

BYLAWS
OF
FIRST RACQUET QUAD CITIES
an Illinois general not for profit corporation

These Bylaws are entered into this ____ day of _____, 2019, by CHRIS ONTIVEROS, JIM SCOTT and JACK CULLEN.

Article I. Meetings

Section 1. Place of meeting. Any or all meetings of the board of directors of this corporation shall be held at the office of FIRST RACQUET QUAD CITIES, 3002 Ave of the Cities, Moline, Illinois or any other location that is agreeable by the directors pursuant to a bylaw or resolution adopted by the board of directors. This provision does not include a meeting through telephone-conference or web-conference.

Section 2. Annual meeting of the board of directors. An annual meeting of the board of directors shall be held in each year on the last Thursday in October at 9:00 A.M., one of the purposes of which shall be the election of a board of directors.

Section 3. Notice of annual meeting of the board of directors. At least sixty (60) days prior to the date fixed by section 2 of this Article for the holding of the annual meeting of the board of directors, written notice of the time and place of the meeting shall be mailed, as provided, to each director entitled to vote at the meeting.

Section 4. Delayed annual meeting. If, for any reason, the annual meeting of the board of directors is not held on the day designated, the meeting may be called and held as a special meeting, and the proceedings may be there as at an annual meeting, provided that the notice of meeting shall be the same required for the annual meeting, namely, not less than a sixty (60) days-day notice.

Section 5. Order of business at annual meeting. The order of business at the annual meeting of the board of directors shall be as follows:

- (a) Roll call;
- (b) Reading notice and proof of mailing;
- (c) Reading of minutes of last preceding meeting;
- (d) Report of president;

- (e) Report of secretary;
- (f) Report of treasurer;
- (g) Election of directors;
- (h) Transaction of other business mentioned in the notice; and
- (i) Adjournment (provided that, in the absence of any objection, the presiding officer may vary the order of business at his discretion).

Section 6. Special meetings of board. Special meetings of the board of directors may be called by the president at any time by means of written notice by mail of the time, place and purpose to each director as the president in *[his/her]* discretion shall deem sufficient, but action taken at any meeting shall not be invalidated for want of notice if the notice is waived as provided.

Section 7. Notices and mailing. All notices required to be given by any provision of these bylaws shall state the authority pursuant to which they are issued (as, "by order of the president," or "by order of the board of directors" as the case may be) and shall bear the written, stamped, typewritten or printed signature of the secretary or assistant secretary. Every notice shall be deemed served when it has been deposited in the United States mail, with postage fully prepaid, plainly addressed to the addressee at his, her or its last address appearing upon the membership record of this corporation.

Section 8. Regular meetings of board. Regular meetings of the board of directors shall be held not less frequently than once in each month at the time and place as the board of directors shall determine. No notice of regular meetings of the board shall be required. Meetings may be held in person, through telephonic conference, or internet-based conference.

Section 9. Waiver of notice. Notice of the time, place and purpose of any meeting of the of the board of directors, may be waived by telegram, radiogram, cablegram, email or other writing, either before or after the meeting has been held.

Article II. Quorum

Section 1. Quorum of directors. A majority of the directors shall constitute a quorum.

Article III. Voting, Elections and Proxies

Section 1. Who entitled to vote. Except as the articles, an amendment, or amendments otherwise provide, each director shall, at every meeting of the directors, be entitled to one vote in person or by proxy upon each subject properly submitted to vote.

Section 2. Proxies. No proxy shall be deemed operative unless and until signed by the director and filed with the corporation. In the absence of a limitation to the contrary contained in the proxy, it shall extend to all meetings of the directors and shall remain in force three years from its date, and no longer.

Article IV. Board of Directors

Section 1. Number and term of directors. The business, property and affairs of this corporation shall be managed by a board of directors composed of three (3). Each director shall hold office for the term for which he/she is elected and until a successor is elected and qualified.

Section 2. Vacancies. Vacancies in the board of directors shall be filled by appointment made by the remaining directors. Each person elected to fill a vacancy shall remain a director until a successor has been elected by the directors, who may make that election at their next annual meeting or at any special meeting called for that purpose.

Section 3. Action by unanimous written consent. If and when the directors severally or collectively consent in writing to any action to be taken by the corporation, that action shall be as valid a corporate action as though it had been authorized at a meeting of the board of directors.

Section 4. Power to make bylaws. The board of directors shall have the power to make and alter any bylaw or bylaws, including the fixing and altering of the number of the directors, provided, that the board shall not make or alter any bylaw or bylaws fixing the qualifications or term of office of any directors of the then existing board.

Section 5. Power to elect officers. The board of directors shall select a president, one or more vice-presidents, a secretary and a treasurer. No officer except the president need be a member of the board, but a vice-president who is not a director shall not succeed to nor fill the office of president.

Section 6. Power to appoint other officers and agents. The board of directors shall have the power to appoint other officers and agents as the board may deem necessary for the transaction of the business of the corporation.

Section 7. Removal of officers and agents. Any officer or agent may be removed by the board of directors whenever in the judgment of the board the business interests of the corporation will be served.

