

BY-LAWS
OF
BANKRUPTCY ASSOCIATION OF SOUTHERN ILLINOIS, INC.

ARTICLE I

The principal office of the corporation shall be in the State of Illinois. The corporation may have such other offices, either within or without the State of Illinois, as the corporation may require from time to time.

The registered office and the registered agent of the corporation shall be within the State of Illinois and may be, but need not be, located at the principal office. The address of the registered office may be changed from time to time by the Board of Directors.

ARTICLE II

NO MEMBERS

Section 1. Qualification of Members: Membership in the corporation shall not be limited.

Section 2. Classes of Members: The corporation shall have one class of members.

Section 3. Election of Members: Members shall be elected by the board of directors upon written application. An affirmative vote of two-thirds of the directors shall be required for election.

Section 4. Termination of Membership: The board of directors by affirmative vote of two-thirds of all of the members of the board may suspend or expel a member for cause after an appropriate hearing, and may, by a majority vote of those present at any regularly constituted meeting, terminate the membership of any member who becomes ineligible for membership, or suspend or expel any member who shall be in default in the payment of dues, if any.

Section 5. Resignation: Any member may resign by filing a written resignation with the Secretary, but such resignation shall not relieve the member so resigning of the obligation to pay any dues, assessments or other charges theretofore accrued and unpaid.

Section 6. Reinstatement: Upon written request signed by a former member and filed with the Secretary, the board of directors may, by the affirmative vote of two-thirds of the members of the board, reinstate such former member to membership upon such terms as the board of directors may deem appropriate.

Section 7. Transfer of Membership: Membership in this corporation is not transferable or assignable.

Section 8. No Membership Certificates: No membership certificates of the corporation shall be required.

ARTICLE III

MEETING OF MEMBERS

Section 1. Annual Meeting: The annual meeting of the members shall be held on the first Thursday in the month of February in each year, beginning with the year 2006 for the purpose of electing Directors and for the transaction of such other business as may come before the meeting. If the day fixed for the annual meeting shall be a legal holiday, such meeting shall be held on the next succeeding business day. If the election of Directors shall not be held on the day designated herein for any annual meeting, or at any adjournment thereof, the Board of Directors shall cause the election to be held at a special meeting of the members as soon thereafter as conveniently may be.

Section 2. Special Meeting: Special meetings of the members may be called by the President, by the Board of Directors or by not less than one-fifth of all the members of the corporation.

Section 3. Place Of Meeting: The Board of Directors may designate any place, either within or without the State of Illinois, as the place of meeting for any annual meeting of the members or for any special meeting of the members, and may include the same in a waiver of notice of any meeting. If no designation is made, or if a special meeting be otherwise called, the place of meeting shall be the registered office of the corporation in the State of Illinois, except as otherwise provided in Section 5 of this Article.

Section 4. Notice Of Meetings: Written or printed notice stating the place, day and hour of the meeting and, in case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than five (5) days nor more than sixty (60) days before the date of the meeting, either personally or by mail, by or at the direction of the President, or the Secretary, or the officer of members calling the meeting, to each member of record entitled to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope addressed to the member at his address as it appears on the records of the corporation with postage thereon prepaid.

Section 5. Meeting Of All Members: If all of the members shall meet at any time and place, either within or without the State of Illinois, and consent to the holding of a meeting, such meeting shall be valid, without call or notice, and at such meeting any corporate action may be taken.

Section 6. Fixing of Record Date: For the purpose of determining the members entitled to notice of or to vote at any meeting of members, or in order to make a determination of members for any other proper purpose, the Board of Directors of the corporation may fix in advance a date as the record date for any such determination of members, such date in any case to be no more than sixty (60) days and, for a meeting of members, not less than five (5) days, or in the case of a merger, consolidation, dissolution or sale, lease or exchange of assets, not less than twenty (20) days before the date of such meeting. If no record date is fixed for the determination of members entitled to notice of or to vote at a meeting of members, the date on which notice of the meeting is delivered shall be the record date for such determination of members. When determination of members entitled to vote at any meeting of members has been made, such determination shall apply to any adjournment of the meeting.

