

**BYLAWS
OF
ASSOCIATION OF INDEPENDENT MORTGAGE EXPERTS (AIME)**

**ARTICLE I
FORMATION**

Section 1. Name. The name of the Corporation is Association of Independent Mortgage Experts (AIME).

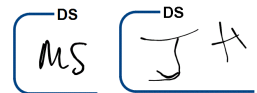
Section 2. Incorporation. AIME (the “Corporation”) is organized exclusively for purposes pursuant to section 501(c)(6) of the Internal Revenue Code and has been incorporated as a Michigan nonprofit corporation under Michigan law and with the filing of Articles of Incorporation for the Corporation with the Michigan Department of Licensing and Regulatory Affairs.

Section 3. Purpose. The purpose of the Corporation shall be to advance the interests of Independent Mortgage Experts (as defined in ARTICLE VIII). The organization has not been formed for the making of any profit or personal financial gain. The assets and income of the organization shall not be distributable to, or benefit the trustees, directors, or officers or other individuals. The assets and income shall only be used to promote corporate purposes as described below. Nothing contained herein, however, shall be deemed to prohibit the payment of reasonable compensation to employees and independent contractors for services provided for the benefit of the organization. This organization shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax. The organization shall not endorse, contribute to, work for, or otherwise support (or oppose) a candidate for public office.

Section 4. Activities. The Corporation shall engage in the following activities:

- A. Providing benefits to members of the Corporation;
- B. Leading or collaborating with other organizations in the production of conferences, trade shows, seminars, and other events that focus on the interests of Independent Mortgage Experts;
- C. Expanding the Independent Mortgage Experts industry through various means including, but not limited to, training, education, grant awarding, and financing assistance programs;
- D. Educating and informing brokers, vendors, lenders, and consumers on the benefits of Independent Mortgage Experts;

Section 5. Location. The Corporation shall be located at 6978 Dixie Hwy, Suite B, in the Village of Clarkston, Michigan. The Corporation may also maintain additional offices at such other places within or outside the state of Michigan as the Board of Directors may determine.



ARTICLE II MEETINGS OF CORPORATION MEMBERS

Section 6. Annual Meeting of Corporation Members. An annual meeting of the Corporation's members shall be held once each calendar year for the purpose of electing directors and for the transaction of such other business as may properly come before the members as a body. The annual meeting shall be held in conjunction with the Corporation's annual national conference. A Board of Directors meeting shall be held immediately after the election for the purpose of confirming new Board members, Board election and appointment of new officers, Board election and appointment of new committee chairpersons, and transaction of such other business by the Board as may be deemed appropriate. This Board meeting shall be open to the Corporation's members and include an opportunity for open comment by those members in accordance with criteria set forth by the Board of Directors. The Board shall keep written minutes of these proceedings in its permanent records. The Secretary shall provide minutes to the Board of Directors for review within seven (7) days of any given Board meeting. During regular Board meetings, the Board shall vote to approve any outstanding minutes from preceding meetings, add those minutes to the Corporation's permanent records, and make them accessible to the general public.

Section 7. Special Meetings of Corporation Members. Special meetings of the Corporation's members may be requested by the Chairman or a majority of the Board of Directors. A special meeting of the Corporation's members is not required to be held at a geographic location if the meeting is held by means of the internet or other electronic communications technology in a manner pursuant to which the Corporation's members have the opportunity to read or hear the proceedings substantially concurrent with the occurrence of the proceedings, note on matters submitted to the members, pose questions, and make comments. The Board shall keep written minutes of these proceedings in its permanent records. The Secretary shall provide minutes to the Board of Directors for review within seven (7) days of any given Board meeting. During regular Board meetings, the Board shall vote to approve any outstanding minutes from preceding meetings, add those minutes to the Corporation's permanent records, and make them accessible to the general public.

Section 8. Notice. Written notice of all meetings of the Corporation's members shall be provided personally, by mail, or by electronic transmission, no less than 30 or more than 60 days before the date of the meeting to each member of record entitled to vote at the meeting. The notice shall include the time, place, and purpose of the meeting.

