

**BY-LAWS
Of
HBOT4KYVETS, Inc. (A KENTUCKY REGISTERED NON-PROFIT)**

**ARTICLE 1
NAME AND LOCATION**

The name of our organization is Hyperbaric Oxygen Treatment for Kentucky Veterans, Inc. (HBOT4KYVETS). The principal address is 9462 Brownsboro Road, #217, Louisville, KY 40241, but meetings of Directors may be held at such places as may be designated by the Board of Directors

**ARTICLE II
DEFINITIONS**

2.1 "HBOT4KYVETS" shall mean and refer to Hyperbaric Oxygen Treatment for Kentucky Veterans, its successors and assigns.

2.2 "Directors" shall mean and refer to those persons duly assigned and or elected as a Director for HBOT4KYVETS, Inc and identified in Article 12.3 of the Articles of Incorporation

2.3 "HBOT4KYVETS.com" shall mean and refer to the web site used exclusively for communications, information, data sharing and news media outlet for HBOT4KYVETS.

2.4 "Independent Contractors" shall mean persons who are not treated as employees for employee tax purposes.

2.5 "Family Relationships" includes the individual spouse, ancestors, children, grandchildren,

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great-grandchildren, siblings, (whether by whole or half-blood), and the spouses of children

grandchildren, great grandchildren, and siblings.

2.6 "Business Relationships" includes employment and contractual relationships and common ownership of a business where any officers, director or trustees, individually or together, possess more than 35% ownership interest in common

2.7 "Common Control" means that you and one or more other organizations have (1) majority of your governing boards or officers appointed or elected by the same organization(s) or (2) a majority of your governing board or officers consist of the same individuals.

2.8 "Reasonable Compensation" is the amount that would ordinarily be paid for like service by like organizations under the circumstances as of the date the compensation arrangement is made.

2.9 "Similarly Situated Organizations" means tax-exempt or taxable organizations of a comparable size, purpose and resources.

2.10 "Conflict of Interest" arises when a person in a position of authority over an organization, such as a director, officer, or manager, may benefit personally from a decision he or she could make.

2.11 "Fixed Payment" means a payment that is either a set dollar amount or fixed through a specific formula where the amount doesn't depend on discretion

2.12 "A Non-Fixed Payment" means a payment that depends on discretion

2.13 "Arm's Length" standard exists where the parties have an adverse or opposing interest.

2.14 "Influence Legislation" means you are directly in contact or urge the public to contact

You are also attempting to influence legislation if you advocate the adoption or rejection of legislation

2.15 "Fundraising" means efforts to raise funds through appeals for financial support.

Fundraising may be conducted by your Officers, Directors, employees or volunteers, through an agent, or through an independent contractor or by individuals themselves.

2.16 "Manage" means to direct or administer

2.17 "Gainfully Employed" includes enabling individuals to work or seek work.

2.18 "Intellectual Property" includes patents for inventions, copyrights, trade names, trademarks, and service marks, formulas, know-how and trade secrets.

2.19 "Relationship Between you and Recipient Organization" includes the following:

2.19A You control the recipient organization, or it controls you through common officers, director, or trustees, or through authority to approve budgets or expenditures;

2.19B You and the recipient organization were created at approximately the same time and by the same person,

2.19C You and the recipient organization operate in a coordinated manner with respect to facilities, programs, employees, or other activities,

2.19D Persons who exercise substantial influence over you also exercise substantial influence of the other organization

2.20 "Gross Receipts" is income from activities that you conduct to further your exempt purpose and includes payments by government units that may be called grants.

2.21 "Authorized Representative" is an attorney or certified public account who is permitted to

represent HBOT4KYVETS, Inc.

2.22 "BY-LAWS" are the internal rules and regulations of an organization

2.23 "Certificate of Filing" are the Articles of Incorporation of your organization showing evidence that on a specific date they were filed with the approved and appropriate state authority.

2.24 "Community" is the local or regional geographic area to be served by an organization.

2.25 "Medical Care" is the treatment of any physical or mental disability or condition, whether on an inpatient or outpatient basis.