Section 7. Quorum: The holders of one-tenth (1/10) of the vote which may be cast at a meeting, represented in person or by proxy, shall constitute a quorum at any meeting of the members; provided, that if less than a quorum is represented at said meeting, a majority of the shares so represented may adjourn the meeting, from time to time, without further notice, to a date not longer than ninety days from the date originally set for such meeting. If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting shall be the act of the members, unless the vote of a greater number is required by The Illinois General Not for Profit Corporation Act or the Articles of Incorporation. At any adjourned meeting at which a quorum shall be present, any business may be transacted which might have been transacted at the original meeting. Withdrawal of members from any meeting shall not cause failure of a duly constituted quorum at that meeting.

Section 8. Proxies: At all meetings of members, a member may vote by proxy executed in writing by the member or by his or her duly authorized attorney-in-fact. Such proxy shall be filed with the Secretary of the corporation before or at the time of the meeting. No proxy shall be valid after eleven months from the date of its execution, unless otherwise provided in the proxy.

Section 9. Voting: Each member shall be entitled to one vote upon each matter submitted to a vote at a meeting of members.

Section 10. Inspectors: At any meeting of members, the chairman of the meeting may, or upon the request of any member, shall appoint one or more persons as inspectors for such meeting.

Such inspectors shall ascertain and report the number of votes represented at the meeting, based upon their determination of the validity and effect of proxies; count all votes and report the results; and do such other acts as are proper to conduct the election and voting with impartiality and fairness to all the members.

Each report of an inspector shall be in writing and signed by him or her or by a majority of them if there be more than one inspector acting at such meeting. If there is more than one inspector the report of a majority shall be the report of the inspectors. The report of the inspector

or inspectors on the number of votes represented at the meeting and the results of the voting shall be prima facie evidence thereof.

Section 11. Informal Action By Members: Any action which may be taken at a meeting of the members may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the members entitled to vote with respect to the subject matter thereof.

ARTICLE III

BOARD OF DIRECTORS

Section 1. General Powers: The affairs of the corporation shall be managed by or under the direction of its Board of Directors.

Section 2. Number, Election And Term: The number of Directors of the corporation shall initially be nine (9), each serving for a one (1) year term. The initial Board of Directors will elect directors at its first meeting. Each Director shall hold office until his or her successor shall be elected and qualified at the annual meeting of the Directors. The number of Directors may be increased or decreased by amendment of this section, but may not be decreased to fewer than five (5). No decrease shall affect the term of an incumbent Director.

Section 3. Regular Meetings: The Board of Directors may designate any place, either within or without the State of Illinois, as the place of meeting of the Board of Directors or for any special meeting of the Directors and may include the same in a waiver of notice of any meeting. If no designation is made, or if a special meeting be otherwise called, the place of meeting shall be the registered office of the corporation in the State of Illinois, except as otherwise provided in Section 6 of this Article.

Section 4. Special Meetings: Special meetings of the Board of Directors may be called by or at the request of the President or any two Directors. The person or persons authorized to call special meetings of the Board of Directors may fix any place in the United States, either within or without the State of Illinois, as the place for holding any special meeting of the Board of Directors called by them.

Section 5. Notice: Notice of any special meeting shall be given at least two (2) days previously thereto by written notice delivered personally or mailed to each Director at his business address, or by telegram provided, however, that if the designated meeting place is without the State of Illinois, an additional five days notice shall be given. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. If notice be given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express

purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in the notice or waive of notice of such meeting.

Section 6. Quorum: A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, provided that if less than a majority of the Directors are present at said meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

Section 7. Manner Of Acting: The act of the majority of the Directors present at a meeting of the Directors of which a quorum is present shall be the act of the Board of Directors unless the act of a greater number is required by statute, these by-laws, or the articles of incorporation.

Section 8. Director Participation in Meeting by Telecommunications: A Director may participate in a meeting of the Board of Directors by means of conference telephone or similar communications equipment enabling all Directors participating in the meeting to hear one another, and participation in a meeting pursuant to this section shall constitute presence in person at such meeting.

Section 9. Informal Action by Directors: Unless specifically prohibited by the articles of incorporation or these by-laws, any action required to be taken at a meeting of the Board of Directors of the corporation, or any other action which may be taken at a meeting of the Board of Directors or a committee thereof, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the Directors entitled to vote with respect to the subject matter thereof, or by all the members of such committee, as the case may be. Any such consent signed by all the Directors or all the members of the committee shall have the same effect as a unanimous vote and may be stated as such in any document filed with the Secretary of State or elsewhere.

