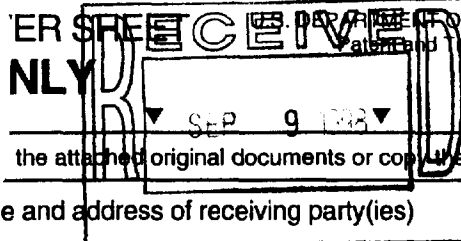


09-16-1998

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office



Tab settings



To the Honorable Commission

100829743

the attached original documents or copies thereof.

1. Name of conveying party(ies):

9-9-98

2. Name and address of receiving party(ies)

HAMILTON NATIONAL LIFE INSURANCE COMPANY

Name: HOUSEHOLD LIFE INSURANCE COMPANY

Internal Address:

Street Address: 32991 Hamilton Court

City: Farmington Hills State: MI ZIP: 48334

- Individual(s)
- General Partnership
- Corporation-State Michigan
- Other
- Association
- Limited Partnership

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Michigan
- Other

Additional name(s) of conveying party(ies) attached?  Yes  No

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from assignment)  
Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: November 2, 1995

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,282,769	1,479,963
1,288,164	1,643,874
1,299,883	1,763,263
1,463,074	

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Elizabeth F. Janda, Esq.

Internal Address: Brooks & Kushman P.C.

Street Address: 1000 Town Center

22nd Floor

City: Southfield State: MI ZIP: 48075

6. Total number of applications and registrations involved: 7

7. Total fee (37 CFR 3.41).....\$ 190.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

09/15/1998 SOUTH 00000032 1222769

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01 FC:401 40.00 OP  
02 FC:402 150.00 OP

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Elizabeth F. Janda

Name of Person Signing

*Elizabeth F. Janda*  
Signature

9/8/98

Date

Total number of pages including cover sheet, attachments, and document: 12

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patents & Trademarks, Box Assignments  
Washington, D.C. 20231

TRADEMARK  
REEL: 1787 FRAME: 0334

C E R T I F I C A T I O N

I, Paul R. Shay, do hereby state and certify under penalty of perjury of the laws of the State of Michigan as follows:

(i) I am the duly elected and acting Corporate Secretary of Household Life Insurance Company, a Michigan domestic insurance company; and

(ii) The Corporation's Bylaws were amended to reflect the change in name from Hamilton National Life Insurance Company to Household Life Insurance Company; and

(ii) The copies of the Corporation's Restated Bylaws, attached hereto, are true and correct copies of the said Bylaws as currently in effect to date; and

(iii) The Bylaws, as attached, have not been amended nor modified as of the date hereof and remain in full force and effect.

IN WITNESS WHEREOF, I have hereunto subscribed my name  
2nd day of November, 1995.



Paul R. Shay  
Corporate Secretary

INSURANCE BUREAU  
RECEIVED

NOV 3 1995

LANSING, MICHIGAN



Michigan Department of Commerce  
Insurance Bureau

I certify that this is a true and complete copy  
of the original document on file in this office.

*Kathleen Parsons*

Special Deputy Commissioner

Date:

10-30-96

RESTATED BY-LAWS OF

HOUSEHOLD LIFE INSURANCE COMPANY

(FORMERLY KNOWN AS  
HAMILTON NATIONAL LIFE INSURANCE COMPANY)

INSURANCE BUREAU  
RECEIVED

NOV 3 1995

ARTICLE I.

OFFICES AND PLACES OF BUSINESS AND OF MEETINGS

LANSING, MICHIGAN

SECTION 1. Offices and Places of Business. The principal place of transacting the business of this Corporation shall be in the City of Farmington Hills, County of Oakland, and State of Michigan, but other offices or places of business may be maintained and the business of the Corporation carried on at such other place or places within or without the State of Michigan, as the Board of Directors may from time to time determine to be desirable, convenient, or necessary.

SECTION 2. Places of Meetings of Stockholders. Annual and special meetings of stockholders shall be held at the offices of the Corporation in Farmington Hills, Michigan, unless the Board of Directors shall name some other place either within or without the State of Michigan for the holding of any of said meetings, or unless all the stockholders entitled to vote at any such meeting shall meet by consent as hereinafter provided.