Section 8. Power to fill vacancies. The board shall have the power to fill any vacancy in any office occurring from any reason.

Section 9. Delegation of powers. For any reason deemed sufficient by the board of directors, whether occasioned by absence or otherwise, the board may delegate all or any of the powers and duties of any officer to any other officer or director, but no officer or director shall execute, acknowledge, or verify any instrument in more than one capacity.

Section 10. Power to appoint executive committee. The board of directors shall have the power to appoint by resolution an executive committee composed of two or more directors who, to the extent provided in the resolution, shall have and exercise the authority of the board of directors in the management of the business of the corporation between meetings of the board.

Section 11. Compensation. The compensation of directors, officers and agents may be fixed by the board.

Article V. Officers

Section 1. President. The president shall be selected by, and from the membership of, the board of directors. He/She shall be the chief executive officer of the corporation and shall preside over all meetings of the board. He/She shall have general and active management of the business of the corporation and shall see that all orders and resolutions of the board are carried into effect. The president shall have the general powers and duties of supervision and management usually vested in the office of president of a corporation.

Section 2. Vice-presidents. At least one vice-president shall be chosen from the membership of the board. These vice-presidents function as board members and, in the order of their seniority, shall perform the duties and exercise the powers of the president during the absence or disability of the president.

Section 3. Secretary. The secretary shall attend all meetings of the board of directors, and of the executive committee, and shall preserve in the books of the corporation true minutes of the proceedings of all meetings. He/She shall safely keep in his/her custody the seal of the corporation and shall have authority to affix it to all instruments where its use is required. He/She shall give all notices required by statute, bylaw or resolution and shall perform any other duties as may be delegated by the board of directors or by the executive committee.

Section 4. Treasurer. The treasurer shall have custody of all corporate funds and securities and shall keep in the books belonging to the corporation full and accurate accounts of all receipts and disbursements and shall deposit all moneys, securities and other valuable effects in the name of the corporation in the depositories designated for that purpose by the board of directors. He/She shall disburse the funds of the corporation as may be ordered by the board, taking proper vouchers for the disbursements, and shall render to the president and directors at the regular meetings of the board, and whenever requested by them, an account of all treasurer transactions and of the financial condition of the corporation. If required by the board he/she shall deliver to

the president of the corporation, and shall keep in force, a bond in form, amount, and with a surety or securities satisfactory to the board, conditioned for faithful performance of the duties of the office, and for restoration to the corporation in case of death, resignation, retirement, or removal from office, of all books, papers, vouchers, money, and property of whatever kind in the possession or control of the treasurer and belonging to the corporation.

Section 5. Assistant secretary and assistant treasurer. The assistant secretary, in the absence or disability of the secretary, shall perform the duties and exercise the powers of the secretary. The assistant treasurer, in the absence or disability of the treasurer, shall perform the duties and exercise the powers of the treasurer.

Article VI. Execution of Instruments

Section 1. Checks and drafts. All checks, drafts and orders for payment of money shall be signed in the name of the corporation and shall be countersigned, by such officers or agents as the board of directors shall from time to time designate for that purpose. This includes credit cards and any payment through electronic means.

Section 2. Contracts, conveyances or other instruments. When the execution of any contract, conveyance, or other instrument has been authorized without specification of the executing officers, the president, or any vice-president, and the secretary, or assistant secretary, may execute it on behalf of this corporation and may affix the corporate seal. The board of directors shall have the power to designate the officers and agents who shall have authority to execute any instrument in behalf of this corporation.

Article VII. Power of Board To Borrow Money

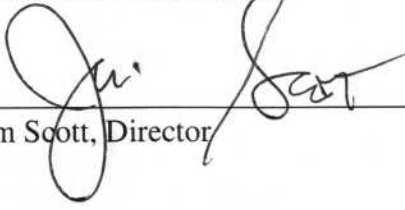
The board of directors shall have the full power and authority to borrow money whenever in the discretion of the board the exercise of that power is required in the general interests of this corporation, and in that case the board of directors may authorize the proper officers of this corporation to make, execute and deliver in the name and behalf of this corporation any notes, bonds, and other evidence of indebtedness as the board shall deem proper, and the board shall have the full power to mortgage the property of this corporation, or any part as security for the indebtedness, and no action on the part of the membership of this corporation shall be requisite to the validity of any note, bond, evidence of indebtedness, or mortgage.

Article VIII. Amendment of Bylaws

Section 1. Amendments, how effected. These bylaws may be amended, altered, added to or repealed by the affirmative vote of a majority of the board of directors if the amendment, alteration, addition, or repeal is proposed at a regular or special meeting of the board and adopted at a subsequent regular meeting; provided, that any bylaws made by the affirmative vote of a majority of the board of directors as provided here may be amended, altered, added to, or repealed by the affirmative vote of a majority of the members entitled to vote at any regular or special meeting of the members.

IN WITNESS WHEREOF, the undersigned hereby agree, acknowledge, and certify that the foregoing Bylaws constitutes the Bylaws of FIRST RACQUET QUAD CITIES, adopted by the Directors of the Corporation on the day and year first written above.

Chris Ontiveros, Director



Jim Scott, Director

Jack Cullen, Director