

MINUTES OF THE ANNUAL MEETING OF DIRECTORS OF  
[NAME OF CORPORATION]  
(the "Corporation")

The annual meeting of the Board of Directors of the Corporation was held on the \_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_, at [the offices of the Corporation], immediately following the annual meeting of the Shareholders of the Corporation.

In attendance were: [names of attendees].

\_\_\_\_\_ served as acting Chairman of the meeting and \_\_\_\_\_ as acting Secretary, to act until \_\_\_\_\_ be appointed as President and Secretary of the Corporation, respectively.

The Secretary then read a copy of notice of the meeting, which was signed by all of the directors. Upon motion duly made, seconded and carried, the Secretary was ordered to attach the waiver to the minutes of this meeting.

The Chairman reported that the Articles of Incorporation of the Corporation had been duly filed with the State of \_\_\_\_\_ on \_\_\_\_\_ [date]. The Certificate of Incorporation and a copy of the Articles of Incorporation were ordered to be attached to the minutes of this meeting.

The Chairman announced that nominations were proposed for officers of the Corporation. The following persons were nominated as officers of the Corporation, and their respective successors are elected and qualified:

|                  |        |
|------------------|--------|
| PRESIDENT:       | [name] |
| VICED PRESIDENT: | [name] |
| SECRETARY:       | [name] |
| TREASURER:       | [name] |

The Chairman announced that the forenamed persons had been elected to the office set opposite their respective names. The President thereupon took the chair and the Secretary immediately assumed the discharge of the duties of that office.

The President then presented and read the minutes of the annual meeting of Shareholders of the Corporation, and upon motion duly made, seconded and carried, the same were read and ratified and adopted by the Board of Directors.

There being no other business to come before the meeting, upon motion duly made, seconded and carried, the meeting was adjourned.

\_\_\_\_\_  
Chairman

\_\_\_\_\_  
Secretary