

Special Meeting of the Board of Directors

for

The special meeting of the board of directors for the above named corporation was held on the ____ day of _____ 20____, at the time of _____, and at the following location:

The specific purpose of this Special Meeting was: _____

Present was:

_____	Name	_____
_____	Name	Address
_____	Name	Address
_____	Name	Address
_____	Name	Address
_____	Name	Address
_____	Name	Address

_____ was requested to be the temporary Chairman of the meeting.

_____ was requested to be the temporary Secretary of the meeting.

The following directors were present:

Name	Person/Proxy
_____	_____
_____	_____
_____	_____
_____	_____

1. The Special Meeting was called to order. It was determined that a quorum was present either in person or by proxy, and the meeting could conduct business.

2. The Secretary announced that the meeting was held pursuant to notice, as required per the Bylaws of the corporation, or that notice had been waived by all directors entitled to receive notice under the Bylaws. Copies of any certificates of mailing notice prepared by the Secretary and any written waivers signed by directors entitled to receive notice of this meeting were attached to these minutes by the Secretary.

3. A motion was made and carried that the Secretary was ordered to attach the documentation (if any) or the appropriate affidavit of mailing of notice or waiver of notice to the meeting minutes. If no notice is attached, all directors agreed that proper notice of the meeting had been given.

4. There was presented to the meeting a copy of the previous meeting of the board of directors.

5. Upon motion duly made, seconded, and unanimously carried, it was resolved that the current officers of the corporation be terminated, and the following persons were elected to serve as officers:

_____	President
_____	Vice-President
_____	Treasurer
_____	Secretary

6. Upon motion duly made, seconded, and unanimously carried, it was resolved that the hourly wages or salaries of the following officers were fixed at the following rates:

\$ _____	President
\$ _____	Vice-President
\$ _____	Treasurer
\$ _____	Secretary

7. Upon motion duly made, seconded, and unanimously carried, it was resolved that the following persons were elected to fill the vacancy of the board of directors and to serve as directors until the next shareholder meeting where directors are elected:

8. Upon motion duly made, seconded, and unanimously carried, it was resolved that the compensation of the following directors was fixed at the following rates:

9. The following reports were presented at the meeting by the following persons:

Name	Report
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10. Upon motion duly made, seconded, and unanimously carried, it was resolved that a dividend of \$_____ per share of common stock would be declared on the stock of the corporation. The dividend would be paid to each shareholder of record as of the date of _____, and shall be paid before the date of _____. The officers of this corporation are directed to take action to carry out the payment of the declared dividends.

11. The following other business was transacted:

12. The directors ratified and approved all documents presented.

There was no further business, and upon motion made, seconded, and unanimously carried, it was **RESOLVED**, that all the items and documents have been examined by the board of directors, and are approved and adopted, and that all the actions taken thus far have been ratified and approved by the board of directors of the corporation.

There being no further business, upon motion made, seconded, and unanimously carried, the meeting was adjourned.

Dated: _____

Secretary Signature

Printed Name

Witnesses:

Signature

Printed Name

Signature

Printed Name

Signature

Printed Name