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Cook County Recorder 23.50

STATE OF ILLINOIS DEPARTMENT OF FINANCIAL INSTITUTIONS CREDIT UNION DIVISION



00163487

CERTIFICATE OF PROCEEDINGS AMENDMENT TO BYLAWS

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

I hereby certify that a (regular)(~~annual~~)(~~special~~) meeting of the (directors)(~~members~~) of **PREFERRED SERVICE CREDIT UNION**, held on the 20th day of JANUARY, A.D. 2000, pursuant to the notice required by Article XXI, of the ByLaws of the said Credit Union and by Section 305/4 of "The Illinois Credit Union Act," approved August 30, 1970, and in force on January 1, 1980, as amended, the following Resolution was adopted:

RESOLVED: THAT ARTICLE V - DIRECTORS - OF THE BYLAWS OF THIS CREDIT UNION BE AMENDED TO READ AS FOLLOWS:

Section 1(b).

The number of directors of this credit union shall be 12. Directors shall be elected at each annual meeting of the members held in accordance with Article IV of these bylaws. Directors shall be divided into 3 (2 or 3) classes with each class as nearly equal in number as possible. The first class shall consist of 4 directors, the second class shall consist of 4 directors and the third class shall consist of 4 directors (if applicable). The term of office of the directors of the first class shall expire at the first annual meeting after their election, that of the second class shall expire at the second annual meeting after their election and that of the third class, if any, shall expire at the third annual meeting after their election. At each annual meeting after the classification, the number of directors equal to the number of directors whose term expire at the time of the meeting shall be elected to hold office until the second succeeding annual meeting if there are 2 classes or until the third succeeding annual meeting if there are 3 classes. The directors, unless sooner disqualified or removed, shall hold office for the term to which elected and until their successors are elected and shall have been qualified.

**COOK COUNTY
RECORDER
EUGENE "GENE" MOORE
ROLLING MEADOWS**

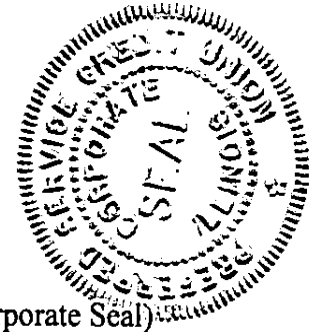
**JOEL GOLDMAN
ATTORNEY AT LAW
3701 ALGONQUIN RD.
ROLLING MEADOWS, IL 60008**



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STATE OF ILLINOIS
DEPARTMENT OF FINANCIAL INSTITUTIONS
CREDIT UNION DIVISION

CERTIFICATE OF PROCEEDINGS
AMENDMENT TO BYLAWS



(Corporate Seal)

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

I further certify on the date of said meeting the said **PREFERRED SERVICE CREDIT UNION** had 2 (~~members~~)(directors); that 12 (~~members~~)(directors) were present at said meeting; and that 12 (~~members~~)(directors) voted in favor of the above Resolution.

Lawrence J. My...
Secretary

I, Leslee T. Johnson, being duly sworn, declare on oath that I am Chairman of the Board of the Credit Union mentioned in the foregoing certificate, and that the statements made therein are true in substance and in fact.

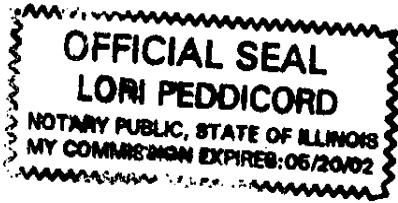
In Witness Whereof, I have hereunto set my hand, and caused the Seal of said corporation to be affixed this 11 day of Feb , A.D. 2000.

Leslee Johnson
Chairman of the Board

Subscribed and sworn to before me this

 11 day of Feb , A.D. 2000.

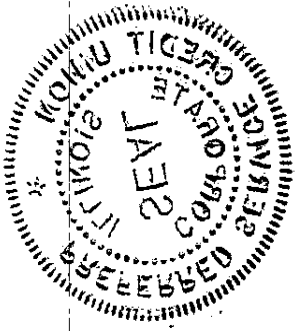
Lori Peddicord
Notary Public



Approved by me this 24th day of February , A.D. 2000

[Signature]
Director of Financial Institutions

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