

BYLAWS
OF
KEYWAY
(A New Mexico Nonprofit Corporation)

Article 1
Name, Principal Office and Registered Agent

The name of the nonprofit corporation is “Keyway, Inc.” The nonprofit corporation may also do business under the name “Keyway.” Keyway is referred to in these Bylaws as the “Nonprofit.”

The Nonprofit was incorporated as a New Mexico nonprofit corporation under the New Mexico Nonprofit Corporation Act on April 22, 2015.

The principal office of the Nonprofit is located at 1322 Paseo de Peralta, Santa Fe, New Mexico 87501.

The registered agent of the Nonprofit is Sanders Law, and the address of the registered agent is 320 Paseo de Peralta, Suite B, Santa Fe, New Mexico 87501.

Other offices may be established by the board of directors, as the Corporation’s affairs require from time to time.

Article 2
Purposes of the Nonprofit

The purposes for which the corporation is organized are:

(1) to be a Licensed Non-Profit Producer of medical cannabis throughout the State of New Mexico as permitted under the Lynn and Erin Compassionate Use Act, NMSA §§ 26-2B-1 et. seq. (the “Lynn and Erin Compassionate Use Act”);

(2) to educate patients and caregivers about the Corporation’s products (the “Products”) including (a) the medicinal properties of the Products; (b) the limitations on their rights to possess and use the Products; (c) the quality of the Products; (d) the ingestion options and inhalation techniques of the Products; (e) the potential side effects of the Products; (f) how to report adverse events related to the Products; and (g) how to report concerns regarding the Products and the Corporation’s services; and

(3) in general, to carry on any other business and have all the powers hereinafter conferred upon nonprofit corporations by the laws of the State of New Mexico.

The Nonprofit is not formed for pecuniary or financial gain, and no part of the assets of the Nonprofit shall be distributable to, or shall inure to the benefit of, its Directors or Officers except to the extent permitted under the Act, the Articles of Incorporation and these Bylaws. The

corporation may engage in any and all lawful activities that may be incidental or reasonably necessary to the foregoing purposes, and to have and exercise all of the powers and authority now or hereafter conferred upon nonprofit corporations under the laws of the State of New Mexico.

Article 3
Restrictions

The Board of Directors is expressly prohibited from carrying on any activity or exercising any power not permitted under the Lynn and Erin Compassionate Use Act.

Article 4
Members

The Nonprofit shall have no members.

Article 5
Powers of the Nonprofit Vested in the Directors

Since the Nonprofit has no members, all powers of the Nonprofit shall be exercised by the Board of Directors, except those powers delegated by the Board of Directors or otherwise reserved to the Officers of the Nonprofit.

Article 6
Directors of the Nonprofit

6.1 Number, Tenure and Qualifications. The number of Directors of the Nonprofit shall initially be seven (7), but shall not ever be less than five (5) nor more than fifteen (15). The number of Directors may be increased or decreased from time to time by resolution of the Board adopted at any meeting of the Board by the vote of two-thirds (2/3) of the then members of the Board, provided that no decrease in the number of Directors shall have the effect of shortening the term of any incumbent Director. Directors shall be nominated at each annual meeting or at a special meeting and shall be elected by the vote of two-thirds (2/3) of the then members of the Board. Directors shall be elected at each annual meeting of the Board of Directors. The term of office of each Director shall be two (2) years or until the next annual meeting of the Board of Directors, and each Director shall hold office for the term for which he or she is elected and until his or her successor has been elected and qualified. Directors need not be residents of the State of New Mexico. The Directors constituting the Nonprofit's initial Board of Directors shall be named in the Articles of Incorporation of the Nonprofit.

6.2 Duties and Powers. The Board of Directors shall have control and management of the business and affairs of the Nonprofit. The Directors shall in all cases act as a board and regularly convene and, in the transaction of business, the act of a majority present at a meeting,

except as otherwise provided by the laws of the State of New Mexico, these Bylaws or the Articles of Incorporation of the Nonprofit, shall be the act of the board, provided a quorum is present. The Directors may adopt such rules and regulations for the conduct of their meetings and the management of the Nonprofit as they may deem proper, provided, however, that such rules and regulations are not inconsistent with the Code, the Act, Articles of Incorporation of the Nonprofit or these Bylaws.

6.3 Regular Annual Meetings. A regular annual meeting of the Board of Directors, for the purpose of electing or appointing Directors and Officers and for the transaction of any other business which may come before the meeting, shall be held without other notice than these Bylaws, at the registered or principal office of the Nonprofit, during the month of December of each year, or at another place and time set by the Board of Directors, if such month is not convenient for a meeting. The Board of Directors may provide, by resolution, the time and place, either within or without the State of New Mexico, for the holding of additional regular meetings without other notice than such resolution.

