**CORPORATE BYLAWS**

**OF**  
**[INSERT CORPORATION NAME]**  
(a [INSERT STATE] Corporation)

**ARTICLE I – OFFICES**

**1.1 Principal Office**  
The principal office of the corporation is located at:  
**[INSERT ADDRESS, CITY, STATE ZIP CODE]**

**1.2 Other Offices**  
The corporation may also have offices at such other places as the Board of Directors may designate or the business of the corporation may require.

**ARTICLE II – SHAREHOLDERS**

**2.1 Annual Meeting**  
An annual meeting of the shareholders shall be held on **[INSERT MONTH & DAY]** of each year (or as otherwise determined by the Board) for the election of directors and the transaction of other business.

**2.2 Special Meetings**  
Special meetings may be called by the President, the Board of Directors, or shareholders holding not less than **[INSERT %]** of the voting power.

**2.3 Notice**  
Written notice of all shareholder meetings must be provided at least **[INSERT NUMBER]** days in advance, specifying the time, place, and purpose.

**2.4 Quorum**  
A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum.

**2.5 Voting**  
Each outstanding share shall be entitled to one vote. Decisions shall be by majority vote unless otherwise required by law or these Bylaws.

**ARTICLE III – BOARD OF DIRECTORS**

**3.1 General Powers**  
The business and affairs of the corporation shall be managed by the Board of Directors.

**3.2 Number and Term**  
The corporation shall have **[INSERT NUMBER]** directors. Each director shall serve for a term of **[INSERT YEARS, typically 1 or 2]** years and until a successor is elected and qualified.

**3.3 Meetings**  
Regular meetings shall be held **[INSERT FREQUENCY, e.g., quarterly]** at the principal office or another location designated by the Board. Special meetings may be called by the President or any two directors.

**3.4 Quorum and Voting**  
A majority of directors shall constitute a quorum. The act of a majority present at a meeting at which there is a quorum shall be the act of the Board.

**3.5 Action Without Meeting**  
Any action required or permitted to be taken may be done without a meeting if all directors consent in writing.

**ARTICLE IV – OFFICERS**

**4.1 Officers**  
The officers of the corporation shall include:

* **President**
* **Secretary**
* **Treasurer**

Other officers may be appointed as the Board may determine.

**4.2 Election and Term**  
Officers shall be elected annually by the Board of Directors at the first meeting following the shareholders’ meeting. Each officer shall hold office until their successor is elected or they resign or are removed.

**4.3 Removal**  
Any officer may be removed by the Board of Directors with or without cause.

**4.4 Duties**

* **President:** Serves as the chief executive officer, presides over meetings, and ensures execution of Board decisions.
* **Secretary:** Maintains records, meeting minutes, and handles corporate correspondence.
* **Treasurer:** Oversees finances, prepares financial statements, and manages accounts.

**ARTICLE V – SHARES**

**5.1 Share Certificates**  
The corporation may issue share certificates signed by the President and Secretary, or may elect to maintain shares in book-entry (electronic) format.

**5.2 Transfers**  
Transfers of shares shall be recorded in the corporate share ledger upon receipt of proper documentation.

**ARTICLE VI – INDEMNIFICATION**

The corporation shall indemnify any director, officer, employee, or agent to the fullest extent allowed under the laws of the State of **[INSERT STATE]**.

**ARTICLE VII – AMENDMENTS**

These Bylaws may be altered, amended, or repealed by a majority vote of the Board of Directors or by the shareholders holding at least **[INSERT %]** of the outstanding shares.

**ARTICLE VIII – FISCAL YEAR**

The fiscal year of the corporation shall end on **[INSERT MONTH & DAY]** each year, unless otherwise fixed by the Board of Directors.

**CERTIFICATION**

These Bylaws were adopted by the Board of Directors of **[INSERT CORPORATION NAME]** on this **[INSERT DAY]** day of **[INSERT MONTH, YEAR]**.

**SIGNATURE OF SECRETARY**

Signature: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_  
Name: **[INSERT NAME]**, Secretary  
Date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_