BY-LAWS

OF

Arden Building and Loan Association

A Delaware State

Corporation

ARDEN, DELAWARE

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of

ARDEN BUILDING AND LOAN ASSOCIATION

A Delaware State Corporation

Arden, Delaware

ARTICLE I.

Title and Object

This Association shall bear the name and title "Arden Building and Loan Association", and it shall have for its object the accumulation, by the monthly contributions of its stockholders, of a fund sufficient to enable the stockholders to build or purchase dwelling houses or other structures and to borrow money from the Association for these purposes, as well as for any other lawful purpose. The Association shall also have the various objects enumerated in its Charter.

ARTICLE II.

Offices

Section 1. The principal office of this Association shall be in Arden, Brandywine Hundred, County of New Castle, State of Delaware.

Section 2. The Association shall also have such other offices in such other places as the Board of Directors may from time to time appoint.

ARTICLE III.

Seal

The corporate seal of this Association shall have inscribed thereon the name of the Association, the year of its creation, and the words "Incorporated, Delaware".

ARTICLE IV.

Meetings of Stockholders

Section 1. All meetings of stockholders shall be held at the office of the Association in Arden, Brandywine Hundred, County of New Castle, State of Delaware.

Section 2. Stockholders may vote at all meetings either in person or by proxy in writing. All proxies shall be filed with the Secretary of the meeting before being voted upon.

Section 3. Each stockholder shall be entitled to one vote for each share of stock registered in his or her name on the books of the Association.

Section 4. The annual meeting of stockholders shall be held on the third Friday of August of each year at 8 o'clock P. M., when they shall elect by a plurality vote, by ballot, a Board of Directors.

Section 5. Notice of the annual meeting shall be mailed by the Secretary to each stockholder registered on the books of the Association not less than ten days prior to said annual meeting.

Section 6. Special meetings of the stockholders may be called by the President, and shall be called upon the request in writing, or by vote, of a majority of the Directors, or upon the written request of the owners of a majority of the stock of the Association, by the same notice as is required for annual meetings, except that such notice shall state briefly the object of such meetings.

ARTICLE V.

Directors

Section 1. The property and business of this Association shall be managed by a Board of twelve Directors, who shall be elected annually by the stockholders.

Section 2. If the office of one or more Directors shall become vacant, the remaining Directors shall elect successors for the unexpired term.

Section 3. Regular monthly meetings of the Board of Directors shall be held at the office of the Association in Arden, Delaware at 8:30 P. M., on the third Friday of each month.

Section 4. Special meetings of the Board of Directors may be called by the President or by two members of the Board, by written notice of the time and place thereof, mailed to each Director at least three days before such meeting.

Section 5. At least six (6) members of the Board of Directors shall constitute a quorum.

ARTICLE VI.

Executive Commnttee

The Board of Directors may, by resolution passed by a majority of the whole Board, designate two or more of their number to constitute an Executive Committee, who shall advise with and aid the officers of the Association in all matters concerning its interests and the management of its affairs, and generally perform such duties and exercise such powers as may be directed or delegated by the Board of Directors.

ARTICLE VII.

Officers of the Association

Section 1. The officers of the Association shall be a President, Vice-President, Secretary, Treasurer and Counsel, who shall be elected by the Board of Directors annually.

Section 2. The President, Vice-President, Secretary, Treasurer and Counsel shall be elected from among the Directors.

Section 3. The same person may hold the offices of Vice-President and Secretary, Vice-President and Treasurer, or Secretary and Treasurer, but not all three offices.

ARTICLE VIII.

President

The President shall preside at all meetings of the Board or Association at large, and shall have in his possession the Treasurer's and Secretary's bonds and the charter; he shall sign all orders on the Treasurer for appropriations, when passed by the vote of the Board of Directors, and he shall perform such other duties as usually appertain to his office, or which may hereafter be prescribed by the By-Laws of the Association or resolution of the Board.

ARTICLE IX.

