

BYLAWS OF MY NETWORK OKC, LLC

ARTICLE I NAME AND PURPOSE

1.1 Name: The name of the organization shall be **My Network OKC, LLC** (“MyNet”). It shall be organized under the laws of the State of Oklahoma as a limited liability company.

1.2 Purpose: My Network OKC, LLC is organized to provide business networking, client and customer referrals, business relationship cultivation, business education, mutual promotion, marketing, and advertising development between and amongst the Members and their referrals.

ARTICLE II MEMBERSHIP

2.1 Membership: The members of MyNet shall be comprised of those Persons who have met the eligibility requirements as an Applicant (as defined herein), have been admitted to membership, and who are now in good standing as members of MyNet.

2.2 Eligibility for Membership: Application for membership shall be open to any Person doing business primarily in the State of Oklahoma. “Person” shall mean any individual, sole proprietor, joint venture, corporation, or limited liability company organized and/or operating within the State of Oklahoma.

2.3 Admission to Membership:

2.3.1 A Person shall be eligible as an “Applicant” if that person submits a properly completed application for membership, pays in-advance all application fees, and shall at no time during meetings, functions, activities of the MyNet Membership, promote any business activity or sell any product, or provide any service that is substantially similar to a current active Member of MyNet.

2.3.2 Admission of an Applicant (as defined herein) shall be granted upon approval of the application by the Membership Committee and upon the swearing-in of the applicant at a regularly conducted meeting of the Members. The Membership Committee shall create, distribute, and use a form or forms of application for use by applicants (“Application for Membership”). The Applicant shall clearly declare the Applicant's area(s) of business endeavor, products, or services for

consideration by the Membership Committee on a properly submitted Application for Membership.

2.3.3 The Vice President shall direct one member of the Membership Committee to contact the Applicant's business references and determine whether each recommends the admission to membership of the Applicant. The Membership Committee member shall make reasonable efforts to confirm the references and present the results to the Vice President within ten (10) business days of receipt.

2.3.4 If the Membership Committee member determines that the references are acceptable, the members shall submit written documentation to the Vice President stating that each reference was confirmed. The Vice President shall review the Applicant's Application for business conflicts as provided in Rule II. If the Vice President finds that no business conflicts exist, he shall recommend to the President that the Applicant be admitted as a member and the Applicant admission.

2.3.5 If the Membership Committee member determines that the Applicant's references are not sufficient for any reason, the member shall apprise the Vice President of the reasons for this finding. Within five (5) business days of receipt of such determination, the Vice President shall alert the Applicant of the findings and immediately take one of the following actions: 1) direct the Applicant to reapply with revised references, or 2) advise the Applicant in writing that the Chapter has rejected the Applicant's Application for Admission. The Vice President shall immediately alert the President and Officers of this action.

2.3.6 If upon review of an Application as approved regarding references from the member of the Membership Committee, the Vice President determines that a Business Conflict between the Applicant and one or more Members exists, the Vice President shall immediately take one of the following actions: 1) direct the Applicant to reapply with revised Business Areas (as defined hereinbelow), 2) consult with the Member or Members subject to any apparent Business Conflict and determine if said Member or Members will voluntarily waive the conflict in writing, or 3) advise the Applicant in writing that the Chapter has rejected the Applicant's Application for Admission. The Vice President shall immediately alert the President and Officers of this action.

2.3.7 Upon completion of review of the Application of a Qualified Applicant, including, but not limited to confirming that the Applicant's areas of business do not conflict with those of a current Member, the Membership Committee shall within ten (10) days submit a recommendation of admission or denial of admission for the Applicant to the President. The President shall within ten (10) days thereafter make a final determination of admission to membership for that applicant. The President shall not unreasonably accept or deny admission of any Qualified Applicant.

2.3.8 Membership in MyNet shall be for a period of one year from the date of swearing-in.

2.4 Admissions Ceremony:

2.4.1 Upon notification of approval of an Applicant by the member of the Membership Committee, the Vice President shall communicate a recommendation for membership to the President. As soon as practicable, the President shall alert the Applicant of the approval and schedule with the Applicant a formal Admissions Ceremony at the next regularly schedule Weekly Meeting.

