change the term length of any Director or Directors upon approval of a majority of a quorum of Directors at any regular meeting in order to achieve the goal that approximately one-third of the Director positions shall be elected in any given year.

Section 4: Leave of absence. Any Director may be granted a leave of absence from the Board of Directors so long as the leave is approved by a majority of the other Directors. A leave of absence will not extend the term of office of a Director, unless a majority of the Board of Directors specifically provides that the term of office of a Director will be extended by an amount of time consistent with the Director's leave of absence. A Director granted a leave of absence shall be considered inactive, and shall not be entitled to serve on the Board or Executive Committee of the Corporation while on the leave of absence. Further, said inactive Director shall not be counted in determining quorum requirements.

Section 5: Resignation. Any Director may resign at any time by giving written notice of such resignation to any Director.

Section 6: Vacancies. Vacancies in the Board of Directors caused by any reason shall be filled by a majority vote by the existing voting Directors and each person so selected shall be a Director for a term decided by the Board, not to exceed three years.

Section 7: Removal.

a. Any Director may be removed from office by the affirmative vote of two-thirds (2/3) of all the voting Directors at any regular or special meeting called for that purpose, for nonfeasance, malfeasance, or misfeasance, for lack of sympathy with its objects, or for refusal to render reasonable assistance in carrying out its purposes. Any Director proposed to be removed shall be entitled to at least five (5) days notice in writing by registered U.S. mail of the meeting of the Board of Directors at which such removal is to be voted upon and shall be entitled to appear before and be heard by the Board of Directors at such meeting.

b. Any Director with three consecutive unexcused absences shall be automatically removed from office provided that such Director may be reinstated upon approval of a majority vote of the Board of Directors at any regular or special meeting.

Section 8: Fees and Compensation. It is the general practice of FWC that Directors are not compensated for providing services. The Board of Directors may, by resolution, provide for reasonable compensation, if any, for the expenses incurred for the attendance at meetings or work for the Corporation as Directors.

Though not encouraged, the Board of Directors shall have the power in its discretion to contract for and to pay to Officers, Directors and employees rendering unusual or exceptional service to the Corporation, special compensation appropriate to the value of such services.

Section 9: Election Procedures. At each annual meeting of the Board of Directors, incumbent Board of Directors shall elect Directors as follows:

a. First, the incumbent Board shall determine by majority vote the number of voting Director positions that it wishes to fill in the up-coming election. Then the incumbent Board shall accept nominations for the voting Director positions on the Board of Directors. After nominations have been received for the positions on the Board of Directors, each incumbent voting Director shall vote for as many of the nominees as there are open positions on the Board, and the nominees who receive the most votes shall be elected as members of the Board of Directors. Upon request of any incumbent Director, the election shall take place by secret ballot.

ARTICLE V

Meetings of Board of Directors

Section 1: Place of Meetings. Meetings of the Board of Directors shall be held at such suitable place convenient to the Directors as they may designate.

Section 2: Annual and Regular Meetings. The annual meeting of the Board of Directors shall be held on a day or days set by the Directors. Regular meetings of the Board of Directors shall generally be held at a time set by the Directors for the purpose of transacting such business as may properly come before the Board of Directors with such regular meetings to be held at least quarterly.

Section 3: Notice of Annual and Regular Meetings. Notice of the time, place and purpose or purposes of the annual and regular meetings shall be served upon each Director, either personally or by mail, express mail, telefax, e-mail, or other electronic or telecommunication device or by posting on the FWC website, not less than ten (10) nor more than forty (40) days before the meeting, and, if sent, such notice shall be directed to the Director at his/her address(es), location or number(s) as may appear on the books of the Corporation, unless he/she shall have filed with the Board of Directors a written request that notices intended for him/her be mailed or otherwise communicated to some other address, in which case it shall be sent to the address(es), location or number(s) designated in such request.

Section 4: Special Meeting. Special meetings of the Board of Directors may be called at any time on the written request of any member of the Board of Directors. Special meetings may be called for the purpose of electing new Directors and Officers and for the transaction of such other business as may properly come before the Board at such meeting.

Section 5: Notice of Special Meeting. Notice of the time, place, purpose or purposes of a special meeting shall be served upon each Director, either personally or by mail, express mail, telefax, e-mail, or other electronic or telecommunication device or by posting on the FWC website, not less than three (3) nor more than twenty (20) days before the meeting, and, if sent, such notice shall be directed to the Director at his/her address(es), location or numbers as may appear on the books of the Corporation, unless he/she shall have filed with the Board of Directors a written request that notices intended for him/her be sent to some other address, in which case it shall be sent to the address(es), location or number(s) designated in such request.

