

EXHIBIT 5

By-laws of a Civic Club.

1. Name: The name of this club is _____ incorporated under the State of _____ under the _____ law on the _____ day of _____, 1967.
2. Objects: Objects of this club shall be to protect and promote the best interests of the citizens of the nation, the state and this area, hereinafter set forth: to promote and strive for the improvement and betterment of all public facilities and services; to promote and encourage a better community and civic spirit and to foster good will and friendship between and among all the residents of said area, to cooperate with county, town, village, state and federal officials and with other civic and public organizations for the general welfare of the entire community.
3. Membership: Membership may be of several classes as provided by the Board of Directors and shall be initially of one class.
 - (a) the initial class of members shall be those persons elected by the Board of Directors.
4. Dues: Annual dues may be assessed from each member equally by the Board of Directors.

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6. Meetings:
 - (a) The annual meeting of the members shall be held on the _____ day of _____, of each calendar year for the express purpose of electing directors and officers and for conducting such other business as may come before the members at that time.
 - (b) Regular meetings of the members shall be held as per agreement and Resolution of the members.
 - (c) Special meetings of the membership may be called by the President, whenever he shall deem the same necessary or whenever he shall be called upon to do so by two members of the Board of Directors or four members of the club.
 - (d) Notices of all such annual and special meetings shall be in writing given or mailed to each member not less than 5 nor more than 10 days before the date set for any such meetings, but such notice may be waived in writing by agreement of 2/3 of the members at any such meeting. No notice is required for a regular meeting of the membership. 2/3 of the members shall constitute a quorum of the membership. Voting shall be by a majority vote cast in person or by proxy. Proxies shall be in writing subscribed by the member and shall be presented by the presiding official of the meeting, to be qualified.

(over)