SECTION 3. Places of Meetings of Directors. Annual, regular, and special meetings of the Board of Directors or any committee thereof shall be held at the offices of the Corporation in Farmington Hills, Michigan, provided that any meeting of the Board of Directors or any such committee may be held at any place either within or without the State of Michigan as the directors or the members of such committee, as the case may be, may determine.

ARTICLE II.

STOCKHOLDERS' MEETINGS, NOTICES QUORUM, ORGANIZATION,  
VOTING, PROXIES

SECTION 1. Annual Meetings. The annual meeting of the stockholders of the Corporation shall be held on the first Wednesday of May in each year at such time on that day as best suits the convenience of the directors for the purposes of electing directors and for the transaction of any other business that may lawfully come before the meeting. If the first Wednesday in May in any year shall be a legal holiday, the annual meeting of the stockholders shall be held on the next regular business day, or at such other time as the Board of Directors may determine.

SECTION 2. Notice of Annual Meetings; Failure to Give. At least twenty-one (21) days prior to the date of the holding of the annual meeting the Secretary shall give notice thereof to the stockholders of the Corporation entitled to vote thereat by mailing to each of them, directed to them at their several places of residence or business as the same may appear on the stock books or records of the Corporation, a notice of the time and place at which such meeting will be held.

SECTION 3. Special Meetings.

A. CALL BY BOARD. Special meetings of the stockholders may be held whenever called by the Board of Directors by the adoption at any meeting of the Board of a resolution calling a special meeting of stockholders. Such resolution shall specify the time and place of holding such special meeting and the purpose or purposes for which such meeting will be held.

TRADEMARK  
REEL: 1787 FRAME: 0336

B. CALL BY PRESIDENT. Special meetings of the stockholders may also be called at any time by the President or by the Vice-President.

C. CALL BY STOCKHOLDERS. Special meetings of the stockholders may also be called at any time by the holders of not less than one-half of the stock issued and outstanding and entitled to vote at any such meeting.

D. SPECIAL MEETING BY CONSENT. Whenever all the stockholders entitled to vote thereat shall meet at any time or place, in person or by proxy, and in writing consent to the time and place of meeting, such meeting shall be valid without call or notice and at any such meeting any corporate action may be taken.

E. REQUISITES OF CALL. A call for a special meeting of the stockholders by the President or Vice-President, or by stockholders entitled to vote thereat, shall be in writing and shall be filed with the Secretary and shall specify the time and place of holding such meeting and the purpose or purposes for which such meeting is called. On the adoption of a resolution by the Board of Directors calling a special meeting, or on the filing with the Secretary of a call for a special meeting by the President or Vice-President or stockholders entitled to vote thereat, the Secretary shall give twenty-one (21) days' written notice of such special meeting to the stockholders in the manner provided for in the last preceding section.

SECTION 4. Requisites of Notice; Record. Any notice of a special meeting of the stockholders shall specify the time and place at which such meeting will be held and in general terms the purpose or purposes for which it is called, as set forth in the resolution of the Board of Directors or in the call of the President or Vice-President or stockholders entitled to vote thereat, and except as provided in Section 3D of Article II above, no business shall be transacted at any such special meeting other than that which may be specified in or implied by the terms of such notice.

The Secretary shall keep a copy of all notices of special meetings of the stockholders and shall make a record of the time of mailing the same and of the names of the persons to whom such notices were sent, with the respective addresses to which the same were mailed.

SECTION 5. Quorum. At any meeting of the stockholders the holders of a majority of all the shares of the capital stock of the Corporation then issued and outstanding and having voting power, present in person or duly represented by proxy, shall constitute a quorum for the transaction of business, and a majority vote of such quorum shall prevail except as otherwise required by law, by the Certificate of Incorporation, or by these By-Laws.

If the holders of the amount of stock necessary to constitute a quorum shall fail to attend in person or by proxy at the time and place fixed by these By-Laws for an annual meeting or fixed by notice as above provided for a special meeting, a majority in interest of the stockholders entitled to vote thereat present in person or by proxy may adjourn, from time to time, not exceeding thirty (30) days in any one adjournment, without notice other than by announcement at the meeting, until holders of the amount requisite to constitute a quorum shall attend.

At any such adjourned meeting at which a quorum shall be present, any business may be transacted which might have been transacted at the meeting as originally provided for or notified.

SECTION 6. Organization of Meeting.

