

TABLE OF CONTENTS

BY-LAWS

Article I. Offices

Article II. Members

1. Members of the Corporation
2. Annual and Special Meetings of Members
3. Annual Report to Members
4. Presiding Officers of Meetings of Members and Order of Business
5. Proxies for Meetings of Members
6. Inspectors of Election
7. Quorum and Voting Requirements
8. Record Date of Meetings and Members
9. Evidence of Membership
10. Capital Contributions

Article III. Board of Directors

1. Number of Board of Directors
2. Election of Board of Directors and Term of Office
3. Termination of Directorships
4. Vacancies in and Newly-Created Directorships
5. Regular and Special Meetings of the Board of Directors
6. Quorum and Voting Requirements at Board of Directors Meetings
7. Presiding Officer
8. Committees

Article IV. Officers

1. Officers
2. Term of Office, Removal and Functions
3. Duties of Officers

Article V. Miscellaneous

1. Books and Records
2. Corporate Seal
3. Fiscal Year
4. Amendment of By-Laws

Actions Taken	1
Waives/Minutes - Board of Directors	2-5
Specimen Certificate	Appendix A
Banking Resolutions	Appendix B

BY-LAWS
OF

(A Not-For-Profit Corporation)

ARTICLE I
OFFICES

The principal office of the Corporation shall be located in the City of
Stockton, County of San Joaquin and State of

. The Corporation may also have such offices at such other places within or
without the State as the Board of Directors may from time to time determine.

ARTICLE II

MEMBERS

1. (a) The persons signing the Certificate of Incorporation as Incorporators shall be the first members of the Corporation, unless they shall have resigned as such members or unless membership shall otherwise have been terminated. Thereafter, the eligibility and qualifications for membership, and the manner of and admission into membership shall be prescribed by resolutions duly adopted by the Board of Directors of the Corporation or by such rules and regulations as may be prescribed by the Board of Directors. All such resolutions or rules and regulations relating to members adopted by the Board of Directors of the Corporation shall be affixed to the By-Laws of the Corporation, and shall be deemed to be a part thereof. Such resolutions or rules and regulations adopted by the Board of Directors may prescribe, with respect to all members, the