6.4 Special Meetings. Special meetings of the Board of Directors may be called by or at the request of the Executive Director or President of the Nonprofit at any time. The Executive Director or President may fix any place, within the State of New Mexico, as a place for holding any special meeting of the Board of Directors.

6.5 Meetings by Telephone or Video Conference Calls. Directors or any members of any committee designated by the Directors may participate in a meeting of the Board of Directors, including any special meeting called for any purpose, or a meeting of such committee by means of telephone or video conference or similar communications equipment, by means of which all persons participating in the meeting can hear each other, and participation in such a meeting by the aforesaid means shall constitute their presence in person at such meeting.

6.6 Notice. Notice of any special meeting shall be given at least ten (10) days prior to the meeting by written notice delivered personally or mailed to each director at his or her last known post office address, or sent by telegram or email, or given by telephonic or facsimile notice. If mailed, such notice shall be deemed to be delivered five (5) days after it is deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. If notice is sent by email, the notice shall be deemed to be delivered within the hour after which the email was sent. If notice is given by telephone or by facsimile, the notice shall be deemed to be delivered when the telephone call has been placed or the facsimile notice has been successfully transmitted. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except that where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in the notice or waiver of notice of such meeting.

6.7 Quorum. A majority of the Directors then serving shall constitute a quorum for the transaction of business at any regular or special meeting. A quorum, once attained at a meeting, shall be deemed to continue until adjournment, notwithstanding a voluntary withdrawal of enough Directors to leave less than a quorum. The act of the majority of the Directors present at a meeting at which a quorum is present, unless otherwise provided by the Act, these Bylaws or the Articles of Incorporation of the Nonprofit, shall be the act of the Board of Directors. If less than a majority of the Directors is present at any meeting, a majority of the Directors present may adjourn the meeting without further notice.

6.8 Manifestation of Dissent. A Director who is present at a meeting of the Board of Directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless such Director's dissent shall be entered in the minutes of the meeting or unless such Director shall file his or her written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof or shall forward such dissent by registered mail to the Secretary of the Nonprofit immediately after the adjournment of the meeting. Such right to dissent shall not apply to a Director who votes in favor of such action.

6.9 Vacancies. Any vacancy occurring in the Board of Directors, or any Directorship to be filled by reason of an increase in the number of Directors, may be filled by the affirmative vote of a majority of the Directors then serving though less than a quorum of the Board of Directors. A Director elected to fill a vacancy shall be elected for the unexpired term of his or her predecessor in office. Any directorship to be filled by reason of an increase in the number of Directors shall be filled by the Board of Directors for a term of office continuing only until the next annual meeting of Directors.

6.10 Removal of Directors. At a Directors meeting called expressly for that purpose, any Director, except for the Executive Director, may be removed, with or without cause, by a vote of a majority of the Directors; provided, however, that the Director whose removal is proposed shall not vote or otherwise participate in the deliberations relating to that Director's proposed removal. The Executive Director may only be removed by a vote of two-thirds of all the Directors; provided that the Executive Director shall not vote or otherwise participate in the deliberations relating to the Executive Director's proposed removal.

6.11 Resignation. Any Director may resign his or her office at any time, such resignation to be made in writing and to take effect immediately without acceptance.

6.12 Written Consent. Any action required by the Act to be taken at a meeting of the Directors of the Nonprofit, or any action which may be taken at a meeting of the Directors or of a committee, 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, or all of the members of the committee, as the case may be. The consent shall have the same effect as a unanimous vote.

6.13 Compensation. No Director is to receive a salary for his or her services to the Nonprofit; however, any Director may be reimbursed his or her out of pocket expenses for serving as a Director. The Board of Directors shall have power in its discretion to contract for and to pay accountants, attorneys and agents reasonable compensation for services rendered to or on behalf of the Nonprofit in an amount appropriate to and reasonable for the value of such services. Nothing herein shall be deemed to prohibit a person employed by the Nonprofit from serving as a Director of the Nonprofit or from receiving compensation commensurate with his or her employment for service rendered in such employment even though such employee is also a Director.

6.14 Chairman of the Board. The Executive Director shall act as Chairman for the Nonprofit and preside at all meetings of the Board of Directors, shall interest himself or herself in all affairs of the Nonprofit and shall be an ex officio member of all committees. All committees shall be appointed by the Executive Director when not otherwise provided by these Bylaws. The Vice President shall act as Chairman in the absence of the Executive Director and when so acting shall have all the power and authority of the Executive Director.