Section 9. Nomination and Election of Directors.

Section 9.1. Eligibility for Nomination. All members in good standing who have paid dues in full for 12 cumulative consecutive months including, preceding, and/or following the month in which the vote is called shall be eligible to self-nominate in the annual election of Board Directors or other elections by the Corporation's members.

Section 9.2. Eligibility for Voting. All members in good standing who have paid dues in full for 12 cumulative consecutive months including, preceding, and/or following the month in which the vote is called shall be eligible to vote in the annual election of Board members or other votes by the Corporation's members.

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ARTICLE III DIRECTORS

Section 10. Legal Duties of the Board of Directors. The Board of Directors is the governing body of the Corporation. The Board will focus on the high-level strategy, oversight, accountability of, and fund development for the organization. Every member of the Board of Directors has the following three general legal duties.

Section 10.1 Duty of Care. Every Director has a legal duty to ensure the Corporation's assets are used with prudence and care.

Section 10.1 Duty of Loyalty. Every Director has a legal duty to ensure the Board makes decisions in the Corporation's best interest.

Section 10.1 Duty of Obedience. Every Director has the legal duty of ensuring the Corporation is continually in compliance with its bylaws and all other laws and regulations.

Section 11. Number of Directors. The Corporation shall be managed by a Board of Directors consisting of a minimum of three (3) Directors who are independent voting members. Being an "independent voting member" requires that there are no financial or familial relationships between the director and the Corporation.

Section 12. Compensation of Directors. The Corporation shall not pay compensation to Directors for their services on the Board of Directors, but may reimburse directors for expenses actually incurred in performing services rendered to the Corporation in such capacities.

Section 13. Directors. The voting Directors shall be as follows.

Section 13.1. Chairman. The Director position of Chairman shall be the senior Director on the Board of Directors and shall preside at all meetings of the Board and its Executive Committee, if such a committee is created by the Board, at which the Chairman is present. In the event of a tied vote among the Board of Directors, the Chairman's is the deciding vote. The Chairman must be a paid member in good standing of the Corporation at the time of nomination and throughout their tenure as Director. The Chairman shall serve as Chief Executive Officer of the Corporation. The term of office of the Chairman shall be indefinite until such time as the Chairman resigns, is removed by the Board, or due to death or disability. (Disability is defined in Section 15.1). On occasion of a vacancy, the Chairman shall be elected by the Corporation's members during the Annual Meeting of Corporation Members.

Section 13.2. Founding President. The Founding President director position shall be held by Marc Summers until such time as he resigns or due to death or disability (Disability is defined in Section 15.1) at which time this position shall be removed from the Board of Directors and the bylaws amended to reflect. The Founding President must be a paid member in good standing of the Corporation throughout his tenure as Founding President. In the absence of CEO due to non-availability for any reason, the Founding President shall act in the capacity as CEO.

Section 13.3. Director of Membership (Local Brokerages). This Director shall be elected by the Corporation's members during the Annual Meeting of Corporation Members on odd numbered years. The term of the first Director of Membership (Local Brokerages) shall conclude upon election of a new Director at the 2025 Annual Meeting of Corporation Members. This

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Director shall serve until the next Director is elected, or until completion of the original term of a Director they have replaced due to resignation, removal, death, or disability. (Disability is defined in Section 15.1). This Director must be employed at a wholesale brokerage and a paid member in good standing of the Corporation throughout their tenure as Director. Other qualifications for this Director position may be established by the Board. This Director may serve consecutive terms if re-elected by vote of the Corporation's members.

Section 13.4. Director of Membership (Regional Brokerages). This Director shall be elected by the Corporation's members during the Annual Meeting of Corporation Members on odd numbered years. The term of the first Director of Membership (Regional Brokerages) shall conclude upon election of a new Director at the 2025 Annual Meeting of Corporation Members. This Director shall serve until the next Director is elected, or until completion of the original term of a Director they have replaced due to resignation, removal, death, or disability. (Disability is defined in Section 15.1) This Director must be employed at a wholesale brokerage and a paid member in good standing of the Corporation throughout their tenure as Director. Other qualifications for this Director position may be established by the Board. This Director may serve consecutive terms if re-elected by vote of the Corporation's members.

