

**BYLAWS
OF
PUTNAM FIRST CANCER FUND, INC.**
A Florida Non-Profit Corporation

ARTICLE I -- NAME AND OFFICE

1. **NAME:** The name of the corporation is **PUTNAM FIRST CANCER FUND, INC.**
2. **OFFICE:** The principal office of the corporation shall be located at such place as the Trustees shall from time to time designate. The current principal office of the corporation is 600 Zeagler Dr., Palatka, FL 32177.

ARTICLE II -- PURPOSE

The purpose of this corporation shall be as set forth in Article III of the *Articles of Incorporation* filed with the Florida Secretary of State on October 8, 2014.

ARTICLE III -- TRUSTEES

1. **NUMBER:** This Corporation shall be governed by a Board of Trustees, the number of which shall be determined by the Board of Trustees from time to time.
2. **TERM:** The term of Trustees shall be indefinite. Vacancies occurring by death, resignation or removal shall be filled by a majority vote of the remaining Trustees.
3. **RESIGNATION OR REMOVAL:** Any Trustee may resign at any time by giving prior written notice of such resignation to the Board of Trustees. A Trustee may be removed by a two-thirds majority vote of the remaining Trustees.
4. **ANNUAL MEETING:** The Board of Trustees shall hold an annual meeting at such time and place as shall be designated by the Chairman.
5. **SPECIAL MEETINGS:** Special meetings may be called as needed by the Chairman or a majority of the Trustees. Oral or written notice of the meeting, the time, and the place shall be given to each Trustee at least two days before such meeting of the Trustees.
6. **WAIVER OF NOTICE:** Attendance of a Trustee at any meeting of the Board of Trustees constitutes a waiver of notice of such meeting.

7. **QUORUM:** All meetings of the Board of Trustees shall have a majority of Trustees necessary to constitute a quorum, and the act of the majority of Trustees present at any meeting in which there is a quorum shall be the act of the Board of Trustees. Attendance by phone or written proxy is permitted.
8. **COMPENSATION:** Trustees shall receive no compensation as Trustees, however Trustees may be reimbursed a reasonable sum for expenses incurred in services to the corporation as may be approved by the Board of Trustees.

ARTICLE IV -- CORPORATE OFFICERS

1. **CORPORATE OFFICERS:** The officers of the corporation shall be a President, Vice President, Secretary, Treasurer, and such other officers as may be elected by the Board of Trustees at the annual meeting. Officers shall serve for a term of two years and may be re-elected.
2. **PRESIDENT:** The President will be the Chief Executive Officer of the corporation and will, subject to the control of the Board of Trustees, supervise and control the affairs of the corporation. The President will perform all duties incident to such office and such other duties as may be provided in these Bylaws, or as may be prescribed from time to time by the Board of Trustees.
3. **VICE PRESIDENT:** The Vice President will perform all duties and exercise all powers of the President when the President is absent or is otherwise unable to act. The Vice president will perform such other duties as may be prescribed from time to time by the Board of Trustees.
4. **SECRETARY:** The Secretary will keep minutes of all the meetings of the Board of Trustees, will be the custodian of the corporate records, will give all notices as required by law or by these Bylaws, and generally will perform all duties incident to the office of Secretary, and such other duties as may required by law, by the ***Articles of Incorporation***, or by these Bylaws, or which may be assigned from time to time by the Board of Trustees.
5. **TREASURER:** The Treasurer will have charge and custody of all funds of the corporation, will deposit the funds as required by the Board of Trustees, will keep and maintain adequate accounts of the corporation's properties and business transactions, will render reports and accountings to the Board of Trustees, and will perform any and all duties incident to the office of Treasurer and such other duties as may be required by law, by the ***Articles of Incorporation***, by the Bylaws, or which may be assigned from time to time by the Board of Trustees.
6. **RESIGNATION OF OFFICERS:** Any officer elected to an office may resign at any time

via writing sent to the President of the corporation, or if the officer resigning is the President, to the Chairman of the Board of Trustees of the corporation.

7. **REMOVAL OF OFFICERS:** Any officer may be removed by a two-thirds vote of the Board of Trustees.
8. **COMPENSATION OF OFFICERS:** The officers shall receive no compensation for their services, however officers may be reimbursed for reasonable expenses incurred in the performance of their duties as may be approved by the Board of Trustees.

ARTICLE V -- FISCAL YEAR

The Fiscal Year shall commence on January 1 of each year and end on December 31.

ARTICLE VI – EXECUTIVE COMMITTEE

The Trustees shall have the authority to appoint an Executive Committee including the officers to manage the affairs of the Corporation. The non-officer members shall serve indefinite terms and may be removed by majority vote of the Trustees. Vacancies shall be filled by majority vote of the Trustees. The Committee shall report to the Trustees at least twice annually, including the annual meeting of the Trustees. The size of the executive committee shall be as determined by the Trustees from time to time. Members shall receive no compensation for serving.

ARTICLE VII -- AMENDMENTS

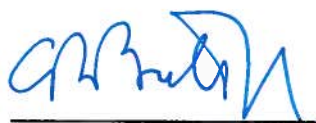
The Trustees shall have the power to alter, amend or repeal the Articles or Bylaws of the corporation by affirmative vote of a majority of the Trustees at any regular or specially called meeting for the purpose of amending the Article or Bylaws. Written notice of any meeting where the Articles and/or Bylaws are to be amended shall be given to each member of the Board of Trustees in writing thirty days before the meeting.

ARTICLE VIII – RULES OF ORDER

The rules of order for all meetings shall be the most current revision of Robert's Rules of Order, provided that they are not inconsistent with these Bylaws.

WE THE UNDERSIGNED, being all of the Trustees of the above-named corporation, do hereby ratify and adopt the foregoing Bylaws as the Bylaws for the regulation of the affairs of said corporation.

DATED this 22 day of December, 2014.



Ben Bates

Karl Flagg

John Gaines



Gary Getchell



Ed Hedstrom



Danny Hemphill



Henry Hirschman



J.R. Newbold III



Joe Pickens

Shann Purinton