Article 7 **Officers of the Nonprofit**

7.1 Election and Term. Officers of the Nonprofit shall be elected at the annual meeting of the Board of Directors. Each Officer shall hold office until the Officer's successor shall have been duly elected and qualified, or until the death, resignation or removal of such Officer. Any two (2) or more offices may be held by the same person, except the offices of President and Secretary. The Officers of the Nonprofit shall at minimum be a Executive Director (or President), a Vice President, a Secretary and a Treasurer. The Board of Directors from time to time may appoint such other Officers as the Board of Directors may deem appropriate.

7.2 Duties of the Officers. The Officers and their duties shall be as follows, until changed by amendment to these Bylaws by action of the members of the Board of Directors:

7.2.1 Executive Director. The Executive Director (or President) shall act as the chief operating officer of the Nonprofit and shall interest himself or herself in and supervise and control all operating affairs of the Nonprofit. As such, the Executive Director shall execute all contracts in the name of the Nonprofit and shall perform such additional duties as shall be necessary in the supervision and control of the operating affairs of the Nonprofit. The Executive Director may be an ex officio member of all committees.

7.2.2 Vice President. The Vice President shall act as Executive Director in the absence of the Executive Director and when so acting shall have all of the powers and authority

of the Executive Director. The Vice President shall also perform such other duties and have such other powers as from time to time may be assigned to him or her by the Board of Directors or the Executive Director.

7.2.3 Secretary. The Secretary shall (i) keep the minutes of the proceedings of the Board of Directors; (ii) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; and (iii) be custodian of the corporate records except those pertaining to the office of the Treasurer. The Secretary shall notify all Directors of meetings and of their appointments to committees.

7.2.4 Treasurer. The Treasurer shall interest himself or herself in the financial affairs of the Nonprofit, shall arrange for proper custody of securities and documents relating to the Nonprofit and shall, when requested, consult with and advise the Board of Directors about financial policies.

7.3 Employees and Agents. The Board of Directors may from time to time appoint such employees and other agents as it shall deem necessary or desirable, each of whom shall hold office at the pleasure of the Board of Directors, and shall have such authority and perform such duties and shall receive such reasonable compensation, if any, as a majority of the Board of Directors may from time to time determine. To the fullest extent allowed by law, the Board of Directors may delegate to any employee or agent any powers possessed by the Board of Directors and may prescribe their respective title, terms of office, authorities and duties.

7.4 Vacancies. Any vacancy in any office elected or appointed by the Board of Directors due to death, resignation, removal or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

7.5 Resignation. Any Officer may resign his or her office at any time, such resignation to be made in writing and to take effect immediately upon receipt of the written notice by the President or Secretary of the Nonprofit.

7.6 Removal. Any Officer, employee or agent of the Nonprofit may be removed with or without cause by a vote of two-thirds (2/3) of the Directors then serving, whenever in such Directors' judgment, the best interests of the Nonprofit shall be served thereby.

Article 8 **Committees and Advisors**

8.1 Committees. The Board of Directors, by resolution adopted by a majority of the entire Board of Directors, may designate and appoint one (1) or more committees each of which shall consist of two (2) or more Directors. The President shall appoint a member of each committee to serve as the chair of the committee. The committees, to the extent provided in the

resolution, or in these Bylaws, shall have and exercise all the authority of the Board of Directors, but no such committee shall have the authority of the Board of Directors in reference to amending the Articles of Incorporation of the Nonprofit; adopting a plan of merger or consolidation; the sale, lease, exchange or other disposition of all or substantially all the property and assets of its business; the voluntary dissolution of the Nonprofit or a revocation thereof; amending the Bylaws of the Nonprofit; electing, appointing or removing any member of any committee or any Director or Officer of the Nonprofit; adopting a plan for the distribution of the assets of the Nonprofit; or altering or repealing any resolution of the Board of Directors which by its terms and provisions provides that same shall not be amended, altered or repealed by the committee. 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 by law.

8.2 Advisors. The Board of Directors may appoint from time to time any number of persons as advisors of the Nonprofit to act either singly or as a committee or committees. Each advisor shall hold office during the pleasure of the Board of Directors and shall have only the authority or obligations as the Board may from time to time determine.

Article 9 **Contract, Loans, Checks, Deposits, Investments and Expenses**

9.1 Contracts. The Board of Directors may authorize any Officer or Officers or agent or agents of the Nonprofit to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Nonprofit, and such authority may be general or confined to specific instances.