2.4.2 The President shall preside over the Admissions Ceremony of the Applicant by conducting the following: 1) introduction of the Applicant, 2) Applicant's narrative of Applicant's Business Area, 3) Members and Applicant recite the Oath of Membership in unison, 4) President declares the Applicant is now a member.

2.5 Continuing Membership: Each Member of MyNet shall be deemed a Qualified Applicant for purposes of continuing membership. Members shall within sixty (60) days prior to the expiration of member, submit an application for continued membership and all applicable fees to the Membership Committee. The Membership Committee shall within ten (10) days submit a recommendation of continuation or denial of continuation for the Member to the President. The President shall within ten (10) days make a final determination of continuation of membership for the Member. The President shall not unreasonably accept or deny continuation of membership of any Member.

2.6 Monthly Dues: The amount required for monthly dues shall be fifty dollars (\$50.00) per month, unless changed by a majority vote of the Members at an annual meeting where a quorum is present. Members shall pay monthly dues in-advance and no less frequently than monthly.

2.7 Application Fees and Renewal Fees: The application fee for a new Qualified Applicant shall be three hundred dollars (\$300.00), unless changed by a majority vote of the Members at an annual meeting where a quorum is present. The renewal fee for a new Qualified Applicant shall be two hundred dollars (\$200.00), unless changed by a majority vote of the Members at an annual meeting where a quorum is present. Continued membership is contingent upon payment in-full of Application or Renewal Fees, as is applicable. Qualified Applicants shall pay the Application Fee, in-full, with the Application for Membership. Current Members shall pay the Renewal Fee in-full within thirty (30) days of the anniversary of admission as a member. Upon admission of a Member at the swearing-in ceremony, any Monthly Dues, Application Fee, or Renewal Fee shall become non-refundable.

2.7 Resignation and Expulsion: Any member may resign by filing a written resignation with the President, Vice-President, or a Membership Committee member. Resignation shall not relieve a member of unpaid dues, or other charges previously accrued. The Membership Committee may at anytime and from time-to-time, recommend the expulsion and termination of the membership of a Member for failure to comply with the Bylaws of MyNet. A Member may also have their membership terminated and be expelled by a majority vote of the Membership.

2.8 No Business Conflicts Amongst Members: No member of this MyNet Chapter shall promote any business activity or sell any product, or provide any service that is substantially similar to a current active Member of MyNet.

2.9 Determination of Conflict: Applicants shall declare with specificity their proposed business activity(s), product(s), or service(s) ("Business Areas") on an Application for Members and present it to the Membership Committee for review. The Membership Committee shall determine whether any conflict between an Applicant and a current Member exists. The Membership Committee shall accept and approve the Application for Membership of the Applicant unless it determines that the Business Areas of the Applicant and one or more current Members are in conflict. The Membership Committee shall consider the declared Business Areas of the Applicant and each of the current Members in determining whether a conflict exists.

ARTICLE III MEETINGS OF MEMBERS AND LEADERSHIP

3.1 Weekly Meetings: Weekly Meetings of the members shall be held weekly, at a time and place designated by a simple majority vote of the Members where a quorum is present. Said time and place shall be effective at the next Weekly Meeting or at such alternate date as approved by the Members. Said time and date shall be announced at a minimum on the MyNet website, by notification to all Members via email or mail, and by such other means as the Secretary shall deem appropriate. The President may direct that the Weekly Meeting be held at an alternate location by providing oral or written notice to all Members via telephone, facsimile transmission, email, or letter no less than twenty-four (24) hours prior to the regularly scheduled Weekly Meeting.

3.2 Monthly Leadership Meetings: A Monthly Meeting of the Leadership, which shall be comprised of at a minimum, the President, Vice-President, Secretary, and Treasurer, one member of each standing committee, and such other Members who choose to attend shall be held one time per month to conduct such business as determined by the Rules and by the President. The Monthly Leadership meeting shall be held on the first Tuesday of each month at a time and place designated by the President. The President may select an alternate date or location with no less than ten (10) days notice to the Members and to the Leadership.

3.3 Annual Meetings: An Annual Meeting of the Members shall be held one time per year to elect a president and to conduct such business as determined by the Rules and by the President. The Annual Leadership meeting shall be held on the first Friday of November at the usual meeting location and time of the Weekly Membership Meeting. The President may select an alternate date or location with no less than sixty (60) days notice to the Members and to the Leadership.

