

## ARTICLE IV. OFFICERS

Section 1. Officers. The Officers of the corporation shall be a President, a Vice President, a Secretary, and a Treasurer. The corporation may also have, at the discretion of the Board of Directors, a Chairman of the Board, one or more additional Vice Presidents, one or more Assistant Secretaries, one or more Assistant Treasurers, and such other Officers as may be appointed in accordance with the provisions of Section 3 of this Article. One person may hold two or more offices except that the offices of President and Secretary shall not be held by the same person.

Section 2. Election. The Officers of the corporation, except such Officers as may be appointed in accordance with the provisions of Section 3 or Section 5 of this Article, shall be chosen annually by the Board of Directors at its first meeting following the annual election of Directors, and each shall hold his office until he shall resign or shall be removed or otherwise disqualified to serve, or his successor shall be elected and qualified.

Section 3. Subordinate Officers, Etc. The Board of Directors may appoint and may empower the President to appoint such other Officers as the business of the corporation may require, each of whom shall hold office for such period, have such authority, and perform such duties as are provided in the Bylaws or as the Board of Directors may from time to time determine.

Section 4. Removal and Resignation. Any Officer may be removed, either with or without cause, by the Board of Directors at any regular or special meeting thereof or, except in case of an Officer chosen by the Board of Directors, by any Officer upon whom such power of removal may be conferred by the Board of Directors (subject in each case to the rights, if any, of an Officers under any contract of employment).

Any officer may resign at any time by giving written notice to the Board of Directors or to the President or to the Secretary of the corporation without prejudice, however, to the rights, if any, of the corporation under any contract to which such Officer is a party. Any such resignation shall take effect at the date of the receipt of any such notice or at any later time specified therein; and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 5. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled by the Board of Directors for the unexpired portion of the term. Vacancies occurring in offices of Officers appointed at the discretion of the Board may or may not be filled as the Board shall determine.