2.26 "Medical Research Organization" is an organization whose principal purpose or function is the continuous active conduct of medical research in conjunction with a hospital, private clinic, or an approved Institutional Review Board (IRB) entity

2.27 "Public Charity" are organizations that are exempt under section 501(C)(3) and are private foundations unless they are churches, schools, hospitals, governmental entities, entities that understand testing for public safety, organizations that have broad financial support from the general public, or organizations that support one or more other organization that are themselves classified as public charities.

2.28 "Advisory Director" means Director providing advisory and or support services who are part of the Board with a 1/3 of one vote per Director

ARTICLE III MEETINGS OF DIRECTORS

3.1 Annual Meetings. At least one annual meeting will be conducted with Directors at a site, time, date and location to be determined by the Board. More frequent Board meetings can be held throughout the calendar year as determined by the Board. The Board of Directors shall have the right to postpone the annual meeting for a period not to exceed three (3) months thereafter to or hold the meeting at any time within a period of two (2) months prior to the normal scheduled annual meeting. Regular meetings of the Board of Directors shall be held at least annually at such time, place and hour as may be fixed from time to time by resolution of the Board.

3.2 Special Meetings. Special meetings between annual meetings may be established by the Board to be held on a regular basis between the annual meetings or upon five (5) days' notice by the majority of the Board Members.

3.3 Notice of Meetings. Written notice of each meeting of the Directors shall be given by, or at the direction of, the Board or person authorized to call the meeting, by e-mail or phone, at least one week in advance. Such notice shall specify the place, day, and hour of the meeting, and in the case of special meeting, the purpose of the meeting.

3.4 Quorum. The presence at the meeting of Directors entitled to cast, whether in person or by proxy, one vote per Director and 1/3 of one vote per Advisory Director entitled to vote shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation or these BY-LAWS.

3.5 Proxies. At all meetings of Directors, each Director may vote in person or by proxy. All proxies shall be in writing and filed with the Board prior to the meeting. Every proxy shall be revocable and shall automatically cease upon conveyance by the Director of his or her vote.

3.6 Voting. Each Director in good standing is entitled to vote, and each Director will be entitled to one vote each, and each Advisory Director to 1/3 of one vote per Director.

ARTICLE IV BOARD OF DIRECTORS

4.1 Number. The affairs of HBOT4KYVETS shall be managed by the Board of at least three (3) Directors or such greater number as may be designated from time to time

4.2 Term of Office. At the first annual meeting, and each annual meeting thereafter, the Directors shall elect the Directors for a term of one (1) year. A Director may succeed him or herself provided he/she has not been removed by a vote of the Directors. The number and term of office of Directors may, from time to time, be increased or decreased (but not less than three (3) Directors) at any properly called meeting of the Directors upon an affirmative vote of a majority of the Directors present, whether in person or by proxy.

4.3 Resignation and Removal. Any Director may be removed from the Board, with or without cause, by a majority of vote of the Members of Board. In the event of death or incapacity, resignation, or removal of a Director, his/her successor shall be selected and voted on by the majority of the remaining Directors of the Board and shall serve for the unexpired term of his/her predecessor. Any Director may resign by providing 30 days written notice to the Board that shall be effective upon receipt of such written notice, and unless otherwise specified,

therein, the acceptance of such resignation shall not be necessary to make it effective.

4.4 Compensation. No Officer, director, advisory director trustee, employee, volunteer or employee or independent contractor shall receive compensation for any service rendered to or for HBOT4KYVETS, Inc. in such person's capacity working for HBOT4KYVETS to include salary or wages, deferred compensation, or retirement benefits. However, any Officer, Director, trustee, employee, volunteer, or independent contractor may be reimbursed for normal and customary travel expenses incurred in the performance of their duties when approved in advance by a Board member to include but not limited to reasonable and customary meals, lodging, gasoline, tolls, rental vehicle, airline tickets, etc. The litmus test for reasonable and customary is would you expend the same dollars if paying out of your own pocket for the same services, and were the most economical options assessed for consideration.

4.5 Action Without Meeting. The Directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all Directors. Any action so taken shall have the same effect as through taken at a meeting of the Directors. The written approval can be in the form of e-mail, hard letter or fax.