Section 10. Vacancies: In case of the death or resignation or disqualification of one or more of the Directors, a majority of the survivors or remaining Directors may fill such vacancy or vacancies until the successor or successors are elected at the expiration of the vacated Director's term. A Director elected to fill a vacancy shall serve as such until the annual meeting of the Directors to elect a successor.

Section 11. Removal of Directors: One or more of the Directors may be removed, with or without cause, at a meeting of Directors by the affirmative vote of the holders of a majority of the outstanding votes, except that no Director shall be removed at a meeting of Directors unless the notice of such meeting shall state that a purpose of the meeting is to vote upon the removal of one or more Directors named in the notice. Only the named Director or Directors may be removed at such meeting.

Section 12. Compensation: Directors as such shall not receive any stated salaries for

their services, but reimbursement for ordinary and reasonable expenses may be allowed. Nothing herein contained shall be construed to preclude any Director from serving the corporation in any other capacity and receiving compensation therefor.

Section 13. Committees:

- (a) A majority of the Directors may create one or more committees and appoint Directors of the board to serve on the committee or committees. Each committee shall have two or more Directors, who serve at the pleasure of the board.
- (b) Unless the appointing by the Board of Directors requires a greater number, a majority of any committee shall constitute a quorum, and a majority of a quorum is necessary for committee action. A committee may act by unanimous consent in writing without a meeting and, subject to the provisions of the by-laws or actions by the Board of Directors, the committee by majority vote of its Directors shall determine the time and place of meetings and the notice required therefor.
- (c) To the extent specified by the Board of Directors, each committee may exercise the authority of the Board of Directors to the extent permitted by law.

Section 14. Presumption of Assent: A Director of the corporation who is present at a meeting of the Board of Directors at which action on any corporate matter is taken shall be conclusively presumed to have assented to the action taken unless his dissent shall be entered in the minutes of the meeting or unless he shall file his written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof or shall forward such dissent by registered mail to the secretary of the corporation immediately after the adjournment of the meeting. Such right to dissent shall not apply to a Director who voted in favor of such action.

ARTICLE IV

OFFICERS

Section 1. Number: The officers of the corporation shall be a President, one or more Vice-Presidents (the number thereof to be determined by the Board of Directors), a Treasurer, a Secretary and such other officers as may be elected in accordance with the provisions of this article. The Board of Directors, by resolution, may create the offices of one or more assistant Treasurers and assistant Secretaries, all of whom shall be elected by the Board of Directors. Any two or more offices may be held by the same person.

All officers and agents of the corporation, as between themselves and the corporation, shall have such authority and perform such duties in the management of the property and affairs of the corporation as may be provided in the by-laws, or, in the absence of such provision, as may be determined by resolution of the Board of Directors.

Section 2. Election And Term Of Office: The officers of the corporation shall be elected annually by the members at the first general meeting of the members in each calendar year. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. Vacancies may be filled or new offices created and filled at any meeting of the Board of Directors. Each officer shall hold office until his successor shall have been duly elected and qualified or until his death or until he shall resign or shall have been removed in the manner hereinafter provided.

Section 3. Removal: Any officer or agent elected or appointed by the members may be removed by the Board of Directors whenever in its judgment the best interests of the corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed.

Section 4. Vacancies: A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

Section 5. President: The President shall be the principal executive officer of the corporation and subject to the control and direction of the Board of Directors, he or she shall in general supervise and control all of the business and affairs of the corporation; he or she shall see that the resolutions and directions of the Board of Directors are carried out except to the extent those responsibilities are assigned to some other person by the Board of Directors. He shall be present at all meetings of the Board of Directors. He may sign, with the Secretary or Treasurer or any other proper officer thereunto authorized by the Board of Directors, any deed, mortgages, bonds, contracts, or other instruments which the Board of Directors have authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these by-laws to some other officer or agent of the corporation, or shall be required by law to be otherwise signed or executed; and in general shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

Section 6. The Vice-Presidents: In the absence of the President or in the event of his inability or refusal to act, the Vice-President (or in the event there be more than one Vice-President, the Vice-Presidents in the order of their election) shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. Any Vice-President may sign, with the Secretary or an Assistant Secretary, or with the Treasurer or an Assistant Treasurer, and shall perform such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