Section 13.5. Director of Membership (National Brokerages). This Director shall be elected by the Corporation's members during the Annual Meeting of Corporation Members on even numbered years. The term of the first Director of Membership (National Brokerages) shall conclude upon election of a new Director at the 2024 Annual Meeting of Corporation Members. Future Directors shall serve a term of 2 year(s) from the date of appointment, or until completion of the original term of a Director they have replaced due to resignation, removal, death, or disability. (Disability is defined in Section 15.1). This Director must be employed at a wholesale brokerage and a paid member in good standing of the Corporation throughout their tenure as Director. Other qualifications for this Director position may be established by the Board. This Director may serve consecutive terms if re-elected by vote of the Corporation's members.

Section 13.6 Director(s) at Large. The Chief Executive Officer may recommend Directors at Large for appointment by the Board. The CEO shall propose the purpose and qualifications of the Director(s) at Large. Appointment and the term of office of a Director at Large shall be approved by vote of the Board during a regular or special meeting.

Section 14. Resignation of Directors. Any director may resign from office at any time by delivering a resignation in writing to the Chairman of the Board. Such resignation shall take effect at the time specified therein and, unless otherwise specified, no acceptance of such resignation shall be necessary to make it effective.

Section 15. Removal of Directors. Any Director appointed by the Board may be removed from office due to death, disability, (disability is defined in Section 15.1) or with or without cause by written resolution of the Board of Directors. Such resolution shall be placed before the Board by the Chairman or a majority of the Directors during a Special Meeting of the Board for that specific purpose. A quorum for a special meeting with this purpose shall consist of all Directors, not including the Director being recommended for removal, and removal of the Director must be affirmed by unanimous vote of that quorum. Any Director elected by the Corporation's members must be removed by vote of the Corporation's members. Such a vote may be called by the Chairman or a majority of the Directors during a Special Meeting of the Board for that specific purpose. The removal must be approved by a supermajority (two thirds) of the votes cast.

Section 15.1. Disability. For purposes of these bylaws, “Disability” is defined as the inability of the Director to perform the essential functions of their duties for the Corporation and/or the Board of Directors for a period of time in excess of a qualified leave under the Family and Medical Leave Act or as otherwise required by the Americans With Disabilities Act as applicable.

Section 16. Replacement of Directors. Any vacancy that occurs among the Board of Directors or its Officers, whether due to death, disability, (disability is defined in Section 15.1) resignation, removal, or any other cause, may be filled by an individual who meets the qualifications for the position and is appointed by the remaining Directors. A Director elected to fill a vacancy shall serve the remaining term of his or her predecessor, or until a successor has been elected and qualified.

Section 17. Concurrent Positions. No Director can concurrently hold more than one Director position. A Director may serve concurrently in the role of one (1) Officer. The Chairman cannot concurrently hold the positions of either Treasurer or Secretary.

Section 18. Quorum. For regular and special meetings of the Board of Directors, three (3) or a majority of Directors, whichever is greater, shall constitute a quorum of independent voting members of the governing body.

Section 19. Procedures. The vote of a majority of the Directors present at a properly called meeting at which a quorum is present shall be the act of the Board of Directors, unless the vote of a greater number is required by law or by these bylaws for a particular resolution. A Director of the Corporation who is present at a meeting of the Board of Directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless their dissent shall be entered in the minutes of the meeting. The Board shall keep written minutes of all its proceedings in its permanent records. The Secretary shall provide minutes to the Board of Directors for review within 7 days of any given Board meeting. During regular Board meetings, the Board shall vote to approve any outstanding minutes from preceding meetings, add those minutes to the Corporation’s permanent records, and make them accessible to the general public.

Section 19.1 Robert’s Rules of Order. All regular and special meetings of the Board of Directors shall be conducted using Robert’s Rules of Order Newly Revised as general guide.