4.6 Vacancies. A vacancy of any Director may be filled by appointment by the Board. The Director of such vacancy shall serve for the remainder of the term of Director he/she replaces.

ARTICLE V NOMINATION AND ELECTION OF DIRECTORS

5.1 Nominations and Election. The existing Directors shall nominate the Board of Directors to serve for the ensuing year. Nominations may also be made from the floor at the annual

meeting. The Board shall make as many nominations to the Directors as they may in their discretion feels appropriate. Nominations for additional Advisory Directors to the Board shall be made at the annual meeting and shall be made by Directors identified in Section 12.3 of the Articles of Incorporation.

ARTICLE VI MEETINGS AND DIRECTORS

6.1 Regular Meetings. The Board shall meet at least annually. Regular meetings of the Board of Directors may be held monthly or quarterly on scheduled dates, place and hour as may be fixed from time to time by resolution of the Board.

6.2 Special Meetings. Special meetings of the Board of Directors shall be held when called by the Board, or by any two (2) Directors, after not less than three (3) days' notice to each Director.

6.3 Quorum. A majority of the number of Directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the Directors present at a duly held meeting shall be regarded as the act of the Board.

ARTICLE VII POWERS AND DUTIES OF THE BOARD

7.1 Powers. The Board of Directors shall have the following powers:

- (a) To take any and all actions necessary to assess, levy, secure, and or collect funding in support for treatments for TBI/PTSD veterans;

- (b) Adopt and publish rules and regulations governing the management of funds collected in support for HBOT4KYVETS treatments,
- (c) Suspend the voting rights and right of use of funds of a Director during any period in which such Director shall be in default in the payment of funds collected for the benefit of HBOT4KYVETS,
- (d) Set policies and procedures whereby Directors may challenge monetary management practices or suspension of rights or other penalty imposed by the Board
- (e) The Board may establish such criteria or rules for membership on the Board or a Board member, once duly elected, to remain a member of the Board. If a Board member, once duly elected, fails to meet the criteria established which may include failure to attend meetings or conduct detrimental to HBOT4KYHVETS and such other reasonable qualifications as may be established by the Board in its judgment to be determined is appropriate; and
- (f) Employ independent accountants, legal services, attorneys, or other agents or employees as they deem necessary and to prescribe their duties.

7.2 Duties. It shall be the duty of the Board of Directors to.

- (a) Keep a complete record of all of its acts and corporate affairs and to present a statement thereof to the Members at the annual meeting of the Directors, or at any special meeting when such statement is requested in writing by majority of the Board,

- (b) Supervise all Directors, agents, employees and contractors of HBOT4KYVETS and to see that their duties are properly performed,
- (c) Establish an annual budget that should include projections for funding, normal and customary expenses, etc.;
- (d) To procure and maintain adequate liability insurance for all serving Directors.

ARTICLE VIII DIRECTORS AND THEIR DUTIES

8.1 Enumeration of Directors. The Directors shall appoint and establish specific duties each will carry forward for the benefit of HBOT4KYVETS. Such duties can include but are not limited to.

- (a) Secretary: Shall record the votes and keep minutes of all meetings and proceedings of the Board, keep appropriate current records and perform other duties as specified by the Board,
- (b) Treasurer: Shall receive and deposit in the appropriate bank accounts all monies of HBOT4YVETS and shall disburse such funds as directed by resolution of the Board of Directors. Shall sign all checks and promissory notes of HBOT4KYVETS, shall keep proper books of account, and prepare an annual budget and statement of income and expenditures.
- (c) Lead Director: Shall preside at all meetings of the Board of Directors, shall see that orders and resolutions of the Board are carried out and shall sign checks and promissory notes.
- (d) The Directors may perform one or more of the duties herein above in Article VIII