Section 7. The Treasurer: If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the Board of Directors shall determine. He shall: (a) have charge and custody of and be responsible for all funds and securities of the corporation; (b) receive and give receipts for moneys due and payable to the corporation from any source whatsoever, and deposit all such

moneys in the name of the corporation in such banks, trust companies or other depositaries as shall be selected in accordance with the provisions of Article V of these by-laws; (c) in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

Section 8. The Secretary: The Secretary shall: (a) keep the minutes of the Board of Directors' meetings in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these by-laws or as required by law; (c) be custodian of the corporate records and of the seal of the corporation; and (d) in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

Section 9. Assistant Treasurers And Assistant Secretaries: The Assistant Treasurers shall respectively, if required by the Board of Directors, give bonds for the faithful discharge of their duties in such sums and with such sureties as the Board of Directors shall determine. The assistant Treasurers and Assistant Secretaries, in general, shall perform such duties as shall be assigned to them by the Treasurer or the Secretary, respectively, or by the President or the Board of Directors.

Section 10. Salaries: Officers as such shall not receive any stated salaries for their services, but reimbursement for ordinary and reasonable expenses may be allowed. Nothing herein contained shall be construed to preclude any Officer from serving the corporation in any other capacity and receiving compensation therefor.

ARTICLE V

CONTRACTS, LOANS, CHECKS AND DEPOSITS

Section 1. Contracts: The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

Section 2. Loans: No loans shall be contracted on behalf of the corporation and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

Section 3. Checks, Drafts, Etc.: All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such a determination by the Board of Directors, such instrument shall be signed by the Treasurer and countersigned by the President.

Section 4. 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 as the Board of Directors may select.

Section 5. Gifts: The Board of Directors may accept on behalf of the corporation any contribution, gift, bequest or devise for the general purposes or for any special purpose of the corporation.

ARTICLE VI

FISCAL YEAR

The fiscal year of the corporation shall be fixed by resolution of the Board of Directors.

ARTICLE VII BOOKS AND RECORDS

The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board of Directors and committees having any of the authority of the Board of Directors, and shall keep at the registered or principal office a record giving the names and addresses of the Directors. All books and records of the corporation may be inspected by a Director, or his or her agent or attorney for any proper purpose at any reasonable time.

ARTICLE VIII

SEAL

The Board of Directors may provide a corporate seal which shall be in the form of a circle and shall have inscribed thereon the name of the corporation and the words, "Corporate Seal, Illinois." The seal may be used by causing it or a facsimile thereof to be impressed or affixed or in any other manner reproduced, provided that the affixing of the corporate seal to an instrument shall not give the instrument additional force or effect, or change the construction thereof, and the use of the corporate seal is not mandatory.

ARTICLE IX

WAIVER OF NOTICE

Whenever any notice whatever is required to be given under the provisions of these by-laws or under the provisions of the Articles Of Incorporation or under the provisions of The Illinois Not For Profit Corporation Act, waivers thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice. Attendance at any meeting shall constitute waiver of notice thereof unless the person at the meeting objects to the holding of the meeting because

proper notice was not given.

ARTICLE X

INDEMNIFICATION OF OFFICERS AND DIRECTORS AGAINST LIABILITIES AND EXPENSES IN ACTION

Section 1. Power to Hold Harmless: The corporation shall have power to indemnify any person who was or is a party or is threatened to be made party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the corporation) by reason of the fact that he or she is or was a Director, officer, employee or agent of the corporation, or who is or was serving at the request of the corporation as a Director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceedings if such person acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit or proceeding by judgment or settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in or not opposed to the best interest of the corporation or, with respect to any criminal action or proceeding, that the person had reasonable cause to believe that his or her conduct was unlawful.

Section 2. Power to Indemnify Litigant: The corporation shall have power to indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the corporation to procure a judgment in its favor by reason of the fact that such person 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 of another corporation, partnership, joint venture, trust or other enterprise against expenses (including attorneys' fees) actually and reasonably incurred by such person in connection with the defense or settlement of such action or suit if such person acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the corporation, provided that no indemnification shall be made in respect of any claim, issue or matter as to which such persons shall have been adjudged to be liable for negligence or misconduct in the performance of his or her duty to the corporation, unless, and only to the extent that, the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability but in view of all the circumstances of the case, such person is fairly and reasonable entitled to indemnity for such expenses as the court shall deem proper.