Section 20. Adverse Interest. No contract transaction between the Corporation and any other Corporation, firm, association, or other legal entity shall be invalidated by reason of the fact that any one or more of the members, officers, or directors of the Corporation has a direct or indirect interest pecuniary or otherwise, in such Corporation, firm, association, or legal entity, or because the interested member, officer, or director was present at the meeting of the Board of Directors that acted upon or in reference to such contract or transaction, or because they participated in such action, provided the interest of each member, officer, or director shall have been disclosed to or known by the Board and a disinterested majority of the Board shall have nonetheless ratified and approved such contract or transaction. Such interested member, officer, or director shall not be counted in determining ratification or approval.

Section 21. Informal Action. Any action required to be taken at a meeting of Directors, or any action which may be taken at a meeting of Directors or of a committee of Directors, may be taken without a meeting if a consent in writing setting forth the action so taken, is signed by all of the Directors or all of the members of the committee of Directors, as the case may be.

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Section 22. Committees. To the extent permitted by law, the Board of Directors may appoint from the Corporation's members a committee or committees, temporary or permanent, and designate the duties, powers and authorities of such committees.

Section 23. Regular Meetings of the Board of Directors. The Board of Directors shall meet at a minimum quarterly at a date, time, and location determined by the Board. One of these meetings shall be the annual meeting of the Corporation's members and shall be held once each calendar year for the purpose of electing directors and for the transaction of such other business as may properly come before the members as a body. The Secretary shall provide notice of such meetings personally, by mail, or by electronic transmission, to all Directors no less than thirty (30) days before the date of the meeting. The notice shall include the time, place, and purpose of the meeting. The Secretary shall provide minutes to the Board of Directors for review within seven (7) days of any given Board meeting. During regular Board meetings, the Board shall vote to approve any outstanding minutes from preceding meetings, add those minutes to the Corporation's permanent records, and make them accessible to the general public.

Section 24. Special Meetings of the Board of Directors. Special meetings may be requested by the Chairman, Secretary, or any two directors by providing written notice to all Directors. Such notice shall be provided personally, by mail, or by electronic transmission, no less than five (5) days before the date of the meeting. The notice shall include the time, place, and purpose of the meeting. The Secretary shall provide minutes to the Board of Directors for review within seven (7) days of any given Board meeting. During regular Board meetings, the Board shall vote to approve any outstanding minutes from preceding meetings, add those minutes to the Corporation's permanent records, and make them accessible to the general public.

Section 25. Executive Sessions of Board of Directors Meetings: An executive session closed to the Corporation's general membership may be called by the Chairman or majority of the Board of Directors following any regular or special meeting of the Board of Directors to address business such as personnel or legal matters that require discretion in compliance with federal or state laws and regulations. The Secretary shall provide minutes of Executive Sessions to the Board of Directors for review within seven (7) days of any given Board meeting. During regular Board meetings, the Board shall vote to approve any outstanding minutes from preceding meetings, and add those minutes to the Corporation's permanent records. These minutes may be withheld from the Corporation's general membership and the general public.

Section 26. Place of Board of Directors Meetings. Meetings shall be held at the organization's principal place of business unless otherwise stated in the notice. Unless the articles of incorporation or bylaws provide otherwise, the board of directors may permit any or all directors to participate in a regular or special meeting by, or conduct the meeting through the use of, any means of communication by which all directors participating may simultaneously hear each other during this meeting. A director participating in a meeting by this means shall be deemed to be present in person at the meeting.

Section 27. Written Consent of Directors. Any action required or permitted to be taken by the Board of Directors may be taken by the Board of Directors without a meeting if the directors constituting a quorum for such action consent in writing to the adoption of a resolution authorizing such action. Each resolution so adopted and the written consents thereto by directors of the Board of Directors shall be filed with the minutes of the proceedings of the Board of Directors.

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ARTICLE IV OFFICERS

Section 27. Compensation of Officers. The Corporation shall pay compensation to Officers as approved by the Board of Directors. Such compensation shall be determined using a process that includes a review and approval by independent persons and use of comparability data.

Section 28. Election of Officers. Officers shall be elected by the Board of Directors based on criteria established by the Board and recommendations of candidates screened by the Selection Committee.