ARTICLE IX INDEMNIFICATION OF DIRECTORS

9.1 HBOT4KYVETS shall indemnify every Director, their heirs, executors and administrators, against all loss, costs and expenses, including counsel fees, reasonably incurred by him/her with any action, suit or proceeding to which he may be made a party by reason of such person being or having been a Director of HBOT4KYVETS, excepting in matters as to which he shall be finally adjudged to be liable for gross negligence or willful misconduct. In the event of settlement, indemnification shall be provided only in connection with such matters covered by the settlement in which HBOT4KYVETS is advised by counsel that the person is to be indemnified, and has not been guilty of gross negligence or willful misconduct in the performance of such person's duties as Director in connection with the matter involved. All liability, loss, damage, cost and expense incurred or suffered by the HBOT4KYVETS shall be treated and handled by HBOT4KYVETS as common expenses, provided, however, that nothing in this Article shall be deemed to obligate HBOT4kYVETSS with respect to any duties or obligations incurred by such person under and by virtue of such person being a Director

ARTICLE X BOOKS AND RECORDS

10.1 The books, records and papers of HBOT4KYVETS, Inc. shall at all times, during reasonable business hours be subject to inspection by any Director who is a voting member. The BY-LAWS and Articles of Incorporation of HBOT4KYVETS, Inc. shall be available for inspection by any

Director identified in Section 12.3 of the Articles of Incorporation

ARTICLE XI CONFLICT OF INTEREST

11.1 The purpose of the conflict of interest policy is to protect this tax-exempt organization's HBOT4KYVETS interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of HBOT4KYVETS or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to non-profit and charitable organizations.

11.2 **Interested Person:** Any director, principal officer, or member of a committee, volunteer, or Advisory Director with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interest person

11.2A If a person is an interest person with respect to any entity in the health care system of which the organization is a part, he or she is an interested person with respect to all entities in the health care system

11.2B **Financial Interest:** A person has a financial interest if the person has, directly or indirectly, through business, investment or family the following:

11.2C An ownership or investment interest in any entity with which HBOT4KYVETS has a transaction or arrangement;

11.2D A compensation arrangement with HBOT4KYVETS or with any entity or individual with which HBOT4KYVETS has a transaction or arrangement;

11.2E A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which HBOT4KYVETS is negotiating a transaction or arrangement;

11.2F Compensation includes direct and indirect remuneration as well as gifts or favors that aren't insubstantial. A financial interest is not necessarily a conflict of interest.

11.2G Under Article XI, Section 12, a person who has financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

12.1 Duty to Disclose. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegate powers considering the proposed transaction or arrangement.

12.2 Determining Whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee members while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

12.3 Procedures for Addressing the Conflict of Interest

12.3A. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

12.3B The chairperson of the governing board or committee shall, if appropriate, appoint a

disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

12.3C. After exercising due diligence, the governing board or committee shall determine whether HBOT4KYVETS can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

12.3D. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested director whether the transaction or arrangement is in HBOT4KYVETS' best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

13.1 Violations of the Conflict of Interest Policy.

13.1A If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

13.1B. If, after hearing the member's response and after making further investigations warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

14.1 Recordings and Proceedings. The minutes of the governing board and all committees with

board delegate powers shall contain:

14.1A. The names of the person who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed

14.1B. The names of the person who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

15.1 Compensation

15 1A. No voting or participating member, Advisory Director or Director of the governing board shall be compensated, directly or indirectly, from HBOT4KYVETS for services performed on behalf of the organization

15.1B No voting member or Director of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from HBOT4KYVETS, either individually or collectively, is prohibited from providing information to any committee regarding compensation

15.1C. Physicians who receive compensation from HBOT4KYVETS, whether directly or indirectly or employees or independent contractors, are precluded from membership on another committee whose jurisdiction includes compensation matters. No physician, either individually or collectively, is prohibited from providing information to a committee regarding physician

Compensation

15.1D. Voting members of the governing board may receive compensation for actual expenses incurred in conducting normal business activities directly related to HBOT4KYVETS. These anticipated travel and or business expenses shall be approved in advance by the governing board. These may include but are not limited to transportation (vehicle mileage, gas, tolls), meals, hotel, transportation, etc.

