

RESOLUTION ADOPTING
AMENDED AND RESTATED BYLAWS
OF THE NATIVE HAWAIIAN PLANT SOCIETY

At the meeting of the Board of Directors of the Native Hawaiian Plant Society held on January 6, 2012, the following resolution was proposed and approved by the Board of Directors:

WHEREAS, it was determined by the Board of Directors of the Native Hawaiian Plant Society (the "Corporation") that it was in the best interest of the Corporation to make certain amendments, changes and clarifications to the Bylaws of the Corporation.

WHEREAS, said amendments, changes and clarifications are specified in the Amended and Restated Bylaws of the Native Hawaiian Plant Society (PROPOSED CHANGES FROM 12/8/11 BOD MEETING), copy attached hereto and incorporated herein by this reference ("Amended Bylaws").

NOW THEREFORE, BE IT RESOLVED, that the Amended Bylaws are approved in their entirety by the Directors.

FURTHER RESOLVED, that the Board authorizes and directs the Secretary of the Corporation to place a clean unmarked version of the Amended Bylaws in the records of the Corporation, on the Corporation's website and such other places as may be appropriate.

Signed:

Martha Martin
Martha Martin, President

Attested:

Irene Newhouse
Irene Newhouse, Secretary