

The Organizational Meeting of
Stand Out Youth, Inc.

A special meeting of the Advisory Board of Stand Out was held on March 21, 2005.

The following Board Members were present: Leo Monroe, Karen Abato, Holland Morgan, Noel Schornhorst, Sarah Holmes, Martha Womack, Allison Bailey, Duke Miles, Gene Graves, Kris Rice.

The meeting was called to order by Martha Womack at 6:30 PM.

Co-President, Duke Miles, introduced Attorney, Ernie Lee, who presented the Advisory Board members information on the actions taken to form a non-profit corporation known as the Stand Out Youth, Inc., incorporated under the Georgia Non-profit code. Mr. Lee stated the articles of incorporation have been filed with the Georgia Secretary of State's Office. The proper incorporation notice has been sent and posted.

A motion was made to accept the By Laws as presented to incorporate a non-profit corporation known as Stand Out Youth, Inc. and to dissolve the Stand Out Advisory Board and to transfer all assets of the Stand Out Advisory Board to the new corporation. The motion was seconded and a vote taken. Motion carried.

It is hereby resolved that the By Laws of Stand Out Youth, Inc. be accepted as the new governing rules of Stand Out Youth, Inc., and the Stand Out Advisory Board is dissolved and all assets of the Stand Out Advisory Board be transferred to the new non-profit corporation known as Stand Out Youth, Inc.

There was a motion made to nominate twelve (12) members of the former Stand Out Advisory Board as the initial Board of Directors of Stand Out Youth, Inc. The motion was seconded and a vote was taken. Motion carried.

It is hereby resolved that the initial Board of Directors be comprised of twelve (12) members.

The following Advisory Board members were nominated as a slate of Directors: Orlando Montoya, Melvin Hutcheson, Marianne Broulliette, Leo Monroe, Kris Rice, Karen Abato, Holland Morgan, Gene Graves, Duke Miles, Allison Bailey, Sarah Holmes, Martha Womack.

There was a motion to close the nominations. It was seconded, and a vote was taken. Motion carried.

It is hereby resolved that the initial Board of Directors will be comprised of the following: Orlando Montoya, Melvin Hutcheson, Marianne Broulliette, Leo Monroe, Kris Rice, Karen Abato, Holland Morgan, Gene Graves, Duke Miles, Allison Bailey, Sarah Holmes, Martha Womack.

There were discussions as to the duties of corporate secretary. Nominations were made to fill the position of Secretary of the Corporation. Nominations were closed and a vote taken.

It is hereby resolved that the initial Secretary of the Corporation is Leo Monroe.

A motion was made to establish a fiscal year beginning on July 1 and ending on June 30. The motion was seconded and a vote taken. Motion carried.

It is hereby resolved that the fiscal year will begin on July 1 and end on June 30.

As initial incorporator, Mr. Lee turned over the rights as incorporator to the newly formed Board of Directors and gave up any rights in the incorporation.

There was a motion made and seconded to close the meeting. A vote was taken.

Motion carried. The meeting ended at 7:10 PM.

Dated this the 21st day of March, 2005.

Leo J Monroe
Secretary of the Corporation