A. CHAIRMAN. The President, and in his absence the Vice-President, and in their absence the Treasurer, shall call meetings of the stockholders to order and shall act as Chairman of such meetings.

The Board of Directors may appoint any other officer to act as Chairman of any meeting in the absence of the President, the Vice-President, and the Treasurer.

B. SECRETARY. The Secretary, and in his absence the Assistant Secretary if there is one, shall act as Secretary at the meetings of stockholders, but in the absence of the Secretary and the Assistant Secretary the presiding officer may appoint any person to act as Secretary of the meeting.

SECTION 7. Voting; Proxies. Each stockholder entitled to vote may vote in person or by proxy, but no proxy shall be voted on after three (3) years from its date unless said proxy provides for a longer period. Except where the transfer books of the Corporation shall have been closed or a date shall have been fixed as a record date for the determination of its stockholders entitled to vote, as hereinafter provided in Section 3 of Article VI of these By-Laws, no share of stock shall be voted at any election for directors if such share shall have been transferred on the books of the Corporation within twenty (20) days next preceding such election of directors.

At each meeting of the stockholders, the proxies shall be received and taken in charge by the Secretary and, unless otherwise required by law, all questions touching the validity of the proxies shall be decided by the Secretary and Treasurer.

SECTION 8. List of Stockholders. At least ten (10) days before every election of directors by the stockholders, the officer in charge of the stock ledger shall prepare and make a complete list of stockholders entitled to vote, arranged in alphabetical order. Such list shall be open for said ten (10) days, at the place where said election is to be held, to the examination of any stockholder entitled to vote at said election and shall be produced and kept, subject to the inspection of any such stockholder who may be present, at the time and place of election during the whole time thereof.

ARTICLE III.

BOARD OF DIRECTORS

Section 1. Jurisdiction and Membership.

A. NUMBER AND AUTHORITY. The government of this Corporation and the management of its affairs shall be vested in a Board of Directors of not less than three (3) nor more than fifteen (15) members, at least a majority of whom shall be residents of Michigan. The initial Board shall consist of nine (9) members. Thereafter, within the foregoing specified limits, the number of directors shall be determined by resolution of the Board of Directors. The Board of Directors shall have general management, control, direction, and possession of and over all the concerns, affairs, property, and funds of the Corporation. The Board shall have and enjoy all powers necessary, essential, or incidental to the carrying out of the purposes for which the Corporation is created, and as such Board it shall perform such duties as may be imposed on it, either by the Certificate of Incorporation, these By-Laws, or any provisions of law.

R. TENURE. Each director shall hold his office until the next annual meeting of the stockholders and until his successor is elected and qualified, provided that any director may be removed at any time by the stockholders.

C. VACANCIES. In case of any vacancy in the Board of Directors, including a vacancy created by an increase in the number of members of the Board of Directors, the remaining directors, by affirmative vote of a majority thereof (although less than a quorum) may elect a successor to hold office for the unexpired portion of the term of the director whose place shall be vacant.

SECTION 2. Annual Meetings; Election of Officers. The annual meeting of the Board of Directors shall be held immediately after the final adjournment of the annual meeting of the stockholders, and shall be a meeting of the directors elected at such stockholders' meeting.

At such annual meeting, or at any adjourned meeting thereof, the Board of Directors shall elect, for the ensuing year, the general officers provided for in these By-Laws. The Board may also appoint from time to time such other officers and agents as it may deem advisable for the best interests and proper management of the Corporation. If for any reason the directors shall fail to elect officers at such annual meeting or at any adjourned meeting thereof, such officers may be elected at any subsequent regular or special meeting of the Board of Directors.

SECTION 3. Regular Meetings. Regular meetings of the Board of Directors may be held at such times as may be determined by the Board.

SECTION 4. Notice of Annual and Regular Meetings. No notice shall be required for any annual or regular meeting of the Board.

SECTION 5. Special Meetings; Notice. Special meetings of the Board of Directors shall be held whenever called by the President or Vice-President or by any two (2) or more members of the Board.

Notice of each special meeting shall be given by the President, the Secretary, or the members of the Board calling it, by delivering the same personally, by mail, or by telegram, by not later than 5:00 P.M. of the business day next preceding the date of such meeting, to each director. Such notice may be waived by any director. The notice shall specify the time at which such meeting will be held and the purpose or purposes for which it is called, and no business shall be transacted at such meeting except such as may be specified in or implied by the terms of such notice, except as otherwise provided in these By-Laws.