3.4 Special Meetings: Special Meetings may be called by the President, or a simple majority of the Leadership of Members. A petition signed by five (5%) percent of voting members may also call a Special Meeting.

3.5 Notice of Meetings: Any notice of a meeting shall be given to each Member, by mail or by email, at the last known address of the Member in the list that is maintained by the Secretary.

3.6 Quorum: Forty percent (40%) of the current Members present at any properly announced meeting shall constitute a Quorum. Except as otherwise provided herein, no action or voting during a meeting of the Members shall be deemed effective unless a Quorum is present.

3.7 Voting: All issues to be voted on shall be decided by a simple majority of those present at the meeting in which the vote takes place.

3.8 Minutes of Meetings: The Secretary shall record and maintain records and sufficient and necessary minutes of actions conducted at Annual Meetings and Special Meetings. The Secretary shall not be required to maintain minutes of standard Weekly Meetings.

3.9 Attendance:

3.9.1 Members shall attend all Weekly Meetings except as otherwise provided by the Rules. Failure of a Member to attend all Weekly Meetings shall subject the Member to disciplinary action as provided in Article IX.

3.9.2 Members may be excused from attendance of the Weekly Meeting for any reason no more than three (3) times per six month period. Failure to attend a Weekly Meeting more than two times per calendar year shall be deemed an Absence for purposes of Article IX.

3.9.3 Members may arrange for a substitute person ("Substitute") to attend a Weekly Meeting on that Member's behalf. The Substitute cannot be a current Member who is also attending that Weekly Meeting on behalf of his/her own business. Substitutes may only represent one Member at each Weekly Meeting.

3.10 Short Presentations: Each Member at each Weekly Meeting in successive order as directed by the President shall conduct a short verbal narrative describing his/her Business Area or other relevant subject matter. Each Member's narrative shall last for sixty (60) seconds unless otherwise directed by the President prior to the commencement of the Short Presentations.

3.11 Long Presentations:

3.11.1 Each Member shall in successive order conduct verbal narrative describing his/her Business Area or other relevant subject matter. Each Member's narrative shall last for (5) five minutes. Two (2) Members shall conduct one Long Presentation per Weekly Meeting.

3.11.2 The President shall designate one Member who shall serve as the Speaker Coordinator. The Speaker Coordinator shall serve at the pleasure of the

President and shall appoint the Speaker Coordinator within fourteen (14) days of the beginning of the term of the President.

3.11.3 The Speaker Coordinator shall maintain a calendar indicating which two Members that are scheduled to speak at the Weekly Meetings. The Speaker Coordinator shall list each speaker in writing for no less than eight (8) weeks in the future. The Speaker Coordinator shall submit the next successive Calendar to the Members via mail, email, or print no less than one (1) week prior to the first listed Weekly Meeting on the Calendar.

3.11.4 The Speaker Coordinator shall contact each of the two scheduled Members via telephone, letter, or email no less than three (3) days prior to their scheduled speaking date to confirm that Member's presentation.

3.11.5 A Member scheduled to speak may request that another member substitute as a speaker for his/her scheduled date with no less than forty-eight (48) hours prior to the scheduled date and with the written or oral approval of the Speaker Coordinator. The Speaker Coordinator shall not unreasonably withhold such approval.

RULE IV VISITORS

4.1 Visitors to Weekly Meetings: Members and Officers shall actively encourage new prospective members, businesses, and other interested parties to attend the Weekly Meetings. Visitors may attend two meetings without obligation. The Secretary shall pay a reasonable cost for food and drinks for Visitors during their first attendance of a weekly meeting. The Visitors shall thereafter be responsible for paying any cost or expense of food or drinks served at the Weekly Meetings.

4.2 Visitor Host

4.2.1 The President shall designate one Member who shall serve as the Visitor Host. The Visitor Host shall serve at the pleasure of the President and he shall appoint the Visitor Host within fourteen (14) days of the beginning of the term of the President.

4.2.2 The Visitor Host shall maintain a list of all Visitors, dates of attendance to the Weekly Meetings, and coordinate all recruiting measures of Visitors as potential members.