Section 29. Number of Officers. The Board of Directors shall be supported by five (5) Officers and may establish additional Officer positions as the Board deems necessary from time to time.

Section 30. General Powers and Duties of Officers. Subject to the control of the Board of Directors, all offices as between themselves and the Corporation shall have the authority to perform such duties in management of the property and affairs of the Corporation as may be provided in these bylaws or by resolution of the Board and, to the extent provided, as generally pertain to their respective offices.

Section 30. Officers. The Officers shall be:

Section 30.1. Chief Executive Officer (CEO). The Chief Executive Officer shall be the most senior officer of the organization and shall be responsible for day-to-day operations of the Corporation. The CEO shall have hiring and firing authority over non-officer employees and volunteers of the Corporation within budgetary limits established by the Board of Directors. The CEO shall have discretionary authority to commit expenditures of the Corporation's funds on behalf of the Corporation within budgetary limits established by the Board of Directors in the annual budget or as otherwise authorized by the Board. The CEO may delegate their authority in writing to other officers as preferred, subject to oversight by the Board.

Section 30.2. Chief Operations Officer (COO). The Chief Operations Officer shall be the senior AIME Executive after the CEO. The COO shall be responsible for coordinating actions of the Executive Leadership Team and providing best professional guidance and advice to the CEO on all aspects of AIME operations to inform decision-making, goal-setting, and strategy development and implementation in support of the Board of Directors.

Section 30.3. Treasurer. The Treasurer shall be responsible for conducting the financial affairs of the Corporation as directed and authorized by the Board of Directors and Executive Committee, if any, and shall make reports of corporate finances as required, but no less often than quarterly during meetings of the Board of Directors and Executive Committee, if such a committee is created by the Board. They shall keep or cause to be kept complete and accurate accounts of receipts and disbursements of the Corporation, and shall deposit all moneys and other valuable property of the Corporation in the name and to the credit of the Corporation in such banks and depositories as the Board of Directors may designate.

Section 30.4. Secretary. The Secretary shall give notice of all meetings of the Board of Directors and Executive Committee, shall keep an accurate list of the Directors, and shall have the authority to certify any records, or copies of records, as the official records of the organization. The Secretary shall maintain or cause to be maintained the minutes of the Annual

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Meeting of Corporation Members, all Board of Directors' meetings, and all Committee meetings in accordance with these bylaws and as required by law and, in general, shall perform all duties customary to the office of Secretary.

Section 31. Resignation of Officers. Any Officer may resign from office at any time by delivering a resignation in writing to the Chairman of the Board. Such resignation shall take effect at the time specified therein and, unless otherwise specified, no acceptance of such resignation shall be necessary to make it effective.

Section 32. Removal of Officers. Any Officer may be removed from office by written resolution of the Board of Directors. Such resolution shall be initiated by any Director and placed before the Board during a Special Meeting of the Board. A quorum for such meeting shall consist of all Directors, not including a Director holding the position of the officer being recommended for removal, and removal of the officer must be affirmed by unanimous vote of that quorum.

Section 33. Replacement of Officers. Officers to fill vacancies shall be elected by the Board of Directors based on criteria established by the Board.

ARTICLE V BUDGET, FINANCE, AND ACCOUNTING

Section 34. Fiscal Year. The fiscal year of the Corporation shall be the calendar year commencing January 1 of each year and concluding December 31 of each year.

Section 35. Books and Records. The Corporation shall keep at its principal office: (1) correct and complete books and records of accounts; (2) minutes of the proceedings of the Board, and (3) a current list or record containing the names and addresses of all members, directors, and officers of the Corporation. Any of the books, records, and minutes of the Corporation may be in written form or in any other form capable of being converted into written form within reasonable time.

Section 36. Budget. In coordination with the Treasurer, the CEO shall prepare and deliver a proposed budget to the Board of Directors by October 1st of each fiscal year for the following fiscal year. This budget may be adjusted by the Board and shall be approved by Board resolution by December 31st of the fiscal year preceding the budget year. The CEO shall have the authority to approve expenditures of funds within the limitations set within the budget.

