FIRST AMENDMENT TO THE BYLAWS

THE NINTH INFANTRY DIVISION ASSOCIATION

Effective as of July 30, 2023 (the "Effective Date"), this First Amendment to the Bylaws (this "Amendment") of The Ninth Infantry Division Association, a Rhode Island nonprofit corporation (the "Association"), shall amend and is incorporated into the Bylaws of the Association (the "Bylaws"), pursuant to Chapter 7-6 of the State of Rhode Island General Laws and Article X, Section 2 of the Bylaws, by the approval of and adoption by the voting members of the Association at the 78th annual business meeting of the members of the Association held on the Effective Date and memorialized in the meeting minutes thereof, as follows:

1. Amendment to Article VI Section 2. The first paragraph of Article VI, Section 2 of the Bylaws is hereby amended and restated in its entirety to read as follows:

> "The Vice-President shall be vested with all the powers and shall perform all the duties of the President during the absence of the President. The Vice-President may rotate into the Presidency when the term of the President expires."

2. Satisfaction of Restrictions. Any and all restrictions, obligations, and requirements set forth in the Bylaws, the governing documents of the Association, or elsewhere, in each case as amended, relating to any of the amendments or actions described herein have been satisfied or are hereby deemed waived only to the extent necessary to fully adopt and confirm all such amendments and actions.

3. Ratification of Amended Bylaws. Except as amended by this Amendment, the Bylaws are in full force and effect as written and are hereby ratified and confirmed.

4. Miscellaneous. Capitalized terms used but not defined herein shall have the meaning given in the Bylaws. The invalidity or unenforceability of any provision of this Amendment shall not affect the validity or enforceability of any other provision hereof. Where the context indicates, (i) the gender (or lack of gender) of all words used herein includes the masculine, feminine, and neuter forms and (ii) singular nouns and pronouns used herein include the plural form, and vice versa.

[Certification Page Follows]

CERTIFICATION

The undersigned hereby certifies that, effective as of July 30, 2023 by vote at the annual meeting, the members of The Ninth Infantry Division Association duly approved and adopted this First Amendment in accordance with Chapter 7-6 of the State of Rhode Island General Laws and Article X, Section 2 of the Bylaws of The Ninth Infantry Division Association.

Signature:
Name: Peter Stern Title: President

The Ninth Infantry Division Association

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