SECTION 6. Meetings Without Notice. At any meeting at which every director for the time being in office shall be present, even though without any notice, or for which every such director shall have previously waived notice in writing, any business may be transacted.

SECTION 7. Quorum. A majority of the members of the Board of Directors shall constitute a quorum for the transaction of business, but if at any meeting of the Board there be less than a quorum present, the majority of those present may adjourn the meeting from time to time, without notice other than by announcement at the meeting, until a majority of the Board is in attendance. At any such adjourned meeting, a quorum being present, any business may be transacted which might have been transacted at the meeting as originally provided for or notified. Except as otherwise provided in the Certificate of Incorporation or in these By-Laws, all transactions of the Board shall be decided by vote of the majority of the quorum present.

ARTICLE IV.

OFFICERS.

SECTION 1. Number and Titles.

A. OFFICERS. The officers of the Corporation shall be a President, such number of Vice-Presidents as the Board of Directors may determine, a Secretary, a Treasurer, and such other officers as may be appointed by the Board of Directors. In addition to the said officers specifically designated by title in the preceding sentence, the Board of Directors may appoint such other officers as it may deem advisable, including, without limiting the generality of the foregoing, an actuary, one or more Assistant Secretaries and one or more Assistant Treasurers.

B. OTHER AGENTS AND EMPLOYEES. The Board of Directors may from time to time employ such other agents, factors, employees, counsel, solicitors, and attorneys at law or in fact, as it shall deem necessary or advisable, for such periods of time and on such terms and conditions as it may deem for the best interests of the Corporation, and such persons shall respectively have such authorities and receive such compensation and perform such duties as may be agreed on between them and the Board of Directors.

C. OATH OF SECRETARY. The Board of Directors may require that the Secretary be sworn to the faithful discharge of his duties.

D. MULTIPLE OFFICES. Any two (2) or more offices may be held by the same person, provided that no person shall hold the offices of President and Vice-President at the same time.

E. VACANCIES. Any vacancy occurring at any time in any office of the Corporation may be filled for the unexpired term by a majority vote of the directors then in office though less than a quorum.

SECTION 2. Tenure. Each officer shall hold his office until his successor is chosen and qualified.

SECTION 3. Duties of President. The President shall be the chief executive officer of the Corporation. It shall be his duty:

(i) To preside at all meetings of the stockholders and of the Board of Directors, (ii) to sign, as President, with the Secretary or Assistant Secretary, all certificates evidencing shares of the capital stock of the Corporation, (iii) to sign and execute, in the Corporation's name and on its behalf and as its President, all written instruments (not otherwise expressly provided for in these By-Laws) necessary, advisable, or incidental to the carrying out of the purposes for which the Corporation is created and which shall have been first duly authorized by the Board of Directors, and (iv) to perform such other duties as may be prescribed from time to time by the Board of Directors and such as may be expressly set forth elsewhere in these By-Laws.

SECTION 4. Duties of Vice-President. Each Vice-President shall perform (i) the duties of the President when so requested by the President or in the absence or inability to act of the President, and (ii) such other duties as may be prescribed from time to time by the Board of Directors or set forth elsewhere in these By-Laws. When performing the duties of the President, each Vice-President shall have all the powers of and shall be subject to all the restrictions imposed on the President.

SECTION 5. Duties of Secretary. The Secretary shall be the custodian of the corporate seal and of the books containing the records of proceedings at meetings of the stockholders and of the Board of Directors. It shall be his duty:

(i) To prepare and keep proper books in which he shall record all the proceedings of the meetings of the stockholders and directors, (ii) to give notice of meetings of stockholders and of directors as provided in these By-Laws, (iii) to keep a stock book and a record of all stock issued by the Corporation and of all transfers thereof, (iv) to sign as Secretary, with the President or Vice-President, all certificates evidencing shares of the capital stock of the Corporation and all other written instruments, necessary, advisable, or incidental to the carrying out of the purposes for which the Corporation is created and which shall have been first duly authorized by the Board of Directors and to affix the corporate seal of the Corporation thereto when required or advisable, and (v) to perform such other duties as may be prescribed from time to time by the Board of Directors and such as may be expressly set forth or provided for elsewhere in these By-Laws.

