

BY-LAWS
Hidn TrezHER, Inc. (dba HTI)
Incorporated in the State of Maryland

ARTICLE I -- OFFICES

Section 1.01 Name. The registered office of the corporation shall be at "9002 Flintwood Ct., Fort Washington, MD" The registered agent in charge thereof shall be "Dr. Cynthia Sutherland".

Section 2. Board. The corporation may also have offices at such other places as the Board of Directors may from time to time appoint or the business of the corporation may require.

ARTICLE II – PURPOSE, OBJECTIVEWS, AND GOVERNING INSTRUMENTS

Section 2.1. Purpose. The purposes of the Corporation, as set forth in the Articles of Incorporation, are exclusively charitable within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future Federal tax law (Section 501(c)(3)). In furtherance of such purposes, the Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out the purposes, as set forth in the Articles of Incorporation and these Bylaws. The specific purposes of the Corporation are to provide innovative, global health products, services, and solutions to victims, survivors, and victors of childhood sexual abuse.

Section 2.2. Governing Instruments. The Corporation shall be governed by its Article of Incorporation and its Bylaws.

Section 2.3. Nondiscrimination Policy. The Corporation will not practice or permit any unlawful discrimination on the basis of sex, age, race, color, national origins, religion, physical handicap or disability, or any other basis prohibited by law.

Section 2.4 Limitations on Activities. No part of the activities of the Corporation shall consist of participating in, or intervening in, any political campaign on behalf of or in opposition to any candidate for public office, nor shall the Corporation operate a social club or carry on business with the general public in a manner similar to an organization operated for profit.

Notwithstanding any other provision of these Bylaws, the Corporation shall not carry on any activity not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future Federal tax law (Section 501(c)(3)).

Section 2.5. ByLaws. These corporate Bylaws have been adopted on behalf of the Corporation.

ARTICLE III -- SEAL

Section 1. Seal. The Board may adopt a corporate seal with the form and inscription of their choosing; however, the adoption and use of a corporate seal is not required.

ARTICLE IV – ADOPTION OF BYLAWS

Section 1. Meetings: Meetings shall be held at the registered office of the Corporation or at such a place, either within or without this State, as may be selected from time to time by the Board of Directors.

Section 2. Annual Meetings: The annual meeting of the Board of Directors shall be held on the 4th Wednesday of October in each year if not a legal holiday, and if a legal holiday, then on the next secular day following at 10:00 o'clock A.M. At this date and time, they shall elect a Board of Directors and transact such other business as may properly be brought before the meeting. If the annual meeting for election of Directors is not held on the date designated therefore, the Directors shall cause the meeting to be held as soon thereafter as convenient.

Section 3. Election of Directors: Election of the Directors of the corporation shall be by online poll.

Section 4. Special Meetings: Special meetings may be called at any time by the President, or the Board of Directors, entitled to cast at least one-fifth of the votes which all directors are entitled to cast at the particular meeting. At any time, upon written request of any person or persons who have duly called a special meeting, it shall be the duty of the Secretary to fix the date of the meeting, to be held not more than sixty days after receipts of the request and to give due notice thereof. If the Secretary shall neglect or refuse to fix the date of the meeting and give notice thereof, the person or persons calling the meeting may do so. Business transacted at all special meetings shall be confined to the objects stated in the call and matters germane thereto, unless all directors entitled to vote are present and consent. Written notice of a special meeting of directors stating the time, place, and object thereof, shall be given to each director entitled to vote thereat at least 30 days before such meeting, unless a greater period of notice is required by statute in a particular case.

Section 5. Quorum: A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of directors. If less than a majority of the outstanding shares entitled to vote is represented at a meeting, a majority of the shares so represented may adjourn the meeting from time to time without further notice. At such adjourned meeting at which a quorum shall be present or represented, any business may be transacted which may have been transacted at the meeting as originally noticed. The directors present at a duly organized meeting may continue to transact business until adjournment, notwithstanding the withdrawal of enough directors to leave less than a quorum.

Section 6. Proxies: Each director entitled to vote at a meeting of directors or to express consent or dissent to corporate action in writing without a meeting may authorize another person or persons to act for him/her by proxy. However, no such proxy shall be voted- or acted- upon after three years from its date, unless the proxy provides for a longer period. A duly executed proxy shall be irrevocable if it states that it is irrevocable and if, and only as long as, it is coupled with an interest sufficient in law to support an irrevocable power. A proxy may be irrevocable regardless of whether the interest, with which it is coupled, is an interest in the corporation generally. All proxies shall be filed with the Secretary of the meeting before voted upon.