Section 3. Reimbursement Authorized: To the extent that a Director, officer, employee, or agent of a corporation has been successful, on the merits or otherwise in defense of any action, suit or proceeding referred to in Section 1 and 2 above, or in defense of any claim,

issue or matter therein, such person shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him or her in connection therewith.

Section 4. Determination if Reimbursement is Proper: Any indemnification under Sections 1 and 2 above (unless ordered by a court) shall be made by the corporation only as authorized in the specific case, upon a determination that indemnification of the Director, officer, employee or agent is proper in the circumstances because he or she has met the applicable standard of conduct set forth in Section 1 or 2 above. Such determination shall be made:

- (a) by a majority vote of a quorum of the Board of Directors who were not parties to such action, suit or proceeding; or
- (b) if such a quorum is not obtainable, or, even if obtainable, a quorum of disinterested Directors so directs, by independent legal counsel in a written opinion; or
- (c) by the Directors entitled to vote, if any.

Section 5. Advance of Expenses: Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the corporation in advance of the final disposition of such action, suit or proceedings, as authorized by the Board of Directors in the specific case, upon receipt of any undertaking by or on behalf of the Director, officer, employee or agent to repay such amount, unless it shall ultimately be determined that he or she is entitled to be indemnified by the corporation as authorized in this Article.

Section 6. Non-Exclusivity: The indemnification provided by this article shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any contract, agreement, vote of Directors or disinterested Directors, or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a Director, officer, employee or agent and shall inure to the benefit of the heirs, executor and administrators of such a person.

Section 7. Right to Acquire Insurance: The corporation shall have 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 of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against such person and incurred by such person in any such capacity, or arising out of his status as such, whether or not the corporation would have the power to indemnify him or her against such liability under the provisions of this Article.

Section 8. "Corporation" Definition: For purposes of this Article, references to "corporation" shall include, in addition to the surviving corporation, any merging corporation (including any corporation having merged with a merging corporation) absorbed in a merger which, if its separate existence had continued, would have had the power and authority to indemnify its Directors, officers, and employees or agents, so that any person who was a Director, officer, employee or agent of such merging corporation, or was serving at the request of

such merging corporation as a Director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, shall stand in the same position under the provisions of this Article with respect to the surviving corporation as such person would have with respect to such merging corporation if its separate existence had continued.

Section 9. Miscellaneous Definitions: For purposes of this Article, references to "other enterprises" shall include employee benefit plans; references to "fines" shall include any excise taxes assessed on a person with respect to an employee benefit plan; and references to "serving at the request of the corporation" shall include any service as a Director, officer, employee or agent of the corporation which imposes duties on, or involves services by, such Director, officer, employee, or agent with respect to an employee benefit plan, its participants, or beneficiaries. A person who acted in good faith and in a manner her or she reasonably believed to be in the best interests of the participants and beneficiaries of an employee benefit plan shall be deemed to have acted in a manner "not opposed to the best interest of the corporation" as referred to in this Article.

ARTICLE XI

TERMINATION

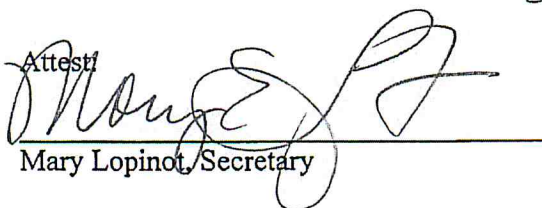
This Corporation shall be dissolved at such time as the Directors determine, in their sole discretion, that the purposes of the Corporation have been served. Upon dissolution, and after payment of any provision for liabilities and claims of the Corporation, the Director shall convey any remaining assets and income to such organization or organizations, exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as the Directors shall select, or as otherwise provided by the Illinois Revised Statutes.

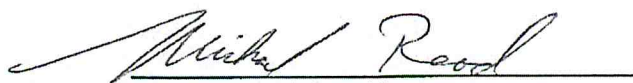
ARTICLE XII

AMENDMENTS

Unless limited by the articles of incorporation, the by-laws of the corporation may be made, altered, amended or repealed by the Board of Directors. The by-laws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with the Illinois General Not For Profit Corporation Act law or the articles of incorporation.

