

The direction and management of the affairs of the corporation, and the control and disposition of its property and funds shall be vested in a Board of not less than three nor more than ten Trustees. Vacancies in the Board of Trustees occurring by death, resignation, increase in the number of trustees or otherwise shall be filled by the remaining trustees or trustee in such manner as the by-laws shall prescribe.

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No officer, trustee, member, or employee of the corporation shall receive or be lawfully entitled to receive any pecuniary profit from the operation thereof, except reasonable compensation for services actually rendered to or on behalf of said corporation. A reasonable amount, fixed from time to time by the Board of Trustees, may be paid for the attendance by each member of the Board of Trustees at regular or special meetings of said Board. Any trustee may at any time resign by written resignation filed with the Secretary of the corporation.

In furtherance, and not in limitation, of the powers conferred by statute, the Board of Trustees is expressly authorized:

- 072-3
- (a) To petition for amendments to this charter, to make and alter the by-laws of this corporation, and to adopt a corporate seal;
  - (b) To authorize and cause to be executed or created mortgages and other liens upon the real and personal property of the corporation;
  - (c) To appoint such officers and agents whether members of the Board of Trustees or otherwise, as the business of the corporation shall require, and to allow for suitable compensation;
  - (d) From time to time to determine whether and to what extent, and at what times and at what places and under what conditions and regulations the accounts and books of this corporation, or any of them, shall be open to inspection.

This corporation may, in its by-laws, confer powers upon its trustees in addition to the foregoing, and in addition to the powers and authority expressly conferred upon them by law.

In the event of the liquidation, dissolution or winding up of this corporation, whether voluntary, involuntary or by operation of law, except as may be otherwise provided by law, the trustees of this corporation shall have the power to dispose of the total assets of the corporation in such manner as they, in the exercise of an absolute and uncontrolled discretion, may by a majority vote determine; provided, however, that such dispositions shall be calculated to carry out the objects and purposes for which the corporation is formed and only such objects and purposes.

(CONTINUED ON NEXT PAGE)