Vice-President

In the absence of the President, the Vice-President shall perform all the duties of the office.

ARTICLE X.

Secretary

Section 1. The Secretary shall keep the correct minutes of the proceedings of the Association and of the Board of Directors, and also a correct account with all the stockholders; he shall assist at the examination of all the books of account of the Association, and he shall have his own books ready

for inspection annually at the stated meeting of the Board in August and at all other times when the Board require it, and he shall be prepared at all times to inform stockholders of the state of the financial concern of the Association, and shall give monthly statements of the financial condition of the Association to the Board of Directors. He shall have the custody of all Deeds, Mortgages, Bonds (except his own and Treasurer's bonds which shall be held by the President) and all valuable papers and books generally belonging to the Association.

Section 2. He shall draw all orders on the Treasurer after being approved by a vote of the Board of Directors.

Section 3. He shall report to the Association all ground rents, interest, etc., on incumbrances, prior to those held by the Association, remaining unpaid after the day the same are due, and perform such other duties as the Board of Directors may from time to time require, and at the expiration of his term of office or other sooner determination thereof, shall deliver all books, papers, etc., belonging to the Association to his successor in office.

Section 4. He shall receive for his services such compensation as the Board of Directors may from time to time determine.

ARTICLE XI.

Treasurer

The Treasurer shall receive all moneys paid to the Association and give his receipt to the President for the same; he shall pay all orders drawn on him by the Secretary when signed by the President. He shall keep an account of all moneys received and paid out by him, and he shall deposit all moneys in the name of the Association in such bank as maybe designated by the Board of Directors, and at the expiration of his term of office, or other sooner determination thereof, deliver to the Association, or his qualified successor in office, all moneys, books, papers and property of every description which he may and should have in his possession belonging to the Association. For the faithful performance of his duties he shall give security for such amount as the Board of Directors may from time to time determine, and shall receive for his services such compensation as the Board of Directors may from time to time determine.

ARTICLE XII.

Counsel

Section. 1. The Counsel shall examine all title papers and procure the necessary searches for property offered to the Association as security for money loaned, and shall certify the result of same in writing. He shall prepare all bonds, mortgages, agreements, assignments, and other writings of a legal nature to be given or taken by the Association.

Section 2. As compensation for his services he shall be entitled to receive, from the party liable for the same, the usual and customary fees. All disputes as to the amount of his charges and disbursements shall be settled by the Board of Directors, whose decision in the matter shall be final.

ARTICLE XIII.

Stock

Section 1. The stock of this Association may be issued in series, according to the usual plan practiced by building and loan associations in the State of Pennslyvania, and new series of stock may be issued from time to time as the Board of Directors shall determine. The stock of this Association shall also consist of Full Paid Shares at a par value of $200.00 payable in full when purchased.

Section 2. Stockholders shall pay the sum of One Dollar per share as dues monthly to the Treasurer at the regular monthly meeting of the Board of Directors, until the capital of each series of stock of the Association shall be sufficient to pay for each share of such series the sum of Two Hundred Dollars.

Section 3. Failure on the part of any stockholder to pay his or her monthly dues, interest, fines and premiums as often as the same shall be payable, shall subject such stockholder to the payment of a fine of one half (½) per cent per month on all arrearages; provided, however, that whenever such dues, interest, fines or premiums are sent to the Association by mail, the date of post mark on the envelope containing the same shall be considered the date of payment.

Section 4. No subscription fee be required from subscribers for shares in this Association beginning with the present series No. 38.

Section 5. Minors may hold stock by guardian or trustees.

Section 6. Stockholders in arrears of their monthly contributions, for the space of six months, and who have not borrowed upon their shares, may, at the option of the Board of Directors, be regarded as having withdrawn from the Association, in which event they shall receive from the Association the amount of monthly dues paid in by them, with interest at such rate as may be fixed by the Board of Directors if the stock is more than one year old, less their proportion of all losses and expenses and all fines charged against their shares.

