

BYLAWS OF TYPE HIKE LTD.

A Missouri Nonprofit Corporation

I. NAME AND OFFICES

1. Name. The name of the corporation is Type Hike Ltd. (the “Corporation”).
2. Principal Office. The principal office of the Corporation in the State of Missouri shall be located in the State of Missouri. The Corporation may have other offices, either within or without the State of Missouri, as the Board of Directors may designate or as the business of the Corporation may require from time to time.
3. Registered Office and Registered Agent. The registered office and registered agent of the Corporation required by statute to be maintained in the State of Missouri shall be as set forth in the Articles of Incorporation of the Corporation, and the address of such registered office must be the same as that of the registered agent. The Board of Directors may change the registered office and appoint a new registered agent, as required by and in the manner provided by applicable provisions of law and these Bylaws.
4. Purpose. The Corporation is a nonprofit corporation organized and operated exclusively for charitable, educational, or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “Code”).
5. Charitable Organization. The Corporation shall operate as a public charitable organization within the meaning of Section 509(a)(2) of the Code. No part of the net earnings of the Corporation or of its property shall inure to the benefit of any private individual or entity. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or interfere (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office. The Corporation shall refrain from any activities not permitted to be carried on by a corporation exempt from Federal income tax pursuant to Section 501(c)(3) of the Code.

II. BOARD OF DIRECTORS

1. Powers. Except as expressly reserved or limited by the Articles of Incorporation of the Corporation or Missouri law, the Board of Directors (i) has the right, power and authority to supervise, direct, control and manage the property and affairs of the Corporation and make all decisions with respect thereto and (ii) has the right, power and authority, in the conduct and management of the business of the Corporation, to do or cause to be done

any and all acts or things deemed by the Board of Directors to be necessary, appropriate or desirable to carry out or further the business of the Corporation.

2. Number. The Board of Directors shall consist of not less than one (1) and not more than ten (10) persons, the exact number of which shall be determined by the Board of Directors from time to time. A reduction in the number of directors shall not affect the rights of any existing director to serve for the remainder of such director's term.
3. Election and Term. At each Annual Meeting (as defined below), the Board of Directors shall elect directors to succeed those directors whose terms are expiring within the calendar year of such Annual Meeting, or has expired as of the date of such Annual Meeting, to serve for a period of three (3) years, unless sooner removed or disqualified. Directors may be re-elected for additional and/or successive terms. A director may vote for himself or herself to serve for an additional term as a director. Directors need not be residents of Missouri.
4. Resignation and Removal. Any director may resign from his or her position at any time by giving notice to the Chairman and the Secretary, and such resignation shall be effective upon its receipt unless otherwise specified in such notice. Acceptance of such resignation is not necessary to make it effective. One or more directors may be removed, with or without cause and for any or no reason, by the affirmative vote of at least two-thirds (2/3) of the directors then serving on the Board of Directors. A director shall cease to serve as a director upon the first to occur of (i) such director's resignation as a director, (ii) such director's death, (iii) such director's removal in accordance with this Section 2.4, or (iv) the end of such director's term (assuming such director is not re-elected for a successive term). If a director ceases to serve as a director, then the remaining director(s) shall constitute the entire Board of Directors until such vacancy is filled.
5. Vacancies. In the case of the death, removal or resignation of one or more of the directors or any other vacancy occurring on the Board of Directors (including any vacancy resulting from an increase in the number of directors) with respect to the seat of a director, the Board of Directors may designate the individual(s) who shall fill such vacancy or vacancies. A director elected or appointed to fill such vacancy shall be appointed as a director for the unexpired term of his or her predecessor in office or, in the case of a vacancy resulting from an increase in the number of directors, until the term of such director's class expires.
6. Annual Meeting. A regular annual meeting of the Board of Directors (the "Annual Meeting") shall be held at such time or place as the Board of Directors or the Chairman may select. The Board of Directors may also provide, by resolution, the date, time, and place, either within or without the State of Missouri, for the holding of additional regular meetings without notice other than such resolution.
7. Special Meetings. Special meetings of the Board of Directors may be called at any time by the Chairman or by any 2 directors. The Chairman, or the directors calling the meeting, shall fix the date, time, and place of each special meeting. Unless the Missouri

Nonprofit Corporation Act (the "Act") provides otherwise, special meetings of the Board of Directors must be preceded by at least seven (7) days' notice to each director of the date, time, place, and purpose of the special meeting.