In the event of his death, resignation, or removal from office, all books, papers, and records belonging to the Corporation and then in his custody or under his control shall be forthwith surrendered and delivered to the President of the Corporation for such disposition as may be prescribed by resolution of the Board of Directors.

SECTION 6. Duties of Assistant Secretary. Each Assistant Secretary shall perform (i) the duties of the Secretary when so requested by the Secretary or in the absence or inability to act of the Secretary, and (ii) such other duties as may be prescribed from time to time by the Board of Directors or set forth elsewhere in these By-Laws. When performing the duties of the Secretary, each Assistant Secretary shall have all the powers of and shall be subject to all the restrictions imposed on the Secretary.

SECTION 7. Duties of Treasurer; Bond. The Treasurer shall be the custodian of all money, funds, securities, evidences of indebtedness, and other similar property of the Corporation. It shall be his duty:

(i) To keep or cause to be kept at all times in books belonging to the Corporation full and complete accounts showing accurately and in convenient form all the financial transactions of the Corporation, (ii) to deposit or cause to be deposited in the usual course of business all money, checks, bills of exchange, other orders for the payment of money, and evidences of indebtedness payable to the corporation or belonging to it, to its credit in one or more banks or trust companies or with bankers previously designated as depositories for the funds of the Corporation by the Board of Directors or by the proper officer or officers of the Corporation pursuant to authority delegated by the Board of Directors, (iii) to sign in the name of the Corporation and on its behalf and as its Treasurer, checks, bills of exchange, promissory notes, and other negotiable instruments issued by the Corporation in the usual course of its business as the Board may from time to time direct, (iv) to keep and preserve at all times, in books belonging to the Corporation, a full and accurate record of all checks, bills of exchange, promissory notes, and other negotiable instruments signed by him, (v) to submit, whenever so requested by the Board of Directors, for its information, a full and complete statement of his accounts, with proper vouchers, and (vi) to perform such other duties as the Board of Directors may from time to time prescribe or such as may be expressly set forth elsewhere in these By-Laws.

The Treasurer shall give such bond for the faithful performance of his duties, with a surety or sureties approved by the Board of Directors, as the Board may require from time to time, all premiums on any such bond (if a corporate bond be furnished) to be paid by the Corporation.



s books and records shall be open at all reasonable times for examination by the Board of Directors or by any member thereof, or by any committee of stockholders appointed by the Board for that purpose.

In the event of his death, resignation, or removal from office, all moneys, funds, securities, books, papers, records, vouchers, and other property of whatsoever kind belonging to the Corporation and then in his custody or under his control shall be forthwith surrendered and delivered to the President of the Corporation for such disposition as may be prescribed by resolution of the Board of Directors.

SECTION 8. Duties of Assistant Treasurer. Each Assistant Treasurer shall perform (i) the duties of the Treasurer when so requested by the Treasurer or in the absence or inability to act of the Treasurer, and (ii) such other duties as may be prescribed from time to time by the Board of Directors or set forth elsewhere in these By-Laws. When performing the duties of the Treasurer, each Assistant Treasurer shall have all the powers of and shall be subject to all the restrictions imposed on the Treasurer. As in the case of the Treasurer, any Assistant Treasurer may be required to give bond.

#### ARTICLE V.

##### VOTING ON STOCKS OWNED BY THE CORPORATION

Unless otherwise ordered by the Board of Directors, the President, the Secretary, or the Treasurer shall have full power and authority in behalf of the Corporation to attend and to act at any and all meetings of the stockholders of any corporation in which this Corporation may hold stock, and at any and all such meetings shall possess and may exercise any and all rights and powers incidental to the ownership of such stock (including the right to vote thereon) which, as the owner thereof, this Corporation might have possessed and exercised if present. The Board of Directors may from time to time confer like powers on any other person or persons.

#### ARTICLE VI.

##### CAPITAL STOCK: STOCK BOOKS: DIVIDENDS: SEAL

SECTION 1. Certificates of Stock. The certificates for shares of the capital stock of the Corporation shall be in such form, not inconsistent with the Certificate of Incorporation, as shall be approved by the Board of Directors.

The certificates shall be signed by the President or Vice-President and also by the Secretary or an Assistant Secretary. No certificate shall be valid unless it is signed by the President or Vice-President and by the Secretary or Assistant Secretary.

