

**CODE OF BY-LAWS
OF
AHEPA-DAUGHTERS OF PENELOPE DISTRICT #12 FOUNDATION, INC.**

ARTICLE 1

Identification, Records, Seal and Fiscal Year

Section 1.01 Name.

The name of the Corporation is AHEPA-DAUGHTERS OF PENELOPE DISTRICT #12 FOUNDATION, INC., ("the Corporation").

Section 1.02 Place of Keeping Corporate Books and Records.

The Corporation shall keep at its principal office a copy of (a) its Articles of Incorporation and all amendments thereto currently in effect ("the Articles"); (b) its Code of By-Laws and all amendments thereto currently in effect (the "By-Laws"); (c) resolutions adopted by the Board of Directors (the "Board") with respect to the characteristics, qualifications, rights, limitations and obligations of members or as class or category of members; (d) minutes of all meetings of the members of the Board of the Corporation and records of all actions taken by the Members without a meeting (collectively, "Members Minutes") for the prior three years; (e) all written communications by the Corporation to the Board including the financial statements furnished by the Corporation to the Board for the prior three years; (f) a list of the names and business or home address of the current directors of the Corporation (the "Directors") and the current officers of the Corporations (the "Officers"); and (g) the most recent Annual Report of the Corporation as filed with the Secretary of State of Indiana. The Corporation shall also keep and maintain at its principal office, or at such other place or places within or without the State of Indiana as may be provided, from time to time, in the By-Laws, (a) minutes of all meetings of the Board and of each committee, and records of all actions taken by the Board and by each committee without a meeting; and (b) appropriate accounting of records of the Corporation. All of the records of the Corporation described in this Section shall be maintained in written form or in another form capable of conversion into written form within a reasonable time.