8. Quorum. A majority of the directors in office immediately before a meeting begins shall constitute a quorum for the transaction of business at any regular or special meeting of the Board of Directors.
9. Manner of Acting. Except as otherwise provided in these Bylaws, the Article of Incorporation of the Corporation, and Missouri law, the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.
10. Meeting by Conference Telephone or Similar Communications Equipment. Any of the members of the Board of Directors or any committee of the Board of Directors may participate in a meeting by means of conference telephone, video conference, or similar communications equipment, whereby all persons participating in the meeting can simultaneously hear each other or otherwise communicate, and participation in such meeting in such manner shall constitute presence in person at such meeting. Further, any Board of Directors or committee member participating in a meeting via telephone conference or otherwise may also signify his or her vote on matters discussed during such meeting by way of electronic-mail or other similar method of electronic communication.
11. Action without a Meeting. Any action required or permitted to be taken by the Board of Directors at a meeting may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the directors. Such consent shall have the same effect as a unanimous vote at a meeting duly held.
12. Waiver of Notice. Any notice provided or required to be given to the directors pursuant to these Bylaws or required by the Act may be waived in writing signed by the director or directors entitled to the notice, and filed with the minutes or the corporate records, whether before, at, or after the time stated herein. To the extent provided by the Act, attendance at any meeting shall constitute waiver of notice of the meeting except where a director attends for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened, in which case such purpose shall be so stated at the opening of the meeting.
13. Compensation. No director shall receive compensation for his or her services as a director, except that the Board of Directors may receive reimbursement for expenses actually incurred by them as directors; *provided that*, this Article II, Section 13 shall not preclude a director who is also an officer, employee or other agent of the Corporation from being compensated for services performed as an officer, employee, or agent pursuant to Article IV, Section 10.
14. Committees. Each such committee, to the extent provided in such resolution or these Bylaws, shall have and exercise all of the authority of the Board of Directors in the

management of the Corporation with respect to the usual and ordinary decisions in the conduct of the business. Unless the Board of Directors otherwise provides, each such committee may make, alter, and repeal rules for the conduct of its business; provided, however, each committee shall conduct its business in the same manner as the Board of Directors conducts its business pursuant to this Article II of these Bylaws. Each committee shall keep records of its proceedings and shall report the same to the Board of Directors at its next regular meeting. Vacancies in a committee shall be filled by the Board of Directors. The designation of any such committee and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any member thereof, of any responsibility imposed upon it or such member by the Act.

III. COMMITTEES

1. Establishment of Committees. The Board of Directors may designate two or more directors to constitute a committee of the Board of Directors (each a "Committee") to serve at the pleasure of the Board of Directors. Any Committee may be terminated at any time, and for any or no reason, by the Board of Directors. All Committees shall be accountable to the Board of Directors and its Chairman and all actions shall be subject to approval by the Board of Directors, unless specific delegation of authority to act has been given by the Board of Directors.
2. Committee Authority. Each Committee shall have such authority and duties as may be delegated to such Committee by the Board of Directors in accordance with applicable law and these Bylaws. The Board of Directors, by resolution, shall determine the authority (if any) of each Committee; *provided, however*, no Committee shall:
 - a. take any action that exceeds any authority expressly granted by the Board of Directors or by these Bylaws to said Committee;
 - b. adopt a plan for the distribution of the assets of the Corporation or for dissolution of the Corporation;
 - c. fill vacancies on the Board of Directors or on any Committee;
 - d. elect, appoint or remove any officer of the Corporation, any Director or any member of any Committee, or fix the compensation of any member of a Committee;
 - e. adopt, amend, or repeal these Bylaws or the Corporation's Articles of Incorporation;
 - f. adopt a plan of merger or adopt a plan of consolidation with another entity, or authorize the sale, lease, exchange or mortgage of all or substantially all of the property or assets of the Corporation;