Effective Date: March 1, 2005

Attest

Mary Lopinot, Secretary


Michael Read, President

CONSENT OF THE BOARD OF DIRECTORS
OF
BANKRUPTCY ASSOCIATION OF SOUTHERN ILLINOIS, INC.

The undersigned, being all of the directors of Bankruptcy Association of Southern Illinois, Inc. ("BASIL"), an Illinois not-for-profit corporation, do hereby consent, pursuant to the General Not For profit Corporation Act of the State of Illinois, to the adoption of the following resolutions:

RESOLVED, BASIL was incorporated in the State of Illinois on March 1, 2005 (the "Date of Incorporation"), by filing Articles of Incorporation with the Illinois Secretary of State;

FURTHER RESOLVED, that the by-laws immediately following this consent be and are hereby adopted as the by-laws of BASIL with an effective date as of the Date of Incorporation;

FURTHER RESOLVED, that the current Officers of BASIL are hereby authorized to execute said by-laws;

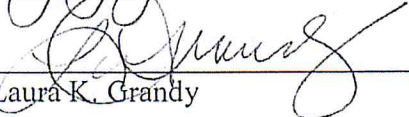
FURTHER RESOLVED, that the acts of the Officers of BASIL to this date are hereby ratified and approved.

This Action may be executed in any number of counterparts, all of which together shall constitute one original Action.


Dated: _____, 2014



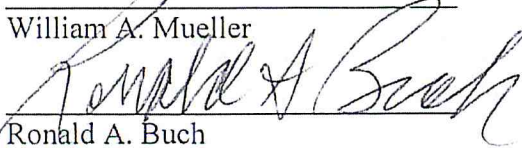
John Johnston



Laura K. Grandy



William A. Mueller



Ronald A. Buch

Marilyn Washburn

James J. Haller

Robert T. Bruegge

Lawrence Taliana

CONSENT OF THE BOARD OF DIRECTORS
OF
BANKRUPTCY ASSOCIATION OF SOUTHERN ILLINOIS, INC.

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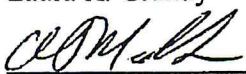
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FURTHER RESOLVED, that the acts of the Officers of BASIL to this date are hereby ratified and approved.

This Action may be executed in any number of counterparts, all of which together shall constitute one original Action.

Dated: 1/22, 2014

John Johnston

Laura K. Grandy


William A. Mueller

Ronald A. Buch

Marilyn Washburn



James J. Haller

Robert T. Bruegge

Lawrence Taliana

CONSENT OF THE BOARD OF DIRECTORS
OF
BANKRUPTCY ASSOCIATION OF SOUTHERN ILLINOIS, INC.

The undersigned, being all of the directors of Bankruptcy Association of Southern Illinois, Inc. ("BASIL"), an Illinois not-for-profit corporation, do hereby consent, pursuant to the General Not For profit Corporation Act of the State of Illinois, to the adoption of the following resolutions:

RESOLVED, BASIL was incorporated in the State of Illinois on March 1, 2005 (the "Date of Incorporation"), by filing Articles of Incorporation with the Illinois Secretary of State;

FURTHER RESOLVED, that the by-laws immediately following this consent be and are hereby adopted as the by-laws of BASIL with an effective date as of the Date of Incorporation;

FURTHER RESOLVED, that the current Officers of BASIL are hereby authorized to execute said by-laws;

FURTHER RESOLVED, that the acts of the Officers of BASIL to this date are hereby ratified and approved.

This Action may be executed in any number of counterparts, all of which together shall constitute one original Action.

Dated: _____, 2014

John Johnston

James J. Haller

Laura K. Grandy

Robert T. Bruegge

William A. Mueller

Lawrence Taliana

Ronald A. Buch



Marilyn Washburn

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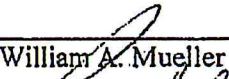
Dated: _____, 2014

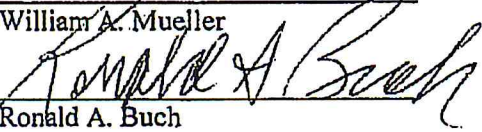


John Johnston



Laura K. Grandy

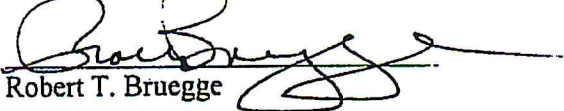


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