

ARTICLE IV
WAIVERS OF NOTICE

Any notice required by these By-Laws, the articles of incorporation or the law of the State of Kentucky may be waived in writing by any person entitled to notice. The waiver or waivers may be executed either before, at or after the event with respect to which notice is waived. Each director or shareholder attending a meeting without protesting the lack of proper notice, at the beginning of the meeting, or promptly upon his arrival, shall be deemed conclusively to have waived such notice.

ARTICLE V
OFFICERS

1. Election. At its regular meeting following the annual meeting of shareholders, the Board shall elect a president, a treasurer and a secretary or clerk. It may elect such other officers, including one or more vice presidents, as it shall deem necessary. One person may hold two or more offices, but no person shall hold the offices of president and secretary or clerk at the same time.

2. Duties and Authority of President. The president shall be chief executive officer of the Corporation. Subject only to the authority of the Board, the president shall have general charge and supervision over, and responsibility for, the business and affairs of the Corporation. Unless otherwise directed by the Board, all other officers shall be subject to the authority and supervision of the president. The president may enter into an execute in the name of the Corporation contracts or other instruments in the regular course of business which are authorized, either generally or specifically, by