- g. amend, alter, repeal or take action inconsistent with any resolution or action of the Board of Directors when the resolution or action of the Board of Directors provides by its terms that it shall not be amended, altered or repealed by action of the Committee; or
 - h. take any action that is otherwise prohibited by applicable law, the Corporation's Articles of Incorporation or these Bylaws (each action referenced in items (a) through (h) is referred to herein as a "Prohibited Act").
- 3. Committee Composition. A Committee must include at least two (2) Directors. The Board of Directors may expand or contract the size of any Committee at any time subject to the foregoing limitation. Unless otherwise set forth in the charter governing a Committee, the chair of such Committee shall be appointed by such Committee unless the Chairman of the Board of Directors designates a specific individual to serve as the chair of such Committee.
- 4. Terms of Committee Members. Unless otherwise specified by the Board of Directors at the time a given Committee member is appointed, each Committee member shall serve until the next election of members of the subject Committee, unless such Committee is earlier terminated or such Committee member earlier resigns, ceases to qualify, or is otherwise removed by the Board of Directors.
- 5. Vacancies. Any vacancy occurring on a Committee or any Committee seat to be filled by reason of an increase in the number of Committee members shall be filled by the Board of Directors.
- 6. Resignation and Removal. A Committee member may resign at any time upon notice to the Chairman and the Secretary. The Board of Directors may remove any member of a Committee at any time, for any or no reason, and such removal shall be effective upon such action by the Board of Directors regardless of whether or not the subject former Committee member has received notice of his or her removal.
- 7. Rules Governing Committees. Each Committee shall be governed by the rules set forth in these Bylaws and those established by the Board of Directors, and to the extent not inconsistent therewith and as otherwise permitted by applicable law, pursuant to the rules that such Committee may establish for itself from time to time.
- 8. Meetings. Each Committee shall have such meetings as may be directed by the Board of Directors or the Chairman of the Board of Directors from time to time or as otherwise may be called by any two (2) or more members of such Committee. The place, day and time of any Committee meeting shall be as directed by the Board of Directors or the Chairman of the Board of Directors, or as may be designated by the Committee members calling such meeting, as applicable. If no place is designated, such meeting shall take place at the principal business offices of the Corporation.
- 9. Notice of Meetings. Unless waived or otherwise required by applicable law, written notice of a Committee meeting, stating the place, day and time thereof, shall be given to each

member of such Committee at least seven (7) days in advance of the meeting. Notice of any Committee meeting may be waived in writing signed either before or after the meeting by the persons entitled to notice. The attendance of a Committee member at any meeting of the Committee shall constitute a waiver of notice of such meeting, except where such Committee member attends such meeting for the express purpose of objecting to the transaction of business because the meeting is not lawfully called. The business to be transacted at, or the purpose of, any Committee meeting need not be specified in the notice or waiver of notice of such meeting, unless specifically required by law or these Bylaws. A Committee meeting attended by all Committee members shall be a valid meeting without notice.

10. Quorum. Unless the Board of Directors, these Bylaws or applicable law provide for a greater number, a majority of the total number of Committee members in office shall constitute a quorum for the transaction of business at any Committee meeting. If a quorum is present at any Committee meeting, the Committee members present shall have the power, successively, to adjourn the meeting to another time, without further notice other than announcement at such meeting, to a specified date. At any such adjourned meeting at which a quorum shall be present, any business may be transacted which could have been transacted at the original session of such meeting.
11. Manner of Acting. Unless the Board of Directors, these Bylaws or applicable law provides for a greater number, the act of a majority of Committee members present at a Committee meeting at which a quorum is present shall be the act of the Committee. Committee members may participate in and act at any Committee meeting through the use of a conference telephone or other communications equipment by means of which all persons participating in the meeting can communicate with each other, and participation in a meeting in this manner shall constitute attendance and presence in person at the meeting of the person or persons so participating.
12. Action by Unanimous Consent. Any action required to be taken, or which may be taken, at a Committee meeting may be taken without a meeting if one or more written consents setting forth the action taken are signed by all Committee members entitled to vote with respect to the action. Any such consents shall be delivered to the Secretary of the Corporation, or the Secretary's designee, and filed in the corporate records. Those consents shall have the same force and effect as a vote at a meeting duly held.
13. Compensation. No Committee member shall receive compensation for his or her services as a Committee member, except that the Board of Directors may receive reimbursement for expenses actually incurred by them as a Committee member; *provided that*, this Article III, Section 13 shall not preclude a Committee member who is also an officer, employee or other agent of the Corporation from being compensated for services performed as an officer, employee, or agent pursuant to Article IV, Section 10.
14. Reports. Each Committee shall report the actions taken at the next meeting of the Board of Directors as directed.