ARTICLE XIV.

Withdrawals

Section 1. Stockholders desiring to withdraw from the Association shall, after having given thirty days' written notice of their intention to do so, receive from the Treasurer the amount of monthly dues paid in by them, and, after the expiration of the first year, in addition thereto, interest, or such proportion of the profits as the Board of Directors shall determine, less the losses, fines and expenses on each share.

Section 2. Whenever the shares of any series shall reach the full value of Two Hundred Dollars, the same shall be deemed to have matured, and shall be retired within sixty days, by paying to the holders of such shares the value thereof, and by obtaining from such holders in favor of the Association a full surrender and cancellation of the shares thus paid for.

ARTICLE XV.

Loans

Section 1. Whenever and as often as the funds of the Association permit, the same shall be loaned out in open meeting to the highest bidder; every stockholder shall be entitled to receive a loan of Two Hundred Dollars for each and every share of stock held by him or her, either on the security of the shares of stock of the Association, or on such other security as the Board of Directors shall require. The bid shall never be less than at the rate of one-half per cent per month, payable monthly at the regular monthly meeting of the Board of Directors, in addition to the regular dues, until the loan be returned. Loans thus taken shall be secured in such manner as the Board of Directors shall require, and by the transfer to the Association, as collateral, of one share of stock for every Two Hundred Dollars borrowed.

Section 2. Borrowing stockholders may purchase shares of any series, paying the value thereof at the time, in order to bring their holdings in said series

up to an amount sufficient to support any loan desired, provided that the Board of Directors authorizes such purchase.

Section 3. Borrowing stockholders may repay their loans in amounts of not less than one-eighth of one share at any time, and such repayment shall operate as a proportionate reduction of the interest charges.

Section 4. Applicants for loans on dwelling houses, structures, leaseholds or real estate, shall apply in writing stating amount of loan desired and nature of security offered. Every such application shall be referred to a Property Committee consisting of three members of the Board of Directors, appointed by the President, and it shall be the duty of such Committee to examine the security offered and to report in writing to the Board of Directors as to the value of said security, the advisability or non-advisability of granting the application, and such other details as may assist the Board of Directors in passing upon the application.

Section 5. Whenever this Association shall grant a loan secured upon a building structure or other improvement erected upon a leasehold estate, the Association shall obtain as security for said loan, in addition to the usual and proper mortgage and fire insurance policy, an assignment to the Association of the lease for the entire tract or parcel of land upon any part of which said building, structure or improvement is erected, and it shall be the duty and obligation of the borrower or owner of said building, structure or improvement to pay the full rental assessed against said tract or parcel of land to the Association on or before the due date of said rental, so that the Association may promptly pay said rental to the holder or holders of the legal title to said tract or parcel of land.

Section 6. Whenever a stockholder who shall have obtained a loan on the security of any building, structure, improvement, leasehold estate or real estate shall be in arrears of his or her monthly contributions of dues, interest, fines and premiums for the space of six months, the Board of Directors shall have the right immediately to foreclose or sue out the mortgage or other security held by the Association for said loan, and to take such other steps for the protection of the interests of the Association as it may deem expedient.

ARTICLE XVI.

Amendments

No addition, alteration or amendment to these By-laws shall be made unless a motion therefor be presented in writing at a regular meeting of the Board of Directors. Such motion shall then be read by the Secretary, and shall lie over without debate until the next regular meeting of the Board of Directors, when it shall be considered and voted upon. Such addition, alteration or amendment shall not become effective unless passed by a two-thirds vote of the entire Board of Directors.

ARTICLE XVII.

Order of Business

The order of business at the regular meetings of the Board of Directors shall be as follows:

No. 1. Receipt of dues, etc.
No. 2. Roll call of officers and directors.
No. 3. Reading of minutes.
No. 4. Unfinished business.
No. 5. Reports of committees.
No. 6. New business.
No. 7. Selling money.
No. 8. Good of the Association.
No. 9. Adjournment.