Section 7. Notice of Meetings: Whenever directors are required or permitted to take any action at a meeting, a written notice of the meeting shall be given, which shall state the place, date and hour of the meeting, and, in case of a special meeting, the purpose or purposes for which the meeting is called. Unless otherwise provided by law, written notice of any meeting shall be given, not less than ten nor more than sixty days before the date of the meeting to each director entitled to vote as such meeting.

Section 8. Consent in Lieu of Meetings: Any action required to be taken at any annual or special meeting of directors or a corporation, or any action which may be taken at any annual or special meeting of such directors, may be taken without a meeting, without prior notice and without a vote. Prompt notice of the taking of the corporate action without a meeting by less than unanimous written consent shall be given to those directors who have not consented in writing.

ARTICLE V -- DIRECTORS

Section 1. Board of Directors: The business and affairs of this corporation shall be managed by the total of (Three (3), Board of Directors. The Directors need not be residents of this state or directors in the corporation. They shall be elected by the directors at the annual meeting of directors of the corporation, and each Trustee shall be elected for the term of one year, and until his successor shall be elected and shall qualify or until his earlier resignation or removal.

Section 2. Regular Meetings: Regular Meetings of the Board of Directors shall be held without notice, at least quarterly, at the registered office of the corporation, or at such other time and place as shall be determined by the Board.

Section 3. Special Meetings: Special Meetings of the Board may be called by the President on two (2) days notice to each Trustee, either personally, by electronic mail, by facsimile, or by telephone; Special Meetings shall be called by the President or Secretary in like manner and on like notice on the written request of a majority of the Directors in office.

Section 4. Quorum: A majority of the total number of Directors shall constitute a quorum for the transaction of business.

Section 5. Consent in Lieu of Meeting: Any action required or permitted to be taken at any meeting of the Board of Directors, or of any committee thereof, may be taken without a meeting if all members of the Board of committee, as the case may be, consent thereto in writing. As such, the writing or writings are to be filed with the minutes of proceedings of the Board of committee. The Board of Directors may hold its meeting, and have an office or offices, outside of this state.

Section 6. Virtual Attendance: One or more Directors may participate in a meeting of the Board, or a committee of the Board or of the stakeholders, by means of a virtual attendance or similar communications equipment. This means, by which all persons participating in the meeting can hear and see each other; participation in this manner shall constitute presence in person at such meeting.

Section 7. Compensation: Directors as such, shall NOT receive any stated salary for their services but by resolution of the Board, a fixed sum and expenses of attendance at each Regular or Special Meeting of the Board, PROVIDED, that nothing herein contained shall be construed to preclude any Trustee from serving the corporation in any other capacity and receiving compensation therefore.

Section 8. Removal: Any Trustee or the entire Board of Directors may be removed, with or without cause, by the holders of a majority of the shares then entitled to vote at an election of Directors. The exception is that when cumulative voting is permitted, if less than the entire Board is to be removed, no Trustee may be removed without cause if the votes against his/her removal would be sufficient to elect him. If then cumulatively voted at an election of the entire Board of Directors, or, if there be classes of Directors, at an election of the class of Directors of which he/she is a part.

ARTICLE VI -- OFFICERS

Section 1. Executive Officers: The executive officers of the corporation shall be chosen by the Directors and shall be a Founder, Vice President, and Treasurer. The Board of Directors may also choose one or more Vice Presidents and such other officers, as it shall deem necessary. Any number of offices may be held by the same person, qualifications and experience, thus allowing.

Section 2: Term of Office: The officers of the corporation shall hold office for one year, until their successors, with the required qualifications, are chosen. Any officer or agent elected or appointed by the Board, may be removed by the Board of Directors, whenever in its judgement the best interest of the corporation will be served thereby.

Section 3: President: President shall preside at all meetings of the directors; he/she shall see that all orders and resolutions of the Board are carried into effect, subject, however, to the right of the Directors to delegate any specific powers. This is except such as may be by statute exclusively conferred on the VP, to any officer or officers of the corporation. She shall execute bonds, mortgages and other contracts requiring a seal, under the seal of the corporation. She shall be EX-OFFICIO a member of all committees. The President shall attend all sessions of the Board. The President shall be the Chief Executive Officer of the Corporation; she shall have general and active management of the business of the corporation, subject, however, to the right of the Directors to delegate any specific powers. This is except such as may be by statute exclusively conferred on the President, to any other officer or officers of the corporation. She shall have the general power and duties of supervision and management usually vested in the office of President of a corporation.

Section 4. Secretary: The Secretary shall attend all sessions of the Board and all meetings at the directors and act as clerk thereof, and record all the votes of the corporation and the minutes of all its transactions in a book to be kept for that purpose, and shall perform like duties for all committees of the Board of Directors when required. She shall give, or cause to be given, notice for all meetings of the directors and of the Board of Directors, and shall perform such other duties as may be prescribed by the Board of Directors or President, and under whose supervision

she will be. She shall keep in safe custody the corporate seal of the corporation, and when authorized by the Board, affix the same to any instrument requiring it.