15. Establishment of the Executive Committee. The Board of Directors hereby designates and establishes an executive committee (the “**Executive Committee**”).

- a. The Executive Committee shall consist of (i) the Chairman of the Board of Directors, (ii) the Vice-Chairman or Vice-Chairmen, and (iii) up to 1 additional directors, which such directors shall be determined by the Board of Directors from time to time.
- b. The Executive Committee shall meet at least 2 times each fiscal year, and may hold additional meetings as often as may be necessary or appropriate in the discretion of the Chairman or the person calling such meeting. The Chairman shall preside at meetings of the Executive Committee, and in the Chairman’s absence, the Executive Committee shall designate from among its members another individual to so preside.
- c. Except to the extent the Board of Directors places limits on the Executive Committee from time to time, the Executive Committee may, while the Board of Directors is not in session, exercise all or any of the powers of the Board of Directors. This Section 3.15(c) is not limited by Section 3.2 above.
- d. The Executive Committee shall review and, if it deems appropriate and in accordance with the Corporation’s policies, accept gifts on behalf of the Corporation as required by the Corporation’s policy(ies) pertaining to the acceptance of gifts as adopted by the Board of Directors from time to time.

IV. OFFICERS

1. Officers. The officers of the Corporation shall be a Chairman of the Board of Directors, a President, a Secretary, and a Treasurer, each of whom shall be appointed by the Board of Directors. Such other officers (including one or more vice-presidents or vice-chairmen) and assistant officers as may be deemed necessary or desirable may be elected or appointed by the Board of Directors at any time. Any two or more offices may be held by the same person.
2. Election and Term. The officers of the Corporation shall be elected annually by a majority vote of the members of the Board of Directors at the annual meeting. Each officer shall hold office until his or her successor shall have been duly elected and shall have qualified, or until death, or until he or she shall resign or shall have been removed in the manner herein provided.
3. Removal and Resignation. Any officer may be removed by a majority vote of the members of the Board of Directors at any time, with or without cause. Any officer may resign at any time by giving written notice to the Chairman, President, or Secretary and, unless otherwise specified therein, neither the acceptance of such resignation nor the appointment of a successor shall be necessary to make it effective.

4. Vacancies A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by a majority vote of the members of the Board of Directors for the unexpired portion of the term.
5. Chairman. The Chairman shall in general supervise and control all of the business and affairs of the Corporation. The Chairman shall, when present, preside at all meetings of the Board of Directors. He or she has the authority, along with the President, Secretary, or any other proper officer of the Corporation authorized by the Board of Directors, to sign any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors to some other officer or agent of the Corporation, or shall be required by law to be otherwise signed or executed.
6. President. Subject to the discretion of the Chairman, the President shall have all of the powers of and be subject to all of the restrictions placed upon the Chairman. At the request of the Chairman, or in his or her absence or incapacity, the President shall preside at the meetings of the Board of Directors. In addition, the President shall perform all duties typically incident to the office of president and such other duties and responsibilities as may be prescribed by the Board of Directors from time to time.
7. Secretary. The Secretary shall: (a) keep the minutes of the proceedings of the Board of Directors; (b) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; (c) be custodian of the corporate records; (d) keep a register of the address of each director; and (e) in general perform all duties typically incident to the office of secretary and such other duties as from time to time may be assigned by the Chairman, the President, or the Board of Directors.
8. Treasurer. The Treasurer shall: (a) have charge and custody of and be responsible for all funds and securities of the Corporation; (b) receive and give receipts for monies due and payable to the Corporation from any source whatsoever, and deposit all such monies in the name of the Corporation in such banks, trust companies, or other depositories as shall be selected in accordance with the provisions of these Bylaws; and (c) in general perform all of the duties typically incident to the office of treasurer and such other duties as from time to time may be assigned by the Chairman, the President, or the Board of Directors. The Treasurer may delegate any one or more of the day-to-day functions associated with such duties to another officer or employee of the Corporation; provided, however, that the Treasurer shall maintain general oversight over such activities.
9. Other Officers. All other officers shall have such duties and responsibilities as from time to time may be assigned to them by the Chairman, the President or the Board of Directors.
10. Compensation. The Board of Directors shall determine the salary and other compensation of all officers, employees and other agents of the Corporation and may

