MINUTES OF THE INCORPORATORS' ORGANIZATIONAL MEETING

These minutes record the organizational meeting of the incorporators of _____, a _____ corporation (the "Corporation"), held on _____, (check one) [ ] in person at _____ [ ] by video conference (_____).

The Corporation's (check one) [ ] articles of incorporation [ ] certificate of incorporation (the "Charter") was filed in _____ on _____, under file number _____.

1. CALL TO ORDER

_____ called the meeting to order at _____ and acted as chair of the meeting. _____ acted as secretary of the meeting and recorded these minutes. The meeting was called by _____.

2. NOTICE

(Check one) [ ] Each incorporator signed a written waiver of notice of the meeting, which is filed with these minutes. [ ] Notice of the meeting was given to each incorporator on _____.

3. ATTENDANCE AND QUORUM

Incorporators present in person: _____

Incorporators present by video or phone: _____

Incorporators absent: _____

Others present at the invitation of the incorporators: _____

The chair announced that a quorum of the incorporators (check one) [ ] was present and that the meeting could proceed to business [ ] was not present, and no action was taken. Each resolution below was moved, seconded and adopted by (check one) [ ] the unanimous vote of the incorporators present [ ] the affirmative vote of a majority of the incorporators present.

4. CHARTER

RESOLVED, that the Charter, as filed, is accepted and approved in all respects, and that a copy of it is to be placed in the Corporation's minute book.

5. BYLAWS

(Check one) [ ] RESOLVED, that the bylaws presented at the meeting are adopted as the bylaws of the Corporation. [ ] RESOLVED, that the adoption of the Corporation's bylaws is left to the board of directors elected by these resolutions.

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6. ELECTION OF INITIAL DIRECTORS

RESOLVED, that each person named below is elected as an initial director of the Corporation, to hold office until the first annual meeting of stockholders and until a successor is elected and qualified:

1. _____

2. _____

3. _____

7. COMPLETION OF ORGANIZATION

RESOLVED, that the board of directors elected by these resolutions is authorized to complete the organization of the Corporation, including electing its officers.

8. RESIGNATION OF THE INCORPORATORS (OPTIONAL)

[ ] RESOLVED, that, effective immediately after the election of the directors named above, each incorporator resigns as an incorporator of the Corporation and leaves the management of the Corporation's affairs to the board of directors.

9. OTHER RESOLUTIONS

RESOLVED, that _____.

10. ADJOURNMENT

There being no further business, the meeting was adjourned at _____.

The undersigned secretary of the meeting certifies that these minutes are a true and accurate record of the meeting.

SIGNATURES

Secretary of the Meeting

Signature: _____ Date: _____

Printed Name: _____

Chair of the Meeting (optional)

Signature: _____ Date: _____

Printed Name: _____

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