4.3 Recruitment Process:

4.3.1 At each Weekly Meeting the President or the Visitor Host shall collect a business card or contact information from each Visitor. The President shall introduce each Visitor to the assembly and identify their Business Area.

4.3.2 At each Weekly Meeting, the Visitor Host shall isolate the Visitors from the general membership at a convenient time and location and present to the

Visitors the benefits of membership in MyNet, explain the admissions process, costs and fees, distribute written materials, including Membership Applications, and answer questions from the Visitors.

4.4 Visitor Goodwill: Each and every Member shall actively engage in reasonable efforts to recruit potential members by identifying possible Visitors, soliciting their membership in MyNet, and promoting the interests of MyNet to their respective contacts, customers, clients, patients, and other persons or parties. Members shall at each Weekly Meeting make reasonable efforts to introduce themselves to each Visitor, establish social contact, business relations, and promote goodwill amongst with the Visitors.

ARTICLE V LEADERSHIP

5.1 Leadership Members:

5.1.1 The Leadership of MyNet shall be comprised of a President, Vice-President, Secretary, and Treasurer. The same person may serve as both Secretary and Treasurer.

5.1.2 The President and Vice-President may not hold any other office, except that the Vice-President, Secretary, and Treasurer may serve as Chairperson of one or more committees.

5.2 Terms:

5.2.1 The President shall serve for a term of one (1) year beginning the first Friday in January of the year following the election of the President.

5.2.2 The President may serve as President for no more than four (4) consecutive terms. The President may serve in another office upon completion of a term as President without limitation except as otherwise provide in these Bylaws.

5.2.3 The Vice-President, Secretary, and Treasurer may serve in their respective offices for no more than four (4) consecutive terms. The Vice-President, Secretary, and Treasurer may serve in another office upon completion of their respective terms without limitation except as otherwise provide in these Bylaws.

5.3 Leadership Nomination and Elections:

5.3.1 Beginning on the date of the first Weekly Meeting of the Members in October of each year, any Member may nominate any other Member for the office of President by submitting a written nomination to the Secretary. The period for nominations shall close at the close of the second Weekly Meeting of the Members in October of each year.

5.3.2 The Secretary shall publish a list of nominees to all Members no later than the close of the third Weekly Meeting of the Members in October of each year.

5.3.3 The Members shall elect a President, from the list of published nominees, by secret ballot at the first Weekly Meeting of the Members in November of each year. The Secretary shall collect and tally the votes and announce the winner. The Members shall elect the president by simple majority of the votes cast by a Quorum of the Members.

5.3.4 The President shall within thirty (30) days of election select and appoint from the Members, a Vice-President, Secretary, and Treasurer.

5.4 Officers and Duties: The Duties of the Officers shall be as follows:

5.4.1 The President shall convene and preside at the Weekly Meetings. The President shall appoint the other members of the Leadership from amongst the Members. The President shall conduct all business of MyNet by and through the Leadership, Committees, and the Members as provided by these Bylaws. The President shall approve or deny the admission of new Members and retention of existing Members. The President shall approve or deny the Rules as promulgated by the Rules Committee.

5.4.2 The Vice-President shall conduct all business of MyNet as provided by these Bylaws and the Rules. chair committees on special subjects as designated by the President. The Vice-President shall maintain statistical records of the Members Attendance, Greenbacks collected, Referrals passed to other Members, and other such data as appropriate and necessary. The Vice-President shall disclose such current statistics at each Weekly Meeting. The Vice-President shall actively recruit new Members, promulgate new rules, assist the President in resolving conflicts between Members and other problems of MyNet, and supervise the Chairpersons of each Committee.

5.4.3 The Secretary shall be responsible for keeping records of Leadership actions, maintaining a current list of all Members, including address, email address, telephone numbers and other contact information. The Secretary shall be responsible for providing adequate meeting announcements, distributing copies of minutes and the agenda to Leadership and Members.

5.4.4 The Treasurer shall make a report at each Weekly Membership Meeting of the accounts of MyNet. The Treasurer shall assist in the preparation of the budget, develop financial plans, and make financial information available to the Leadership and the Members.