delegate authority to select officers of the Corporation to determine the salary and compensation of the other officers, employees and agents of the Corporation.

V. INDEMNIFICATION

1. Indemnification and Advancement of Expenses. The directors and officers of the Corporation shall be indemnified to the maximum extent permitted by law. Expenses incurred by a director or officer of the Corporation in defending a civil or criminal action, suit, or proceeding shall be paid by the Corporation in advance of the final disposition of such action, suit, or proceeding upon receipt of an undertaking by or on behalf of the director or officer to repay such amount if it is ultimately determined that the director or officer is not entitled to be indemnified by the Corporation as authorized by the Act. The foregoing right of indemnification and advancement of expenses shall in no way be exclusive of any other rights of indemnification and advancement of expenses to which any such director or officer may be entitled by bylaw, agreement, vote of disinterested directors or otherwise.
2. D&O Insurance. The Corporation may maintain insurance, at its expense, to protect itself and any director, officer, employee or agent of the Corporation or another corporation, partnership, joint venture, trust, or other enterprise against any such expense, liability, or loss, whether or not the Corporation would have the power to indemnify such person against such expense, liability, or loss under the Act.

VI. MISCELLANEOUS

1. Fiscal Year. The fiscal year of the Corporation shall begin on the first day of January and end on the thirty-first day of December in each year.
2. Books and Records. The Corporation shall keep at its principal office original or duplicate books and records, including, but not limited to, the Corporation's Articles of Incorporation, these Bylaws, a list of the names and addresses of current officers and directors, financial statements, and minutes of all proceeds of the Board of Directors and Committees. The books, accounts, and records of the Corporation may be inspected by any director or officer for any proper purpose at any reasonable time.
3. Contracts. The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation. Such authority may be general or confined to specific instances.
4. Loans. No loans shall be contracted on behalf of the Corporation and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors or Executive Committee. Such authority may be general or confined to specific instances.

5. Checks, Drafts, etc.. All checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness, issued in the name of the Corporation shall be signed by such officer or officers, agent or agents of the Corporation in such manner as shall from time to time be determined by resolution of the Board of Directors.

VII. DISSOLUTION

The dissolution of the Corporation shall require the affirmative vote of a majority of the voting members of the Board of Directors.

In the event of the dissolution of the Corporation or the winding up of its affairs, or other liquidation of its assets, all assets of the Corporation remaining after the payment of the Corporation's debts shall be conveyed or distributed to such organization or organizations created and operated for nonprofit purposes similar to those of the Corporation as the Board of Directors may determine, provided that any organization which receives any such distribution of assets must qualify at the time of the distribution as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

VIII. AMENDMENTS

These Bylaws may be amended by the affirmative vote of a majority of the voting members of the Board of Directors. Notice of any Board of Directors meeting called for the purpose of amending the Bylaws shall be given at least seven (7) days prior to such meeting by written notice accompanied by a copy of the proposed amendments.

CERTIFICATE OF ADOPTION

The undersigned, being a duly authorized officer of the Corporation, does hereby certify that the foregoing Bylaws were duly adopted by the Board of Directors of the Corporation effective as of December 6, 2016.



Nina Rygiol, Secretary