

**BYLAWS
OF
MOBILE BUSINESS GROUP, INC.**

ARTICLE I
Office and Purposes

Section 1. Until changed by the Board of Directors, the principal office of the Corporation shall be located at Mobile, Alabama. The Corporation may have such offices at such other places as the Board of Directors may from time to time determine or the business of the Corporation may require.

Section 2. The purposes of the Corporation are as set forth in the Corporation's Articles of Incorporation.

ARTICLE II
Members

Section 1. The Corporation shall have three (3) classes of membership: Primary Member, Regular Member and Honorary Member. Primary Members, Regular Members and Honorary Members are referenced in these Bylaws individually as a "Member" and collectively as the "Members".

Section 2. The initial Primary Members are named in the Corporation's Articles of Incorporation. Upon the resignation, death or disability of a Primary Member, the remaining Primary Members shall elect a new Primary Member. If an event shall occur, be it resignation of a Primary Member or death of a Primary Member, such that after the event there are no Primary Members, then the Board of Directors shall elect three new Primary Members of the Corporation. Membership is open to all persons over the age of nineteen (19) years who are interested in furtherance of the purposes of the Corporation.

Section 3. Each application by a prospective Regular Member must be sponsored by a Member, and acknowledged in writing by a Primary Member. The Board of Directors shall review the applications of a prospective Regular Member, and vote whether or not to accept the application. Regular Members shall each represent a particular industry classification as determined upon the prospective Regular Member's application, and as approved by the Board of Directors. Application fees shall be determined and levied by the Board of Directors.

Section 4. Membership is vested in the individual Regular Member. If a Regular Member ceases to be employed by his employer, the Regular Member shall resubmit an application as provided in Section 3 above. Application fees shall be determined and levied by the Board of Directors.

Section 5. Honorary Members shall be determined by the Board of Directors. An Honorary Member shall have the rights and privileges as determined by the Board of Directors.

Section 6. Members shall meet weekly at a location determined by the Board of Directors. Members shall meet attendance requirements set by the Board of Directors.

Section 7. Members shall be obligated to pay in full to the Corporation such dues as may be determined from time to time as the Board of Directors may deem necessary and appropriate.

Section 8. Members may be removed at any time for any reason by a vote of a majority of the Board of Directors.

ARTICLE III Board of Directors

Section 1. The management of the business and affairs of the Corporation shall be vested in its Board of Directors. The Directors constituting the first Board of Directors are named in the Articles of Incorporation of this Corporation. The Board of Directors shall be comprised of seven Members, the three Primary Members, and the President, Vice-President, Secretary and Treasurer of the Corporation.

Section 2. The Board of Directors is authorized to make and alter the Bylaws of this Corporation. The Board of Directors is authorized to adopt policies and procedures as determined by the Board of Directors.

Section 3. Any action required or permitted to be taken at any meeting of the Board of Directors or of any Committee thereof may be taken without a meeting if, prior to such action, a written consent thereto is signed by all members of the Board or of such Committee, as the case may be, and such written consent is filed with the minutes of proceedings of the Board or Committee. Any such written consent shall have the same force and effect as a resolution, duly resolved at a meeting of the Board or of such a Committee.

Section 4. Special meetings of the Board of Directors may be called by or at the request of the President or any two (2) Directors.

Section 5. Unless otherwise provided in these Bylaws, notice of meetings, both regular and special, shall be given not less than two (2) days in advance of said meeting. Such notice may be by mail, e-mail, telegram, telephone or may be verbal. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail so addressed, with postage thereon prepaid. Any Director may waive notice of any meeting. The attendance of a Director at a meeting shall constitute a waiver of notice of such meeting, except 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. The business to be transacted, or the purpose of, any regular or special meeting of the Board of Directors need not be specified in the notice or waiver of notice of such meeting.

Section 6. A majority of the Board of Directors shall constitute a quorum for the transaction of business. 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. If a quorum is present when a meeting is convened, the Directors present may continue to do business, taking action by a vote of the quorum, until

adjournment, notwithstanding the withdrawal of enough Directors to leave less than a quorum, or the refusal of any Director present to vote.

Section 7. The Board of Directors shall have an annual meeting in January of each calendar year. At that meeting, the Board of Directors shall appoint the chairmen of the Standing Committees, and the chairmen of any other committee created by the Board of Directors.