Section 6: Quorum. At all meetings of the Board of Directors or the Executive Committee, the attendance of a majority of the voting members of the Board of Directors shall be necessary to constitute a quorum for all purposes. For purposes of this section, "attendance" shall include attendance via speaker phone, tele-conference call, or any electronic (such as Webcam, Skype, etc.) that allows for all attendees to hear and introduce discussion. In the absence of a quorum, no action may be taken on any motion or resolution.

Section 7: Voting. At every meeting of the Board of Directors or committees, each voting Director shall be entitled to one vote in person or attendance. There shall be no proxy voting allowed at meetings of the Board of Directors. All matters shall be decided by a majority vote of the Directors in attendance unless otherwise provided for by these Bylaws.

Section 8: Waiver of Notice. Whenever under the provisions of any applicable law or under the provisions of the Articles of Incorporation or Bylaws of this Corporation, the Corporation or the Board of Directors or any committee thereof is authorized to take any action after notice to the members of the Board of Directors or after the lapse of a prescribed period of time, such action may be taken without notice and without the lapse of any period of time, if at any time before or after such action be completed, such requirement be waived in writing by the person or persons entitled to such notice or entitled to participate in the action to be taken or by his/her attorney thereunto authorized.

Section 9: Action Without a Meeting. Any action to be taken at a meeting of the Board of Directors or of a committee thereof may be taken without a meeting if a consent in writing (including electronic transmission) setting forth the action so taken shall be signed by eighty percent (80) of the Directors or members of a committee entitled to vote with respect to the subject matter thereof. Such consent shall have the same force and effect as a meeting vote and may be stated as such in any document filed with the Secretary of State. Written notice of approval of action taken without a meeting must be given to all Directors who have not signed the written consent, and (if written notice is required), approval is effective ten (10) days after written notice is provided.

Section 10: Action Without Assembling. Any action that may be taken at a meeting of the Board of Directors or of a committee thereof may be taken by the members of the Board or committee thereof in person or by communicating simultaneously with each other by means of conference telephones, computers, or similar communications equipment.

Section 11: Executive Session. The Board of Directors may conduct all or any part of a meeting in executive session for such purposes as it deems necessary, including, but not limited to, discussion of litigation (actual or threatened), evaluation of personnel or discussion of personnel issues, or receipt of the results of an annual audit. The Board may invite or exclude other persons as it deems appropriate to attend an executive session.

ARTICLE VI

Powers of the Board of Directors

Section 1: Business Affairs. The Board of Directors is the principal policy making body of FWC. The property, funds, affairs, and business of the Corporation shall be managed exclusively by its Board of Directors. It is bound by legal responsibilities, Bylaws, and contractual obligations to governmental agencies and other funding sources. The Board of Directors has an obligation to accomplish the objectives and mission of FWC. The Board of Directors shall be specifically responsible for:

- a. Attending to any matter which the Board determines is in the best interest of the Corporation, and is within the purposes and objectives of the Corporation;
- b. Taking all necessary steps to assure the achievement of the purposes and objectives of the Corporation;
- c. Hiring, annually evaluating, and dismissing the CEO of the Corporation, if one exists, who is an agent of, and accountable to, the Board;
- d. If employee(s) exist, developing, adopting, and periodically updating the Corporation's personnel policies and procedures, including selection and dismissal procedures, salary and benefit scales, employee grievance procedures, and equal opportunity practices;
- e. Conducting a periodic strategic planning process and translating strategic planning goals into operational planning objectives;
- f. Assuring that the Corporation's activities are conducted in compliance with applicable federal, state, and local laws;
- g. Evaluating FWC achievements at least annually, and using the knowledge gained to revise the Corporation's mission, goals, objectives, plans, and budgets as may be appropriate and necessary;

Section 2: Power to Amend the Corporate Documents. The power to repeal, amend, alter or change the Articles of Incorporation or the Bylaws of the Corporation is vested in the Board of Directors. These Bylaws may be altered, amended or repealed, or new Bylaws may be adopted, at any regular or special meeting of the Board of Directors by an affirmative vote of two-thirds of all Directors. Any amendment shall be submitted to the Board for review at least twenty (20) days prior to the vote on such amendment or repeal. An amendment shall take effect upon adoption by the Board.

