

Exhibit A
BY-LAWS
OF
PINE LEVEL METHODIST CEMETERY, INC.

ARTICLE I

The name of the organization for which these By-Laws exist is the Pine Level Methodist Cemetery, Inc., a non-profit corporation.

ARTICLE II

The purpose of the corporation is set forth in the Articles of Incorporation. In order to achieve said purpose, the corporation shall have the power:

1. To receive any and all donations, gifts, or grants made to Pine Level Methodist Cemetery, Inc., Pine Level Methodist Cemetery Fund, Pine Level Methodist Cemetery, or other like designation.
2. To invest such funds in a permanent trust as the Trustees shall determine from time to time.
3. To provide that only the interest from the trust can be expended.
4. To provide that the corporation be non-profit in nature and that it remain so in perpetuity.
5. To exercise any and all powers granted such a corporation under the Statutes and Laws of the State of Alabama.

ARTICLE III

Persons entitled to membership in the Association shall be only those descendants of families buried in the Pine Level Methodist Cemetery in Montgomery County, Alabama, except as set forth below. This request must be approved by three members of the Association appointed by the Chairman. In the event a request ~~is~~ received from a person without a family member being buried in the cemetery, the request must be approved by all Trustees of the Association.

ARTICLE IV

There shall be an annual meeting of the membership on the first Sunday in March of every year. The time and place of said meeting shall be set by the Chairman of the Board of Trustees at such place and at such time as is suitable.

ARTICLE V

The management of the corporation shall be by a Board of Trustees, consisting of six members, and who shall be elected from the membership as provided below:

1. The Board members shall be elected at the annual meeting of the membership for terms of three years.
2. Any vacancies may be filled by the Board of Trustees for the unexpired term.
3. The terms of the initial members shall expire in this manner: the terms of two members at the 2003 annual general meeting; two others at the 2004 meeting; and the last two at the 2005 meeting. The Board members may decide among themselves which terms shall expire at each meeting. After the expiration of the initial term of each of the foregoing Trustees, each successor shall be elected for a period of three years.
4. The regular annual meeting of the Board of Trustees shall be held on the first Sunday in March, immediately following the annual membership meeting, or as soon thereafter as possible.
5. Special meetings of the Board of Trustees may be called at any time by the Chairman to be held at any place or hour that he deems convenient, or suitable.
6. A quorum at any meeting shall consist of four members of the Board of Trustees.
7. The Board of Trustees shall have authority to reserve such amount of the unspent annual interest as is deemed necessary for some special project for the upkeep or improvement of the cemetery. Any other unused annual interest, not so reserved by the Board, shall revert to the trust fund.
8. The Board of Trustees shall have the power to accept contracts for work toward upkeep of the cemetery. The Board shall likewise have the power to terminate such a contract as is not being satisfactorily executed.
9. The Board of Trustees shall have authority to make decisions relative to the removal of trees, shrubbery, or such obstacle deemed detrimental to the care and improvement of the cemetery.
10. The Board of Trustees shall have the right to demand the resignation of any member or officer who is considered by the board as not being cooperative or not working for the best interest of the corporation.

ARTICLE VI

The Board of Trustees shall elect each year from its membership of their Board the following officers: a Chairman, a Vice-Chairman, and a Secretary and a Treasurer.

1. The Chairman shall preside at all meetings; shall have general supervision over all affairs of the corporation; shall serve as Chairman of the Board, with authority to perform all duties incident to his office or all duties properly required by the Board. The Chairman shall sign or countersign, all certificates, contracts, or other instruments of the corporation, and shall countersign all checks with the Treasurer.
2. The Vice-Chairman shall perform the duties of the Chairman during his absence or incapacity.

3. The Secretary shall issue notice for meetings and shall keep minutes; shall sign with the Chairman any instruments that require such signature, and shall make such reports and perform such other duties as are incident to the office or required by the Board of Trustees. The Secretary shall enter the minutes of Board of Trustees in a permanent minute record and shall show them duly attested by the signature of the Secretary of the Board and of the Chairman of the Board. The minutes shall specifically set forth the actions of the Board.
4. The Treasurer shall have custody of all monies and shall keep regular books of account. The Treasurer shall render an annual financial report prior to the annual meeting each year, and will keep a permanent file with said reports contained therein, and shall each year provide a copy of the permanent report to the Chairman of the Board prior to the annual meeting.

ARTICLE VII

The Chairman, acting with the consent and approval of the Board of Trustees, shall appoint any special or standing committee as deemed necessary. Such committees do not necessarily have to be Trustees.

ARTICLE VIII

Pine Level Methodist Cemetery shall continue to be reserved as a burial ground for those families belonging to the membership; as is defined in Article III.

ARTICLE IX

These By-Laws may be amended in part, or repealed in whole, by a three-fourths vote of the membership present at the general annual meeting. Such amendment must be submitted to the Board of Trustees for their consideration at least three months prior to the annual meetings. Such amendment must be submitted to the Board of Trustees for their consideration at least three months prior to the annual meetings. Provided, however, that in no event shall the Board of Trustees or membership have or acquire the authority or right to take any portion of trust funds established by the corporation out of trust. Trust funds shall include the initial corpus of any such trust established by the corporation, as said funds may be increased from time to time by the corporation or otherwise.

Adopted by the Board of Trustees on this, the 28th day of April, 2002.

Signed by Eunice P. McKinney
Secretary

Approved:

George T. Turnipseed
Chairman

ARTICLE X - Guidelines for the use of Pine Level Methodist Cemetery

(added to the By-Laws of Pine Level Methodist Cemetery, Inc. at a meeting of the Board of Trustees on an unspecified date.)

1. As a general guideline, a burial space will be approximately 5' by 10' in size. Those cremated may require a different size burial space. A specific size will be established on a case by case basis.
2. Burial spaces will be requested by letter addressed to the Pine Level Methodist Cemetery Committee. Trustees to be contacted are Wilson Roten, Eunice McKinney, and Robert Chancey. These three people will speak with one voice for the designation of burial spaces. In an emergency situation, the majority present will govern the allocation of burial spaces.
3. A maximum of two spaces will be designated for a man and his wife. No request for children or grandchildren will be considered unless unusual circumstances exist. Request for children and grandchildren will be considered when they reach the age of maturity and submit a request of their own for consideration.
4. The following personnel were present and have adopted the above guidelines.
Eunice McKinney
George T. Turnipseed
Wilson Roten
Kathy Pruett
Elaine Parson
5. Anyone using the cemetery will help maintain it in the spirit that it has been established and is being maintained.
6. A copy of the minutes of this meeting will be added to "Exhibit A By-Laws of Pine Level Methodist Cemetery, Inc." and become a portion of the By-Laws identified as Article X.

Chairman
George T. Turnipseed

Secretary
Eunice P. McKinney