



CONFERENCE OF RADIATION CONTROL PROGRAM DIRECTORS, INC.

RESOLUTION

Relating to: Merger of Arkansas and Kentucky Corporations

WHEREAS: The Conference of Radiation Control Program Directors, Inc. (CRCPD) has since 1992 been incorporated in both Arkansas and Kentucky, and

WHEREAS: It is in the best interest of the CRCPD to be incorporated in only one state to assure that the CRCPD does not have to comply with corporate laws from two different states that may potentially be in conflict, and

WHEREAS: The CRCPD has stated to the Internal Revenue Service in its application for 501(c)(3) recognition that it will merge the two corporations into one for ease of accounting.

NOW BE IT RESOLVED:

That the Members and Directors of the Conference of Radiation Control Program Directors, Inc., an Arkansas corporation ("ARCorp"), and the Members and Directors of the Conference of Radiation Control Program Directors, Inc., a Kentucky corporation ("KYCorp"), that the Agreement of Merger and Plan of Merger and Reorganization (the "Plan") presented to the Members of said corporations at the joint Annual Meeting of the Members of ARCorp and KYCorp is hereby approved and the Boards of Directors and Officers of ARCorp and KYCorp are hereby authorized to take all actions necessary and proper to consummate the merger contemplated in the Plan.

William P. Dornick

CRCPD Chairperson

Approved by the CRCPD Membership April 26, 1997