Section 37. Contracts. The Board of Directors may authorize any officer of the Corporation to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation as prescribed by a resolution of the Board of Directors. In the absence of this determination by the Board of Directors, the instruments shall be signed by the Chairman or Treasurer.

Section 38. Checks, Drafts, Etc. All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Corporation, shall be signed by an officer of the Corporation and in a manner as shall be determined by resolution of the Board of Directors. In the absence of this determination by the Board of Directors, the instruments shall be signed by the Chairman or Treasurer.

Section 39. Deposits. All funds of the Corporation shall be deposited to the credit of the Corporation in the banks or other depositories as the Board of Directors or Chairman may select.

Section 40. Gifts. The Board of Directors may, in its discretion, accept on behalf of the Corporation any contribution, gift, bequest or devise for the general purposes or for any special purpose of the Corporation.

ARTICLE VI CORPORATE SEAL, EXECUTION OF INSTRUMENTS

Section 41. Corporate Seal and Execution of Instruments. The seal of the Corporation shall be circular in form and contain the name of the Corporation, the words “Corporate Seal” and “State of Michigan” and the year the Corporation was formed in the center. The Corporation may use the seal by causing it or an electronic version to be affixed or impressed or reproduced in any manner. All instruments that are executed on behalf of the organization which are acknowledged and which affect an interest in real estate shall be executed by the Chairman and the Secretary or Treasurer. All other instruments executed by the organization, including a release of mortgage or lien, may be executed by the Chairman. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the Board of Directors.

ARTICLE VII INDEMNIFICATION

Section 42. Indemnification. Any Director or Officer who is involved in litigation by reason of his or her position as a Director or Officer of this organization shall be indemnified and held harmless by the organization to the fullest extent authorized by law as it now exists or may subsequently be amended (but, in the case of any such amendment, only to the extent that such amendment permits the organization to provide broader indemnification rights).

ARTICLE VIII MEMBERSHIP

Section 43. Who Shall be Members of the Corporation. There shall be three (3) classes of members of the Corporation as follows:

Section 44. Class I Members. The employees and independent contractors of every Corporation or business entity that is an independent broker or non-delegated correspondent of residential mortgages (collectively, “Independent Mortgage Experts”) shall be eligible for membership in the Corporation as a Class I member, provided such Corporation or business entity shall meet the membership criteria established by the Board of Directors. These membership criteria shall be published on AIME’s public (unrestricted access) website, be readily accessible to the general public, and may be modified from time to time as deemed necessary by the Board.

Section 44.1. Class I Membership Dues. The amount of dues or fees for Class I membership indicated herein shall be fixed and determined by the Board of Directors from time to time. The Board shall provide the Corporation with a list of current fees and dues for all membership classes.

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Section 44.2. Class I Membership Benefits. Class I members shall be subject to these bylaws and Class I members in good standing shall be eligible for all membership benefits established by the Board of Directors for the period in which the member's dues have been paid. These membership benefits and rates shall be published on AIME's public (unrestricted access) website, be readily accessible to the general public, and may be modified from time to time as deemed necessary by the Board.

Section 45. Class II Members. Every Corporation or business entity that is a vendor to the residential mortgage industry shall be eligible for membership in the Corporation as a Class II member, provided such Corporation or business entity shall meet the membership criteria established by the Board of Directors. These membership criteria shall be published on AIME's public (unrestricted access) website, be readily accessible to the general public, and may be modified from time to time as deemed necessary by the Board.

Section 45.1. Class II Membership Dues. The amount of dues or fees for Class II membership indicated herein shall be fixed and determined by the Board of Directors from time to time. The Board shall provide the Corporation with a list of current fees and dues for all membership classes.

Section 45.2. Class II Membership Benefits. Class II members shall be subject to these bylaws and Class II members in good standing shall be eligible for all membership benefits established by the Board of Directors for the period in which the member's dues have been paid. Class II membership benefits shall include at a minimum the right to cast one (1) vote during as a member of the Corporation. These membership benefits and rates shall be published on AIME's public (unrestricted access) website, be readily accessible to the general public, and may be modified from time to time as deemed necessary by the Board.