5.5 Vacancies:

5.5.1 When a vacancy of the office of President exists mid-term, the Members may submit written nominations to the Secretary beginning on the date of the next Weekly meeting following the vacancy. The Secretary shall publish a list of nominees for President prior to the close of the second Weekly meeting following the

vacancy. The Members shall elect a President from the list of published nominees by secret ballot at the third Weekly Meeting following the vacancy. The Secretary shall collect and tally the votes and announce the winner. The Members shall elect the president by simple majority of the votes cast. The term of the President shall begin immediately and continue until the expiration of the regular term of the President.

5.5.2 The President shall, prior to the close of the fourth Weekly Meeting following the vacancy, appoint the other members of the Leadership from amongst the Members.

5.5.3 The Vice-President shall act as interim President during any period of vacancy. If the Vice-President cannot or will not do so or that office is also vacant, then the Secretary shall do so, followed likewise by the Treasurer. In the event that all of the offices of Leadership are vacant, a simple majority of the Members, by secret ballot shall elect an interim President who shall preside over the Weekly Meetings, appoint the other members of the Leadership from amongst the Members until such time as a President may be elected as provided hereinabove.

5.6 Resignation, Termination, and Absences: Resignation from the Leadership must be in writing and received by the Secretary. A Leadership member's membership shall be terminated from the Leadership due to excess absences, more than two unexcused absences from Leadership meetings in a year. A Leadership member may be removed by the Members for other reasons by a three-fourths vote of the Members at a Weekly Meeting or a Special Meeting.

ARTICLE VI REFERRALS, ONE-ON-ONE MEETINGS, AND GREENBACKS

6.1 Referrals:

6.1.1 Members ("Referror") are strongly encouraged to make all reasonable efforts to identify potential customers, clients, patients, employees, and other business relations ("Referrals") for each of the other Members of MyNet ("Referees"). Referrors shall coordinate the necessary and sufficient communications between the Referral and the Referee so as to reasonably ensure the establishment of a business relationship between the Referral and the Referee.

6.1.2 Referrors shall memorialize the Referrals and the Referees in writing and present this written document to the Referee as soon as practicable but not later than the next attended Weekly Meeting. Referrors shall maintain records of each Referral given to a Referee. Referrors shall present evidence of the Referral to the MyNet Chapter at the next attended Weekly Meeting. The Vice President shall tally and maintain a record of the Referrals produced by the Referrors.

6.1.3 A Referral shall be deemed valid as follows 1) it is communicated of by the Referror to the Referee, 2) the Referror presents written memorialization of the Referral to the MyNet Chapter, 3) the Referror has made no other identical Referral to the Referee, and 4) the Referral is not merely a Tip. For purposes of this Rule, a "Tip"

shall mean a name, telephone number, or address of a person or party where the Referrer has not determined that the person or party has a clear and present need or desire for the products or services of the Referee.

6.2 One-on-One Meetings:

6.2.1 Members are strongly encouraged to meet with other Members from time-to-time in order to discuss and promote their respective businesses. Members are encouraged to devote a minimum of one hour during each One-on-One Meeting to allow sufficient discussion of their respective Business Areas, current business ventures, business goals and opportunities, and methods by which the Members may mutually assist in the on-going success of their businesses.

6.2.2 Members shall each memorialize the One-on-One Meeting in writing and present this written evidence at the next attended Weekly Meeting.

6.2.3 Members shall not conduct any One-on-One Meetings during the Weekly Meetings. Sales calls, business meetings, appointments, or social engagements that substantially for some other purpose than as provided in Rule 6.2.1 shall not constitute a valid One-on-One Meeting.

6.3 Greenbacks:

6.3.1 Members shall document in dollars the gross profit that each Member is paid by a Referral from another Member.

6.3.2 Members shall each memorialize Greenbacks in writing and present this written evidence at the next attended Weekly Meeting.

RULE VII MEMBER AWARDS AND RECOGNITIONS

7.1 Awards: The Secretary or Vice President shall tally the total the Referrals, One-on-One Meetings conducted by each Member and Greenbacks submitted by the each Member.

7.1 Recognitions: [reserved for later use]

ARTICLE VIII COMMITTEES

8.1 Committee Formation: The President may create and disband committees as needed. The President shall, at a minimum create a Membership Committee, Rules Committee, and a Chapter Committee. The President shall appoint all committee chairpersons who shall serve at the President's pleasure and who shall administer the Committee for the purposes as defined by the President.

