

PROTECTION OF RIGHTS ALLIANCE

Board of Directors' Consent Resolution

The undersigned, being all of the Directors of the Protection of Rights Alliance (the "Corporation"), a nonprofit corporation organized and existing under the laws of the State of Michigan, waive all notice of the time, place or purpose of meeting and unanimously consent to the following actions:

1. Incorporator and Agents. Resolved, that the actions taken by the Incorporator and the agents and attorneys of the Corporation with respect to the incorporation of the Corporation and post-incorporation actions on behalf of the Corporation are fully ratified, confirmed and approved.

2. Approval and Ratification of Organizational Documents. Resolved, that the associated purposes and the organizational provisions of the Corporation as set forth in the attached Articles of Incorporation and Bylaws are approved and ratified.

3. Directors. Resolved, that the number of directors which shall constitute the Board of Directors of the Corporation is fixed at three (3).

4. Officers. Resolved, that the following persons are elected as officers of the Corporation to serve until their respective successors are elected and qualified:

Chairperson	Lou Kasischke
Vice Chairperson	Dick Selvala
Secretary/Treasurer	Gary Rentrop
Assistant Secretary/Treasurer	Renae Moore

The Assistant Secretary/Treasurer shall be authorized to carry out such day-to-day activities for the Corporation and the functions as necessary for the proper administration and operation of the Corporation, but shall not serve as directors of the Corporation or otherwise have a vote in the affairs of the Corporation.

5. Corporate Office. Resolved, that the business office and mailing address of the Corporation shall be 201 Townsend Street, Suite 900, Lansing, Michigan 48933, and the registered office for service of process and corporate filings shall be established and maintained at 201 Townsend Street, Suite 900, Lansing, MI 48933.

6. Bank Account Authorization. Resolved, that any officer of the Corporation is authorized to open or transfer such bank accounts and securities accounts in the name and on behalf of the Corporation as he or she deems necessary, and checks of the Corporation, signed by an officer, shall be honored and paid by such banks and charged to the account of the Corporation. Any form of corporate banking resolution required by any bank selected by any officer of the Corporation is ratified, approved and adopted as if set forth in full in this resolution. A copy of any such resolution shall be inserted in the minute book following this resolution. Any officer of the Corporation is authorized to execute and deliver to any such bank a certificate certifying any such resolution on behalf of the Corporation. Notwithstanding any

other provision of this resolution, any check in an amount greater than \$10,000 must be approved by a voting officer of the Corporation.

7. Fiscal Year. Resolved, that the fiscal year of the Corporation shall close each year on December 31.

8. Qualification as a Foreign Corporation. Resolved, that the qualification of the Corporation to transact business as a foreign corporation in any jurisdiction in which such qualification is required is ratified, approved and adopted.

9. Authorization. Resolved, that any officer of the Corporation is authorized to take such actions, and to execute, deliver and file with public authorities (if necessary) such documents, instruments and agreements as may be necessary or appropriate to carry out the resolutions contained in this Consent Resolution.

10. Legal Services. Resolved, that Dykema Gossett PLLC of Lansing, Michigan is appointed legal counsel of this Corporation, and the engagement letter is hereby ratified to represent the Corporation and its members interests in litigation as specified in the engagement letter.

11. Legal Filings. Resolved, that the officers and legal counsel are authorized to complete filings to protect the name of the Corporation and any other filings required by law.

12. Insurance Coverage. Resolved, that the officers are authorized to secure officers and directors liability insurance.

13. Membership Application, Dues and Admission. Resolved, that the attached Membership Application is approved and those interested entities and individuals that complete the Membership Application and pay the membership dues, which is hereby established at \$50, shall be admitted upon signature as a Membership Applicant. The Corporation and its agents are authorized to seek additional supplemental dues and contributions for payment of expenses of the Corporation.

Dated as of January ____, 2016.

Lou Kasischke

Dick Selvala

Gary Rentrop