The name of the person owning the share or shares represented thereby, with the number of such shares and the date of issuance, shall be entered on the Corporation's books.

The possession of a certificate of stock, as between the holder and the Corporation, shall not be regarded as vesting ownership of the same or of the shares evidenced thereby in any person other than the registered owner, until the transfer thereof has been duly made on the books of the Corporation.

SECTION 2. Issuance and Transfer of Stock. The Board of Directors shall have power and authority to make, from time to time, all such rules and regulations as it may deem expedient concerning the issue, transfer, and registration of certificates evidencing shares of the capital stock of the Corporation.

SECTION 3. Closing Transfer Books or Fixing Record Date. The Board of Directors may close the stock transfer books in its discretion for a period not exceeding forty (40) days preceding the date of any meeting of stockholders or the date for payment of any dividend or the date for the allotment of rights or the date when any change or conversion or exchange of capital stock shall go into effect.

In lieu of closing the stock transfer books as aforesaid, the Board of Directors may fix in advance a date, not exceeding forty (40) days preceding the date of any meeting of stockholders or the date for the payment of any dividend or the date for the allotment of rights or the date when any change or conversion or exchange of capital stock shall go into effect, as a record date for the determination of the stockholders entitled to notice of, and to vote at, any such meeting, or entitled to receive payment of any such dividend, or to any such allotment of rights, or to exercise rights in respect of any such change, conversion, or exchange of capital stock, notwithstanding any transfer of any stock on the books of the Corporation after such record date fixed as aforesaid.

SECTION 4. Dividends. The Board of Directors may declare dividends from the surplus earnings of the Corporation, when and as it may deem advisable.

SECTION 5. Corporate Seal. The Board of Directors shall provide a suitable seal, containing the name of the Corporation, which seal shall be in charge of the Secretary. If and when so directed by the Board of Directors a duplicate of the seal may be kept and be used by the Treasurer or by the Assistant Secretary or Assistant Treasurer.

## ARTICLE VII.

### MISCELLANEOUS

SECTION 1. Written Instruments. Except as may be otherwise expressly provided in these By-Laws, no written instrument made by any person or persons on behalf of the Corporation or in its name shall be binding on it, unless the same shall have been made under the authority of the Board of Directors or pursuant to authority expressly delegated by the Board.

SECTION 2. Meetings on Sundays and Holidays. If the date designated in these By-Laws or in any notice given pursuant thereto for the holding of any meeting, whether of the stockholders or of the Board of Directors, shall fall on a Sunday or legal holiday, then such meeting shall be held at the hour herein or in such notice fixed, on the next business day thereafter not a Sunday or legal holiday.

SECTION 3. Books of Officers. Each officer of the Corporation, whether elected or appointed, shall exhibit his books, records, and accounts to any director of the Corporation at any and all reasonable times on request during business hours.

SECTION 4. Supervision of Board of Directors. All officers, agents, and employees of the Corporation shall at all times be subject in the discharge of their duties to the direction and supervision of the Board of Directors.

SECTION 5. Manner of Giving Notices. Unless otherwise expressly provided, a notice required by the Certificate of Incorporation or these By-Laws to be given to any person shall be in writing and may be given by depositing the same in a post office or post office letter box in a postpaid sealed wrapper addressed to such person at his address as the same appears on the stock books or records of the Corporation and such notice shall be deemed to have been given on the day of such deposit.

SECTION 6. Inspection of Books. No stockholder shall have any right to inspect any account, book, or document of the Corporation, except as conferred by statute, unless authorized by a resolution of the stockholders then entitled to vote thereon or of the Board of Directors.

SECTION 7. Signing of Checks. All checks, bills of exchange, promissory notes, and other negotiable instruments issued by the Corporation shall be signed by such officer or officers and/or agent or agents as the Board of Directors may from time to time direct.

SECTION 8. Fiscal Year. The fiscal year of the Corporation shall begin on the first day of January in each year and shall end on the thirty-first day of December next following, unless otherwise determined by the Board of Directors.

#### ARTICLE VIII.

##### AMENDMENT AND REPEAL OF BY-LAWS

The Board of Directors shall have power to make, alter, amend, repeal, or rescind the By-Laws.

These By-Laws shall take effect and be in force from and after their adoption.