Section 3: Contracts. The Board of Directors may authorize any officer or agent to enter into any contract or to execute and deliver any instruments in the name of and on behalf of the Corporation and such authority may be general or confined to the specific instances.

Section 4: Loans. No loan shall be contracted on behalf of the Corporation and no evidence of indebtedness shall be issued in the name of the Corporation unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specified instances.

Section 5: Checks. All checks, drafts, or other offers for the payment of money, notes or other evidence of indebtedness issued in the name of the Corporation shall be signed by such officer or agent of the Corporation and in such manner as from time to time may be determined by resolution of the Board of Directors.

Section 6: Deposits. All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories the Board of Directors may select.

ARTICLE VII

Officers

Section 1: Number. The Officers of the Corporation shall be a President, a Vice-president, a Secretary and a Treasurer. The offices of President and Secretary may not be held by the same person in any combination, but any other offices may be combined in one person.

Section 2: Election, Term of Office and Qualifications. The President, Secretary, Treasurer and Vice President shall be elected at the annual meeting of the Board of Directors by a majority of the Directors in attendance at the annual. Only current members of the Board of Directors are eligible to serve as an officer.

Section 3: Vacancies. In case any office becomes vacant by death, resignation, retirement, disqualification or any other cause, the majority of the Directors then in office may elect a Board Member to fill such vacancy, and the Board Member so elected shall hold office and serve until the election and qualification of his/her successor.

Section 4: President. The President shall preside at all meetings of the Board of Directors. The President shall have and exercise general charge and supervision of the affairs of the Corporation, shall do and perform such other duties as may be assigned to him/her by the Board of Directors, shall serve as an ex facto member of all standing committees, and shall manage the day-to-day administration of the organization.

Section 5: Vice President. At the request of the President, or in the event of his/her absence or disability, the Vice President shall perform the duties and possess and exercise the powers of the President.

Section 6: Secretary. At the request of the Board of Directors, the Secretary shall have charge of such books, documents and papers as the Board of Directors may determine. He/she, or the person designated by the Board, shall attend and keep the minutes of all meetings of the Board of Directors. He/she shall keep a record containing the names, alphabetically arranged, of all persons who are Directors, showing their places of residence. and such book shall be open for inspection as prescribed by law. He/she may sign with the President in the name of and on behalf of the Corporation, any contracts or agreements authorized by the Board of Directors, and affix the seal of the Corporation. He/she shall, in general, perform all the duties incident to the office of Secretary, subject to the control of the Board of Directors, and shall do and perform such other duties as may be assigned to him/her by the Board of Directors.

Section 7: Treasurer. At the request of the Board of Directors, the Treasurer of the Corporation and shall oversee the responsibility for the custody of all funds, property and securities of the Corporation, subject to such regulations as may be imposed by the Board of Directors. He/she may, in general, perform or assign all of the duties incident to the office of Treasurer, subject to the control of the Board of Directors.

Section 8: Fees and Compensation. It is the general practice of FWC that Volunteer Officers are not compensated for providing services to FWC. The Board of Directors may, by resolution, provide for reasonable compensation, if any, for the expenses incurred for the attendance of meetings or work for the Corporation of Volunteer Officers.

The Board of Directors may, by resolution, provide for reasonable compensation, if any, for the cost and service of attendance and work for the Corporation, of Officers of the Corporation.

Section 9: Removal. Any Officer may be removed from office by the affirmative vote of two-thirds (2/3) of all the Directors at any regular or special meeting called for that purpose, for nonfeasance, malfeasance, or misfeasance, for lack of sympathy with its objectives, or for refusal to render reasonable assistance in carrying out its purposes. Any such Officer proposed to be removed shall be entitled to at least five (5) days notice in writing by registered U.S. mail of the meeting of the Board of Directors at which such removal is to be voted upon and shall be entitled to appear before and be heard by the Board of Directors at such meeting.

Section 10: Nonliability of Directors, Officers and Employees. The Directors, Officers and employees of the Corporation shall not, as such, be liable on its obligations.

Section 11: Prohibition of Loans to Directors and Officers. No loans shall be made by the Corporation to its Directors or Officers. Any Director or Officer who assents to or participates in the making of any such loan shall be liable to the Corporation for the amount of such loan until the repayment thereof.