Section 5. Treasurer: The Treasurer shall have custody of the corporate funds and securities and shall keep full and accurate accounts of receipts and disbursements in books belonging to the corporation, and shall keep the monies of the corporation in separate account to the credit of the corporation. She shall disburse the funds of the corporation as may be ordered by the Board, taking proper vouchers for such disbursements, and shall render to the President and Directors, at the regular meetings of the Board, or whenever they may require it, an account of all her transactions as Treasurer and of the financial condition of the corporation.

ARTICLE VII -- VACANCIES

Section 1. Vacant Positions: the Board of Directors shall fill any vacancy occurring in any office of the corporation by death, resignation, and removal or otherwise. Vacancies and newly created Directorships resulting from any increase in the authorized number of Directors may be filled by a majority of the Directors then in office, although not less than a quorum, or by a sole remaining Trustee. If at any time, due to death or resignation of other cause, the corporation should have no Directors in office. Then any officer or any director or an executor, administrator, trustee or guardian of a director, or other fiduciary entrusted with like responsibility for the person or estate of director, may call a special meeting of directors in accordance with the provisions of these By Laws.

Section 2. Resignations Effective at Future Date: When one or more Directors shall resign from the Board, effective at a future date, a majority of the Directors then in office, including those who have so resigned, shall have power to fill such vacancy or vacancies, the vote thereon to take effect when such resignation or resignations shall become effective.

ARTICLE VIII -- CORPORATE RECORDS

Section 1. Records: Any director of record, in person or by attorney or other agent, shall, upon written demand under oath stating the purpose thereof, have the right during the usual hours for business to inspect for any proper purpose the corporation's list of its directors, and its other books and records, and to make copies or extracts therefrom. A proper purpose shall mean a purpose reasonably related to such person's interest as a director. In every instance where an attorney or other agent shall be the person who seeks the right to inspection, a power of attorney or such other writing, which authorizes the attorney or other agent to act on behalf of the director, shall accompany the demand under oath. The demand under oath shall be directed to the corporation at its registered office in this state or at its principal place of business.

ARTICLE IX -- MISCELLANEOUS PROVISIONS

Section 1. Checks: All checks or demands for money and notes of the corporation shall be signed by such officer or officers as the Board of Directors may from time to time designate.

Section 2. Fiscal Year: The fiscal year shall begin on the first day of January.

Section 3. Notice: Whenever written notice is required to be given to any person, it may be given to such person in the following ways. Either personally, or by sending a copy thereof through the standard mail, by fax, or by email, or by express mail, charges prepaid, to the address appearing on the books of the corporation or supplied by him/her to the corporation for the purpose of notice. If the notice is sent by standard mail or by fax, it shall be deemed to have been given to the person entitled thereto when deposited in the United States Postal Service mail, or faxed for transmission to such person. Such notice shall specify the place, day and hour of the meeting and, in the case of a special meeting of directors, the general nature of the business to be transacted.

Section 4. Waiver of Notice: Whenever any written notice is required by statute, or by the Certificate or the By-Laws of this corporation a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice. Except in the case of a special meeting of directors, neither the business to be transacted at nor the purpose of the meeting need be specified in the waiver of notice of such meeting. Attendance of a person either in person or by proxy, at any meeting shall constitute a waiver of notice of such meeting, except where a person attends a meeting for the express purpose of objecting to the transaction of any business because the meeting was not lawfully called or convened.

Section 5. Disallowed Compensation: Any payments made to an officer or employee of the corporation such as a salary, commission, bonus, interest, rent, travel or entertainment expense incurred by him/her, which shall be disallowed in whole, or in part as a deductible expense by the Internal Revenue Service, shall be reimbursed by such an officer or employee to the corporation to the full extent of such disallowance. It shall be the duty of the Directors, as a Board, to enforce payment of each such amount disallowed. In lieu of payment by the officer or employee, subject to the determination of the Directors, proportionate amounts may be withheld from his/her future compensation payments until the amount owed to the corporation has been recovered.

Section 6. Resignations: Any Trustee or other Trustee may resign at any time, such resignation is to be in writing, and to take effect from the time of its receipt by the corporation, unless some time be fixed in the resignation and then from that date. The acceptance of a resignation shall not be required to make it effective.

ARTICLE X -- ANNUAL STATEMENT

Section 1. Annual Statement: The President and Board of Directors shall present at each annual meeting a full and complete statement of the business and affairs of the corporation for the preceding year. Such statement shall be prepared and presented in whatever manner the Board of Directors shall deem advisable and need not be verified by a Certified Public Accountant.

