

**UNANIMOUS ACTION OF BOARD OF DIRECTORS  
OF  
CONSUMER BANKRUPTCY ASSOCIATION**

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The following resolutions are adopted unanimously by the Board of Directors of Consumer Bankruptcy Association, a Michigan nonprofit corporation (the "Corporation"), without a meeting, effective June 19, 2009.

RESOLVED, that the Board of Directors of the Corporation does hereby amend and restate Section 2.04 of the Bylaws of the Corporation in its entirety to read as follows:

*2.04 Annual Meeting.* The annual meeting of the members shall be held in August on a date to be determined by the Board of Directors. At each annual meeting, directors shall be elected and any other business shall be transacted that may come before the meeting.

RESOLVED, that the Board of Directors of the Corporation does hereby amend and restate Section 3.02 of the Bylaws of the Corporation in its entirety to read as follows:

*3.02 Number.* There shall be twelve (12) directors on the board.

RESOLVED, that the Board of Directors of the Corporation does hereby amend and restate Section 3.03 of the Bylaws of the Corporation in its entirety to read as follows:

*3.03 Tenure.* Six (6) directors shall be elected at each annual membership meeting to hold office for a term of two (2) years unless the director dies, resigns or is removed.

RESOLVED, that the Board of Directors of the Corporation does hereby amend and restate Section 3.06 of the Bylaws of the Corporation in its entirety to read as follows:

*3.06 Board Vacancies.* A vacancy on the board as a result of the death, resignation or removal of a director may be filled with a person selected by the remaining directors of the board, though less than a quorum of the board of directors, unless filled by proper action of the members. Each person so elected shall be a director for a term of office continuing until the next election of directors by the members, at which time the members shall elect a person to fill the remaining term of office of the director whose death, resignation or removal caused the vacancy.

The foregoing resolutions were adopted unanimously by the Board of Directors of the Corporation, effective June 19, 2009, without meeting.

  
DENNIS A. BRODSKY, Director

NOEL AARON CIMMINO, Director

  
MARC J. FORD, Director

  
CARALYCE M. LASSNER, Director

  
HEATHER D. MCGIVERN, Director

YULIY OSIPOV, Director

  
DAVID WM. RUSKIN, Director

  
CRAIG S. SCHOENHERR, SR., Director

  
MARK H. SHAPIRO, Director

  
BRIAN J. SMALL, Director

  
KURT A. STEINKE, Director

  
ADAM L. WIENER, Director

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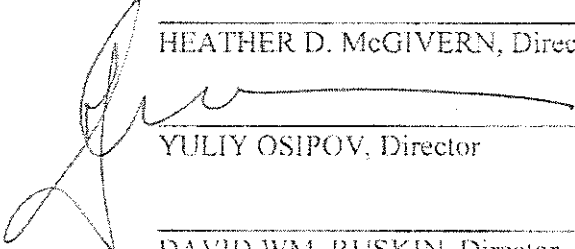
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