ARTICLE VIII

Committees

The Board may create or eliminate one or more permanent, *ad hoc* and/or advisory committees, and at any time may appoint or remove members after consulting with the Chair of such committee. The members of any such committee shall serve at the pleasure of the Board of Directors. Such *ad hoc* or advisory committee shall advise with and aid the Officers and the Board of Directors of the Corporation in all matters designated by the President or the Board of Directors. Each such committee may, consistent with these Bylaws, and subject to directives and review of the Board of Directors, prescribe rules and regulations for the call and conduct of meetings of the committee and other matters relating to its procedure.

The members of any advisory committee shall not receive any stated salary for their services as such, however, the Board of Directors may, by resolution, may provide for reasonable compensation, if any, for some of the necessary expenses incurred in attending meetings of such committees. The Board of Directors shall have the power, in its discretion, to contract for and to pay to any member of an advisory committee rendering unusual or exceptional services to the Corporation, special compensation appropriate to the value of such services.

ARTICLE IX

Exempt Activities

Notwithstanding any other provisions of these Bylaws or the Corporation's Articles of Incorporation, if the Corporation is at any time a private foundation as that term is defined in Section 509 of the Code, the following provisions shall apply:

1. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to subject the Corporation to the tax imposed under Section 4942 of the Code.
2. The Corporation shall not engage in any act of self-dealing, as defined in Section 4941(d) of the Code.
3. The Corporation shall not retain any excess business holdings, as defined in Section 4943(c) of the Code.
4. The Corporation shall not make any investments in such a manner as to subject it to the tax imposed under Section 4944 of the Code.
5. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Code.
6. The Corporation shall not participate, or intervene, in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office. No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, except to the extent permitted by law for nonprofit, tax-exempt organizations.

ARTICLE X

Indemnification and Limitation on Liability

Section 1: Indemnification: Every person who is or shall he or shall have been a director or officer of the Corporation and his or her personal representatives shall be indemnified by the Corporation against all costs and expenses reasonably incurred by or imposed upon him or her in connection with or resulting from any action, suit, or proceeding to which he or she may be made a party by reason of his or her being or having been a director or officer of the Corporation or of any subsidiary or affiliate thereof, except in relation to such matters as to which he or she shall finally be adjudicated in such action, suit or proceeding to have acted in bad faith and to have been liable by reason of willful misconduct or willful negligence in the performance of his or her duty as director or officer. Costs and expenses or actions for which this Article provides indemnification shall include, among other things, attorney's fees, damages, and reasonable amounts paid in settlement. No person who is or shall be a director of the Corporation and his or her personal representatives shall be personally liable to the Corporation or its members for monetary damages for breach of fiduciary duty as a director except that this provision shall not eliminate or limit the liability of a director to the Corporation or its members of monetary damages for: any breach of the director's duty of loyalty; acts or omissions not in good faith; knowing violations of the law; improper acts specified South Dakota state law; or any transaction from which the director derived an improper benefit.

Section 2; Insurance: The Board of Directors may exercise the Corporation's power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent against any liability asserted against them and incurred by them in any such capacity, or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify them against such liability hereunder or otherwise.

ARTICLE XI

Conflicts of Interest

Each Director has a fiduciary duty to the Corporation and must give it his/her loyalty. The Board of Directors may establish, adopt, and periodically update a written corporate policy that establishes procedures for disclosing and addressing conflicts of interest or the appearance of conflicts of interest by Directors, officers, employees, consultants, and/or agents who provide services or furnish goods to the Corporation, and for maintaining confidentiality of the Corporation's proprietary information.

ARTICLE XII

Books And Records

The Corporation shall keep at the office of the Corporation correct and complete books and records of account and minutes of the proceedings of its Board of Directors and its committees and a list of the names and addresses of its Directors and officers. Any of the foregoing books, minutes, and records may be in written form or in any other form capable of being converted into written form within a reasonable time.

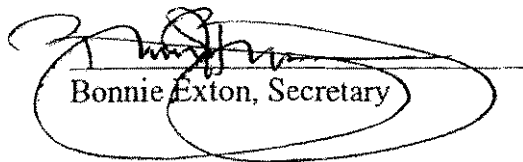
ARTICLE XIII

Rules of Order

The rules contained in the most recent edition of Robert's Rules of Order, Revised, shall govern all meetings of the Directors where those rules are not inconsistent with the Articles of Incorporation, Bylaws, or special rules of order of the Corporation.

Adopted by unanimous consent of the board members this 8th day of June, 2011.

Lon Sharr,
President


Bonnie Exton, Secretary

Note: This document was prepared from a word program, and the signatures above are not a part of this document prepared from the word program.