15.2 Annual Statements. Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person.

15.2A. Has received a copy of and has read the conflict of interest policy contained herein;

15.2B Has read and understands the policy;

15.2C Has agreed to comply with the policy;

15.2D. Understands HBOT4KYVETS is a charitable organization and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

16.1 Periodic Reviews. To ensure HBOT4KYVETS operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

16.1A. Whether compensation for expense policies are current and appropriate,

16.1B. Whether partnerships, joint ventures and arrangements with management organizations conform to HBOT4KYVETS written polices, are properly recorded, reflect reasonable investment

or payment for goods and services, further charitable purposes and don't result in inurement, impermissible private benefit, or in an excess benefit transaction

ARTICLE XII

NARRATIVE OF PAST, PRESENT, PLANNED ACTIVITIES

12.1 DESCRIPTION OF ACTIVITIES. The following is a narrative of past, present and planned activities HBOT4KYVETS, Inc. has participated in, is currently conducting and or has planned to conduct with its charitable activities and is reviewed in 12.2A, B, C, D and E herein below

12.2 A The past activities prior to formally organizing under the Kentucky Secretary of State non-profit statues focused on enacting legislation in Kentucky with House Bill 64, the Colonel Ronald D. Ray Traumatic Brain Injury and Treatment Act. Each of the Directors played a role and responsibility in fostering and migrating this bill through passage and signature by the Governor of Kentucky The activity was conducted from February 2016 through March 2018 in Louisville and Frankfort, Kentucky The Directors allocated approximately 20-30% of their time to this activity during the state legislative sessions. This activity was solely self-funded by each of the individual Directors. On May 19, 2018, Hyperbaric Oxygen for Kentucky Veterans (HBOT4KYVETS) was formulated as a non-profit for the purpose of funding, organizing and coordinating hyperbaric oxygen treatments, cognitive and or medical testing for Traumatic Brain Injury (TBI) and PTSD veterans.

12.2B HBOT4KYVETS current and planned activities helps identify veterans with Traumatic Brain Injury (TBI) and or PTSD and coordinates scheduling their free hyperbaric oxygen treatments (HBOT) with state approved hospitals and or clinical Wound Care Centers or private clinics.

HBOT4KYVETS coordinates for the veterans pre and post cognitive testing that may include but not limited to blood and alcohol testing, MRI's, Automated Neuropsychological Assessment Metrics (ANAM) testing, RightEye testing and analysis, and other recommended or prescribed testing. The current and planned activities described herein and below will be conducted by HBOT4KYVETS, Inc. Directors, Advisory Directors, volunteers, and or employees. The non-profit activities will be managed, administered and coordinated in Louisville, Kentucky but the actual veteran treatments and or testing will occur throughout the Commonwealth of Kentucky or at varying locations depending on the type testing or treatment being administered, location of facilities, doctor office visit locations either at the VA, military medical facilities, or commercial or private hospitals or clinics. HBOT4KYVETS works to identify testing, support organizations and or facilities, and negotiates to establish rates for testing and treatment services performed for veterans. Support activities may also require engagement with other organizations or individual advocates in other states to further charitable objectives described herein across the country and in other states. HBOT4KYVETS will foster or coordinate support for advocates working to enact legislative that migrates hyperbaric oxygen treatment to become a standard of care for TBI/PTSD veterans. These legislative activities are routinely on-going on a weekly/monthly basis and will be conducted in accordance with Election/Revocation of Election by an Eligible Section 501(C)(3) Organization to Make Expenditures to Influence Legislation, Form 5768, under Section 501(h) of the Internal Revenue Code to further advance testing and treatments with hyperbaric oxygen for TBI/PTSD veterans. These activities will be on-going and further our tax-exempt status as the HBOT treatments are not

currently covered under the Veterans Administration, Department of Defense, Medicare or insurance organizations for the treatment of TBI/PTSD veterans. There are no other financial means available to veterans. One Director works these activities 100% of the time while the remaining Directors spend a variation of 0-20% of their time as part time volunteers.

