

Notice of Proposed Change to Bylaws
January 9, 2009

ARTICLE II
MEMBERS

Original Version

Section 10. Quorum of Members. Except as otherwise required by the laws of the State of Colorado, the Articles of Incorporation or these Bylaws, **the majority of the members entitled to vote at such meeting** shall constitute a quorum of members entitled to act, and the affirmative vote of a majority of the members at a meeting at which a quorum is present shall be the act of the members. If less than a quorum of the members are represented at the meeting, a majority of the members so represented may adjourn the meeting from time to time for a period not to exceed sixty (60) days at anyone adjournment without further notice other than an announcement of the meeting. At such adjourned meeting, at which a quorum shall be present or represented, any business may be transaction which might have been transacted at the meeting as originally notified.

Change Proposed

Section 10. Quorum of Members. Except as otherwise required by the laws of the State of Colorado, the Articles of Incorporation or these Bylaws, **five (05) voting members** shall constitute a quorum of members entitled to act, and the affirmative vote of a majority of the members at a meeting at which a quorum is present shall be the act of the members. If less than a quorum of the members are represented at the meeting, a majority of the members so represented may adjourn the meeting from time to time for a period not to exceed sixty (60) days at anyone adjournment without further notice other than an announcement of the meeting. At such adjourned meeting, at which a quorum shall be present or represented, any business may be transaction which might have been transacted at the meeting as originally notified.

ARTICLE III
GOVERNING BOARD

Original Version

Section 1. Number, Appointment, Approval and Term of Trustees. The business, property and affairs of the Corporation shall be managed by a Governing Board composed of not less than **three (3) and not more than nine (9)** trustees. At the organizational meeting of the Corporation, the members of the Governing Board shall be appointed by the initial trustees of the Corporation as identified and named in the Articles of Incorporation of the Corporation. Thereafter, trustees shall be elected by the members of the Corporation entitled to vote thereon at each annual meeting of the members. Each trustee of the Governing Board shall hold office until the next annual meeting, of the members and thereafter until his successor shall have been elected and qualified, or until his earlier death, resignation or removal. Trustees must be eighteen years or older, but need not be residents of the State of Colorado. At least three of the trustees of the Corporation shall also be officers of the Corporation.

Change Proposed

Section 1. Number, Appointment, Approval and Term of Trustees. The business, property and affairs of the Corporation shall be managed by a Governing Board composed of not less than **five (5) and not more than eleven (11)** trustees. At the organizational meeting of the Corporation, the members of the Governing Board shall be appointed by the initial trustees of the Corporation as identified and named in the Articles of Incorporation of the Corporation. Thereafter, trustees shall be elected by the members of the Corporation entitled to vote thereon at each annual meeting of the members. Each trustee of the Governing Board shall hold office until the next annual meeting, of the members and thereafter until his successor shall have been elected and qualified, or until his earlier death, resignation or removal. Trustees must be eighteen years or older, but need not be residents of the State of Colorado. At least three of the trustees of the Corporation shall also be officers of the Corporation.