**MINUTES OF ORGANIZATIONAL**

**MEETING OF DIRECTORS OF**

**<NAME OF NON-PROFIT>, INC.**

 The organizational meeting of the board of directors of <NAME OF NON-PROFIT>, Inc. was held at <PLACE OF MEETING>, <STREET ADDRESS>, <CITY>, Kentucky, on <MONTH> <DATE>, <YEAR>, at <TIME OF MEETING>, pursuant to the waiver of notice signed by all directors.

 The following directors, constituting the entire board of directors, were present:

<NAME OF DIRECTOR>

<NAME OF DIRECTOR>

<NAME OF DIRECTOR>

 Upon motion duly made, seconded, and unanimously adopted, <NAME OF CHAIRMAN> was chosen as chairman and <NAME OF SECRETARY>, secretary of the meeting.

 The chairman presented the waiver of notice of the meeting signed by all the directors. The secretary was instructed to affix the waiver to the minutes.

 The chairman reported the Articles of Incorporation of the corporation had been filed in the office of the Secretary of State of Kentucky on <MONTH> <DATE>, <YEAR>. The chairman was instructed to insert a duplicate original of the Articles of Incorporation in the minute book preceding the minutes.

 The chairman presented proposed By-Laws. After discussion and on motion duly made and seconded, the following resolution was unanimously adopted:

 RESOLVED, that the By-Laws submitted at this meeting be and are adopted as the By-Laws of this corporation, and that the chairman is instructed to insert a copy of the By-Laws in the minute book immediately following the duplicate original of the Articles of Incorporation.

 The meeting then proceeded to the election of officers of the corporation. Upon motion duly made, seconded, and unanimously adopted, the following were duly elected to the offices stated beside their respective names to serve during the pleasure of the board of directors.

<NAME> President

<NAME> Secretary-Treasurer

 The chairman recommended that an account be established at one of the local banks. After discussion and on motion duly made and seconded, the following resolution was unanimously adopted:

RESOLVED, that the <NAME OF BANK>, <CITY>, Kentucky, (hereinafter called the "bank") be and hereby is designated a depository of the funds of the corporation; and all checks, drafts and other orders with respect to any funds at any time to the credit of the corporation with the bank, hereby are authorized to be signed on behalf of the corporation by any of its officers listed below, or his or her successor in office;

<NAME> <OFFICE>

<NAME> <OFFICE>

 After discussion and on motion duly made and seconded, the following resolutions were unanimously adopted:

RESOLVED, that <NAME> is appointed the resident agent of the corporation in the State of Kentucky and the office at <STREET ADDRESS>, <CITY>, Kentucky, be and is designated as the registered office of the corporation in the State of Kentucky.

RESOLVED, that an office of the corporation be established and maintained at the same location as the registered office, until further action by the board of directors.

RESOLVED, that the annual meeting of the directors be held each year at the corporation's principal office at 10:00 a.m. on the second Monday of <MONTH>.

 After discussion and on motion duly made and seconded, the following resolution was unanimously adopted:

RESOLVED, that the president retain <NAME OF CPA>, C.P.A.'s, <CITY>, Kentucky, to act as the independent accountant for the corporation.

 There being no further business to come before the meeting, upon motion duly made, seconded, and unanimously adopted, the meeting was adjourned.

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<NAME>, Secretary-Treasurer

**WAIVER OF NOTICE**

The undersigned directors of <NAME OF NON-PROFIT>, Inc., do hereby consent that the organizational meeting of the board of directors of the corporation be held at <PLACE OF MEETING>, <STREET ADDRESS>, <CITY>, Kentucky, on <MONTH> <DATE>, <YEAR>, at <TIME OF MEETING>, for the purpose of adopting By-Laws, electing officers and the transaction of such other business as may come before the meeting, and waive notice of such meeting.

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<NAME>, Director

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<NAME>, Director

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<NAME>, Director