12.2B Hyperbaric Oxygen Treatment (HBOT) For Kentucky Veterans, aka HBOT4KYVETS, is a non-profit organization whose current and planned activities will be focused on funding Hyperbaric Oxygen medical treatments for veterans including cognitive testing, and other medical testing and or treatments for veterans with Traumatic Brain Injury (TBI) and Post-Traumatic Stress Disorder (PTSD) The organization will foster efforts through and with other advocates to orchestrate state and or federal laws enacted that supports hyperbaric oxygen treatments for TBI/PTSD veterans. This will be the on-going mission of the organization until such time the Veterans Administration, DoD and or the insurance industry accepts and adopts HBOT treatment and compensates veterans/patients for the medical services provided. All of the organizations' activities shared herein will encapsulate the majority of time devoted to efforts outside of administrative responsibilities.

12.2C HBOT4KYVETS will foster efforts to gain FDA and or VA approval of Hyperbaric Oxygen Treatment for TBI/PTSD veterans and funding medical services in the treatment and testing of TBI using hyperbaric oxygen in clinical settings, with Institutional Review Boards (IRB) or with other medical facilities, private clinics, and institutions. To facilitate Hyperbaric Oxygen medical treatments that would entail collecting, organizing and reporting on TBI/PTSD patients treatment results that ultimately lead to HBOT as a standard care for veterans with TBI/PTSD in

the state of Kentucky and across the country through the VA/Tricare/DoD.

12.2D Coordinate with other state activists, the medical arena, military coalition groups, veteran organizations, legislators and researchers in fostering a collaborative effort to educate, train, and develop a national understanding of the medical benefits of Hyperbaric Oxygen Treatments for the “physical invisible wounds” of TBI/PTSD Veterans and their treatments. HBOT4KYVETS will foster efforts for a state and national hyperbaric oxygen treatment referendum that makes it a standard of care medical option that is fully covered by insurance, VA or DoD

12.2 E HBOT4KYVETS will coordinate and facilitate fund raising to ensure efforts for HBOT treatments, testing and fostering of governmental action is migrated forward. The funding efforts will come from multiple sources and include but not limited to governmental grants, foundation grants, public fund raising such as GoFundMe, E-mail solicitations, etc. which details are contained in IRS Form 1023, Part VIII submittal.

ARTICLE XIII AMENDMENTS

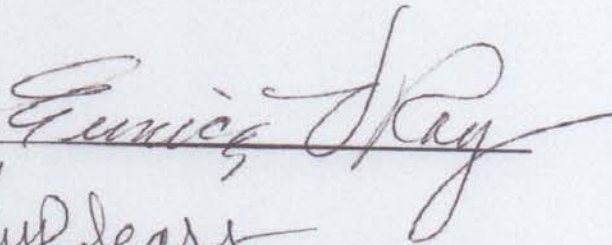
13.1 These BY-LAWS may be amended, at a regular or special meeting of Directors, by vote of a majority of the voting Directors present in person or by proxy or by the Board of Directors by two-thirds (2/3) majority vote.

13.2 In the case of conflict between the Articles of Incorporation and these BY-LAWS, the Articles of Incorporation shall control.

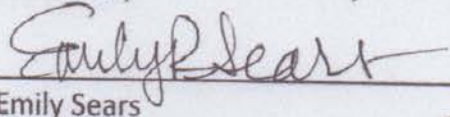
ARTICLE XIII
FISCAL YEAR OF HBOT4KYVETS

14.1 The fiscal year of HBOT4KYVETS shall begin on the first day of January and end on the last day of December every year.

IN WITNESS WHEREOF, we, being all of the Directors of HBOT4KYVETS, Inc., have hereunto set our hands this 11th day of October, 2022.



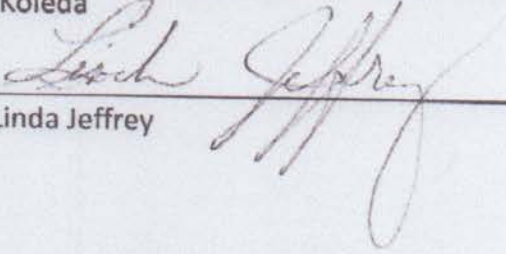
Eunice Ray



Emily Sears



Eric Koleda



Dr. Linda Jeffrey