9.2 Loans. No loans shall be made by the Nonprofit and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances. No loans shall be made by the Nonprofit to any of its Directors or Officers.

9.3 Checks, Drafts, Etc. All checks, drafts, or other orders for the payment of money and notes or other evidences of indebtedness issued in the name of the Nonprofit shall be signed by the Executive Director or Vice President; provided however, that checks, drafts or other orders for the payment of money not in excess of Two Thousand Dollars (\$2,000.00) may be signed by the Secretary or the Treasurer.

9.4 Deposits. All funds of the Nonprofit not otherwise employed shall be deposited from time to time to the credit of the Nonprofit in such banks, trust companies or other depositories as the Board of Directors may select.

9.5 Investments. The funds of the Nonprofit shall be invested in such investments as the Board of Directors or any investment manager appointed by the Board of Directors may from time to time select, giving due regard to balancing the need to preserve principal, produce income and capital gain, and achieve long term growth for the assets of the Nonprofit.

9.6 Expenses. The Board of Directors shall authorize payment of all expenses of the Nonprofit, including but not limited to custodian, investment management, legal fees and accounting fees and charges, first from income (if available), and if not, from the principal assets of the Nonprofit.

9.7 Prohibition Against Sharing in the Nonprofit's Earnings. No Director, Officer or employee of or person connected with the Nonprofit, or any other private individual, shall receive at any time any of the net earnings, or pecuniary profit from the operations of the Nonprofit, provided, however, as stated above, that this prohibition shall not prevent the payment to any such person of reasonable compensation for services rendered to or for the Nonprofit in effecting any of its purposes as shall be fixed by the Board of Directors.

Article 10 **Conflict of Interest Policy**

10.1 Purpose. The purpose of the conflict of interest policy is to protect the Nonprofit's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an Officer or Director of the Nonprofit or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

10.2 Definitions. For purposes of this Article 10:

10.2.1 Interested Person. Any Director or Officer who has a direct or indirect financial interest, as defined below, is an interested person.

10.2.2 Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

10.2.2.1 An ownership or investment interest in any entity with which the Nonprofit has a transaction or arrangement,

10.2.2.2 A compensation arrangement with the Nonprofit or with any entity or individual with which the Nonprofit has a transaction or arrangement, or

10.2.2.3 A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Nonprofit is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under subsection 10.3.2 of Section 10.3 below, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

10.3 Procedures.

10.3.1 Duty to Disclose. In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the Directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

10.3.2 Determining Whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he or she shall leave the meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Directors or committee members shall decide if a conflict of interest exists.

10.3.3 Procedures for Addressing the Conflict of Interest.

10.3.3.1 An interested person may make a presentation at the meeting of the Board of Directors or the committee meeting, but after the presentation, he or she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

10.3.3.2 The President of the Board of Directors or the chair of the committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

10.3.3.3 After exercising due diligence, the Board of Directors or committee shall determine whether the Nonprofit can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

10.3.3.4 If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board of

Directors or committee shall determine by a majority vote of the disinterested Directors whether the transaction or arrangement is in the Nonprofit's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

10.4 Violations of the Conflicts of Interest Policy.

10.4.1 If the Board of Directors or committee has reasonable cause to believe a Director or Officer has failed to disclose actual or possible conflicts of interest, it shall inform the Director or Officer of the basis for such belief and afford the individual an opportunity to explain the alleged failure to disclose.

10.4.2 If, after hearing the Director's or Officer's response and after making further investigation as warranted by the circumstances, the Board of Directors or committee determines the Director or Officer has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

10.5 Records of Proceedings. The minutes of Board of Directors and all committees shall contain:

10.5.1 The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Board of Director's or committee's decision as to whether a conflict of interest in fact existed.

10.5.2 The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

10.6 Compensation.

10.6.1 A voting member of the Board of Directors who receives compensation, directly or indirectly, from the Nonprofit for services is precluded from voting on matters pertaining to that Director's compensation.

10.6.2 A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Nonprofit for services is precluded from voting on matters pertaining to that member's compensation.

10.6.3 No voting member of the Board of Directors or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or

indirectly, from the organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

10.7 Statements. Each Director, Officer and member of a committee with governing board delegated powers shall sign a statement which affirms such person:

10.7.1 Has received a copy of the conflicts of interest policy,

10.7.2 Has read and understands the policy, and

10.7.3 Has agreed to comply with the policy.

Article 11 **Fiscal Year**

The fiscal year of the Nonprofit shall begin on the first day of January and end on the last day of December in each year, unless the Board of Directors shall provide to the contrary by resolution duly adopted at a regular meeting of the Board of Directors.