Section 46. Class III Members. Every Corporation or business entity that is a seller or servicer of residential home mortgage loans (as such terms are used in the Fannie Mae Selling Guide) shall be eligible for membership in the Corporation as a Class III member, provided such Corporation or business entity shall meet the membership criteria established by the Board of Directors. These membership criteria shall be published on AIME's public (unrestricted access) website, be readily accessible to the general public, and may be modified from time to time as deemed necessary by the Board.

Section 47.1. Class III Membership Dues. The amount of dues or fees for Class III membership indicated herein shall be fixed and determined by the Board of Directors from time to time. The Board shall provide the Corporation with a list of current fees and dues for all membership classes.

Section 48.2. Class III Membership Benefits. Class III members shall be subject to these bylaws and Class III members in good standing shall be eligible for all membership benefits established by the Board of Directors for the period in which the member's dues have been paid. Class II membership benefits shall at a minimum include the right to cast one (1) vote during as a member of the Corporation. These membership benefits and rates shall be published on AIME's public (unrestricted access) website, be readily accessible to the general public, and may be modified from time to time as deemed necessary by the Board.

ARTICLE IX MISCELLANEOUS

Section 49. Amendment by Board of Directors. The bylaws may be amended, altered, or repealed by the Board of Directors by a two-thirds majority of a quorum vote at any regular or special meeting. The text of the proposed change shall be distributed to all board members at least ten (10) days before the meeting.

Section 50. Amendment by Corporation's Eligible Voting Members. The Chairman or Board of Directors may also choose to amend, alter, or repeal the bylaws by calling a special vote among the Corporation's voting members, in which case the Board shall make a good faith effort to make the text of the proposed change(s) readily available to all eligible voting members for a minimum of thirty (30) days prior to the vote. This good faith effort shall include, but not be limited to, posting the text of the proposed change(s) to: (a) the landing page of the Corporation's public (unrestricted access) website; (b) the landing page of the Corporation's online membership portal; (c) the Corporation's social media platforms, and (d) distribution using the email address on record for each eligible voting member.

Section 51. Dissolution. The organization may be dissolved only with authorization of its Board of Directors given at a special meeting called for that purpose, and with the subsequent approval by no less than two-thirds (2/3) vote of the members. Assets of the Corporation shall be distributed in this order (a) by paying off remaining debts and expenses, (b) distributing to one or more exempt organizations within the meaning of Section 501 © 6 of the Internal Revenue Code and its regulations.

Section 52. Severability. If any provisions of these bylaws or the application of such provision in any person or circumstance shall be held invalid, the remainder of the bylaws, or the application of such provision to persons or circumstances other than those as to which it is held invalid, shall not be affected.

Section 53. Resolution. Notwithstanding anything to the contrary contained herein, the Board of Directors may, from time to time, delegate certain responsibilities including those not otherwise detailed herein to the Chief Executive Officer by resolution of the Board of Directors.


Section 54. Confidentiality. The officers of the Corporation, the directors on the Board of Directors, agents, and employees of the Corporation and vendors utilized by the Corporation may be provided with or have access to certain confidential or proprietary information of the Corporation. In order to protect such confidential or proprietary information of the Corporation, the Chairman may require any of the aforementioned parties to sign a non-disclosure agreement with the Corporation in the event that such parties are not otherwise contractually obligated to maintain the confidentiality of the confidential or proprietary information of the Corporation.

Section 55. Applicable Law. The laws of the State of Michigan shall govern these bylaws, excluding any conflict of laws rules.

Certification

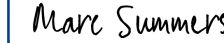
Jonathon Haddad, Chairman of Association of Independent Mortgage Experts (AIME), and Marc Summers, President of Association of Independent Mortgage Experts (AIME) certify that the foregoing is a true and correct copy of the bylaws of the above-named organization, duly adopted by the Board of Directors on 5/21/2024.

By: Jonathon Haddad
Title: Chairman

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Date: 5/21/2024

By: Marc Summers
Title: President

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Date: 5/21/2024