ARTICLE XI -- AMENDMENTS

Section 1. Amendments: These By-Laws may be amended or repealed by the vote of the directors entitles to cast at least a majority of the votes which all directors are entitled to cast

thereon, at any Regular or Special Meeting of the directors, duly convened after notice to the directors of that purpose.

ARTICLE XII -- INDEMNIFICATION

Section 1 Indemnification. The Company has the power to defend, indemnify, and hold harmless any Person who was or is a party, or who is threatened to be made a party, to any Proceeding (as that term is defined below) by reason of the fact that such Person was or is a Member, Manager, officer, employee, representative, or other agent of the Company, or was or is serving at the request of the Company as a director, Manager, Governor, officer, employee, representative or other agent of another limited liability company, corporation, partnership, joint venture, trust, or other enterprise (each such Person is referred to as a "Company Agent"), against Expenses (as that term is defined below), judgments, fines, settlements, and other amounts (collectively, "Damages") to the maximum extent now or hereafter permitted under Maryland law.

"Proceeding," as used in this Article 9, means any threatened, pending, or completed action, proceeding, individual claim or matter within a proceeding, whether civil, criminal, administrative, or investigative. "Expenses," as used in this Article 9, includes, without limitation, court costs, reasonable attorney and expert fees, and any expenses incurred relating to establishing a right to indemnification, if any, under this Article 9.

Section 2 Mandatory. The Company must defend, indemnify and hold harmless a Company Agent in connection with a Proceeding in which such Company Agent is involved if, and to the extent, Maryland law requires that a limited liability company indemnify a Company Agent in connection with a Proceeding.

Section 3 Expenses Paid by the Company Prior to Final Disposition. Expenses of each Company Agent indemnified or held harmless under this Agreement that are actually and reasonably incurred in connection with the defense or settlement of a Proceeding may be paid by the Company in advance of the final disposition of a Proceeding if authorized by a vote of the Members that are not seeking indemnification holding a majority of the Voting Interests (excluding the Voting Interest of the Company Agent seeking indemnification) or a majority of the Managers that are not seeking indemnification, as the case may be. Before the Company makes any such payment of Expenses, the Company Agent seeking indemnification must deliver a written undertaking to the Company stating that such Company Agent will repay the applicable Expenses to the Company unless it is ultimately determined that the Company Agent is entitled or required to be indemnified and held harmless by the Company (as set forth in Sections 9.1 or 9.2 above or as otherwise required by applicable law).

ARTICLE XIII: DISSOLUTION

Section 1 Dissolution. The Corporation will be dissolved upon the first to occur of the following events:

- i. The unanimous agreement of all Members in a consent in writing to dissolve the Company;
- ii. Entry of a decree of judicial dissolution under Section 4A-903 of the Maryland Limited Liability Company Act;

- iii. At any time that there are no Members, unless and provided that the Company is not otherwise required to be dissolved and wound up, within 90 days after the occurrence of the event that terminated the continued membership of the last remaining Member, the legal representative of the last remaining Member agrees in writing to continue the Company and (i) to become a Member; or (ii) to the extent that the last remaining Member assigned its interest in the Company, to cause the Member's assignee to become a Member of the Company, effective as of the occurrence of the event that terminated the continued membership of the last remaining Member;
- iv. The sale or transfer of all or substantially all of the Company's assets;
- v. A merger or consolidation of the Company with one or more entities in which the Company is not the surviving entity.

Section 2 No Automatic Dissolution Upon Certain Events. Unless otherwise set forth in this Agreement or required by applicable law, the death, incapacity, disassociation, bankruptcy, or withdrawal of a Member will not automatically cause a dissolution of the Company.

IN WITNESS WHEREOF, the parties have executed or caused to be executed these Bylaws and do each hereby represent and warrant that their respective signatory, whose signature appears below, has been and is, on the date of this Agreement, duly authorized to execute this Agreement.

Dated: December 1, 2022

Signature of Dr. Cynthia Sutherland

Signature of Kamika Dawkins

Signature of Daosha Littlejohn

Signature of Kimberly Gaffney-Charles

Signature of Andrienne Stevenson

EXHIBIT A

MEMBERS

The Members of the Company and their respective addresses, Capital Contributions, and Ownership Interests are set forth below. The Members agree to keep this Exhibit A current and updated in accordance with the terms of this Agreement.

Title	Name	Address	% Interest	Contact Info
President/Founder/Board Chair	Dr. Cynthia Sutherland	MD	45	864-425-1445
Vice President	Kamika Dawkins	SC	20	980-285-9259
Treasurer	Daosha Littlejohn	GA	10	864-431-5324
Committee Chair	Kimberly Gaffney-Charles	NY	10	718-207-9816
Administrative Support	Andrienne Stevenson	FL	15	239-776-9873