Article 12 **Accounting Records; Annual Report**

12.1 Accounting Records. The Nonprofit shall maintain or cause to be maintained accounting records of the business and affairs of the Nonprofit.

12.2 Annual Report. The Nonprofit shall furnish to the Board of Directors within sixty (60) days of the date upon which the Nonprofit's tax return is filed with the Internal Revenue Service a written report of the activities and the receipts and disbursements of funds of the Nonprofit during such tax year.

Article 13 **Termination**

Upon dissolution and termination of the Nonprofit, the Board of Directors of the Nonprofit, after paying or making provision for the payment of all the lawful debts and liabilities of the Nonprofit, shall distribute all the assets of the Nonprofit to a nonprofit organization or organizations, which may have been created to a nonprofit organization or organizations having similar aims and objects as the Nonprofit and which may be selected by the Board of Directors of the Nonprofit as an appropriate recipient of such assets.

Article 14
Indemnification and Insurance

In amplification and not in limitation of the provisions of applicable New Mexico State law:

14.1 To the extent permitted by Section 53-8-26 NMSA 1978, the Nonprofit shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed claim, action, suit, or proceedings, whether civil, criminal, administrative, or investigative, including appeals, by reason of the fact that such person is or was a Director, Officer, employee, or agent of the Nonprofit, or is or was serving at the request of the Nonprofit as a director, officer, partner, employee, or agent of another Nonprofit, partnership, joint venture, trust, or other enterprise, whether for profit or not for profit, against expenses (other than taxes, penalties, or expenses of correction), including attorneys' fees and amounts paid in settlement, if such expenses are reasonably incurred by such individual in connection with such proceeding and such individual is successful in such defense, or such proceeding is terminated by settlement, and such individual has not acted willfully and without reasonable cause with respect to the act or failure to act that gave rise to the liability.

14.2 Any indemnification under Section 14.1 above (unless ordered by a court) shall be made by the Nonprofit only as authorized in the specific case upon a determination that indemnification of the Director, Officer, employee, or agent of the Nonprofit is proper in the circumstances because such person has met the applicable standard of conduct set forth in Section 14.1 above. Such determination shall be made (i) by the Board of Directors by a majority vote of a quorum consisting of directors who were not parties to, or who have been wholly successful on the merits or otherwise with respect to, such claim, action, suit, or proceeding, or (ii) if such a quorum is not obtainable, or even if obtainable a quorum of disinterested Directors so directs, by independent legal counsel in a written opinion.

14.3 The indemnification authorized by this Article 14 shall continue as to a person who has ceased to be a Director, Officer, employee, or agent of the Nonprofit and shall inure to the benefit of the heirs, executors, and administrators of such a person.

14.4 The Nonprofit shall have the power to purchase and maintain insurance to indemnify the Nonprofit for any obligation which it incurs as a result of its indemnification of its Directors, Officers, employees, or agents pursuant to this Article 14.

Article 15
Administration and Governing Law of the Nonprofit

The Nonprofit shall be administered in and governed by the laws of New Mexico.

Article 16
Amendments By Board

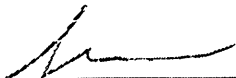
The Board shall have power to make, alter, amend, and repeal the Articles of Incorporation and the Bylaws of the Nonprofit by the affirmative vote of a majority of the Directors then in office, provided, however that notice of the proposed amendment or amendments shall have been included in the meeting notice which is given to the members of the Board and, provided, further, that no such action shall be taken that would adversely affect the qualification of any license issued to the Nonprofit pursuant to the Lynn and Erin Compassionate Use Act. Notwithstanding any terms or provisions of these Bylaws to the contrary, Article 16 of these Bylaws shall not be amended without the unanimous consent of the all of the Directors of the Nonprofit.

Article 17
Non-Discrimination

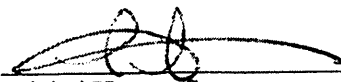
In all of its dealings, neither the Nonprofit nor any of its duly authorized agents shall discriminate against any individual or groups for reasons of race, color, creed, sex, age, culture, national origin, marital status, sexual preference, or mental or physical handicap.

The Bylaws of Keyway, Inc. were duly adopted by unanimous consent of the Board of Directors of the Nonprofit as of the date written below.

In witness whereof, the Bylaws of Keyway, Inc., a New Mexico nonprofit corporation, were duly adopted on April 30, 2015.



Matt Clarke, Executive Director



Michal Hayes, Secretary