8.2 Membership Committee: Three Members of MyNet shall comprise the Membership Committee and each of which shall be appointed by the President. The Membership Committee shall receive and review all applications for membership and shall make recommendations to the President for admission or retention of Qualified Applicants. The Membership Committee shall resolve all conflicts regarding applications, including, but not limited to the determination and resolutions of conflicts of the business areas of current members versus those of a Qualified Applicant.

8.3 Rules Committee: Three Members of MyNet shall comprise the Rules Committee and each of which shall be appointed by the President. The Rules Committee shall promulgate a set of administrative and operational rules for MyNet. These Rules shall include provisions for membership, meetings, financial matters, including collection of fees and expenditures, compliance, and other necessary and sufficient provisions. It shall be deemed that any conflict between the Rules and these Bylaws, that the Bylaws shall control.

8.4 Chapter Committee: Three Members of MyNet shall comprise the Chapter Committee and each of which shall be appointed by the President. The Chapter Committee shall promote and assist in the formation of other MyNet Chapters.

ARTICLE IX RULE VIOLATIONS AND DISCIPLINARY ACTION

9.1 Admonishment: Any Member who violates the Rules shall be subject to discipline including, but not limited to Admonishment to refrain from engaging in further impermissible conduct or other Sanctions.

9.2 Procedure for Sanctions:

9.2.1 Any person or party may lodge a grievance against a Member for violation of the Bylaws or Membership Oath by notifying the Vice-President. The Vice-President shall investigate any and all allegations, by interviewing the Member in question, other persons, and review any and all documentation and evidence.

9.2.2 The Vice-President shall then make all findings and recommendations regarding further action known to the Membership Committee. The Membership Committee shall review the case and propose a course of action after a vote, and by simple majority select a final course of action which shall include one of the following: 1) no action, 2) a private reprimand, 3) probation of membership of not more than thirty (30) days, 4) suspension of membership of not more than thirty (30) days, or 5) expulsion from membership. These conclusions shall be presented to the Member in question and to the President.

9.2.3 Any Member, Officer, or Committee Member who is the subject of a disciplinary proceeding shall recuse himself or herself from all investigation or voting on the sanctioning actions that may be imposed.

9.3 Review of Discipline, Appeals, and Readmission:

9.3.1 Any Member sanctioned for wrongful conduct may seek redress of the grievance and review of the sanctions imposed by the Membership Committee by submitting a written request for review to the President.

9.3.2 The President shall determine whether the Member's request for redress has sufficient merit to warrant review by the Leadership, who then shall review the evidence and circumstances and by simple majority vote choose one of the following actions: 1) deny review, 2) commute the sanction, or 4) increase the sanction.

9.3.3 The Leadership shall give high deference to the decisions of the Membership Committee and shall only deny review or modify the sanction imposed if it believes that there is clear and convincing evidence that a ruling of the Membership Committee was arbitrary and capricious, contrary to the plain meaning of these Bylaws, or wholly unsupported by the evidence.

ARTICLE X AMENDMENTS

10.1 Amendments: Except as otherwise provided herein, these Bylaws may be amended when necessary by two-thirds majority of the Members at an Annual Meeting or at a Special Meeting.

10.2 Procedure: Proposed amendments must be submitted to the Secretary to who shall present them to the Rules Committee for review and recommendations to the President. Proposed Amendments shall be voted upon by the Members within sixty (60) days of presentment to the Secretary at the nearest scheduled Weekly Meeting.

10.3 Publication: The Secretary shall at or prior to the next Weekly Meeting following adoption, publish the Amended Bylaws by sending them to each Member.

10.4 Relation to Operating Agreement: Nothing herein shall be deemed to revoke, alter, or amend the terms of the Operating Agreement of My Network OKC, LLC. It shall be deemed that any conflict between the Bylaws and the Operating Agreement, that the Operating Agreement shall control.

CERTIFICATION

These bylaws are hereby approved by two-thirds or greater vote of the Members on this ____ day of _____, 2009 and affirmed by the Leadership.

PRESIDENT

VICE-PRESIDENT

SECRETARY/TREASURER