ARTICLE IV Officers

Section 1. The Members shall elect a President, Vice-President, a Secretary and a Treasurer. The Board of Directors shall give notice, No two (2) offices may be held by the same person. Each Member shall be entitled to cast one (1) vote for the purposes of election of officers. The presence in person or by proxy of a majority of the Members shall constitute a quorum. Primary Members are not eligible to serve as officers.

Section 2. The term of office of all officers shall be one (1) year and until their respective successors are elected and qualified. Any officer may be removed from office, either with or without cause, at any time by the affirmative vote of a majority of the members of the Board of Directors then in office. A vacancy in any office arising from any cause may be filled for the unexpired portion of the term by the Board of Directors.

Section 3. The officers of the Corporation shall have the following powers and duties:

(a) The President shall be the principal executive officer of the Corporation and shall have in his or her charge the general direction and promotion of its affairs with authority to do such acts and to make such contracts as are necessary or proper to carry on the activities of the Corporation. He or she shall preside over all official meetings of the Corporation, and shall also perform those duties which usually devolve upon a president of a corporation under the laws of the State of Alabama. The President may, during the absence of any officer, delegate said officer's duties to any other officer or director.

(b) The Vice-President, in the absence or disability of the President, shall perform the duties of the President and shall perform such other duties as may be delegated to him or her from time to time by the Board of Directors or by the President, including, but not limited to, appointing a Chaplain or a Sergeant-At-Arms to preside at each weekly meeting of the Members.

(c) The Secretary shall issue notices of all meetings, shall keep the minutes of all meetings, shall determine attendance at each meeting and keep records of such attendance, shall have charge of the seal of the Corporation, if any, shall serve as custodian for all corporate records, and shall make such reports and perform such duties as are incident to his or her office or which may be delegated to him or her by the President or Board of Directors.

(d) The Treasurer shall render to the President and Board of Directors at such times as may be requested an account of all transactions as Treasurer and of the financial condition of the Corporation. The Treasurer shall send out, at a time determined by the Board of Directors, notices of any dues to be levied as determined by the Board of Directors. The Treasurer shall perform such other duties as are incident to the office or as may be delegated to that office by the President or by the Board of Directors.

ARTICLE V Contracts

The Board of Directors, except as otherwise provided in these Bylaws, may authorize any officer or agent to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to a specific instance; and unless so authorized by the Board of Directors, no officer, agent or employee shall have any power or authority to bind the Corporation by any contract or engagement, or to pledge its credit, or render it liable pecuniarily for any purpose or to any amount.

ARTICLE VI Committees

Section 1. There shall be three Standing Committees – a Social Committee, a Speakers Committee, and a Membership Committee. Each Standing Committee shall have a chairman appointed by the Board of Directors. Each Standing Committee chairman shall then constitute a full committee, the number and powers of which shall be determined by the Board of Directors.

Section 2. The Board of Directors may at any time create other committees and appoint additional members thereto. The members of any such committee shall serve as such at the pleasure of the Board of Directors. The members of any committee shall not receive any stated salary for their services as such, but may be reimbursed for any actual expenses incurred in the performance of duties on behalf of the Corporation.

ARTICLE VII Investments

The Corporation shall have the right to retain all or any part of any securities or property acquired by it in whatever manner, and to invest and reinvest any funds held by it, according to the judgment of the Board of Directors, without being restricted to the class of investments which a trustee is or may hereafter be permitted by law to make, or any similar restriction, provided, however, that no action shall be taken by or on behalf of the Corporation if such action is a prohibited transaction or would result in the denial of the tax exemption under Section 501 of the Internal Revenue Code of 1986, as amended, and its Regulations as they now exist or as they may hereafter be amended.

ARTICLE VIII Amendments

These Bylaws shall not be altered, amended or repealed unless by and with the consent and approval of a majority of the Board of Directors.

ARTICLE IX
Exempt Activities

Section 1. The Corporation is authorized to use and apply the whole or any part of its income and/or principally in furtherance of its purpose. The Corporation is also authorized to make contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and its Regulations as they now exist or as they may hereafter be amended.

Section 2. In connection with the contributions made pursuant to Section 1 of this Article, the following shall apply:

(a) The Board of Directors shall select the organizations to which a contribution may be made.

(b) No contributions shall be made to any Adisqualified person@ as such term is defined under Section 4946 of the Internal Revenue Code of 1986, as amended.

Section 3. Notwithstanding any other provision of these Bylaws, no Director, Member, officer, employee or representative of this Corporation shall take any action or carry on any activity by or on behalf of the Corporation not permitted to be taken or carried on by an organization exempt under Section 501(c)(6) of the Internal Revenue Code of 1986, as amended, and its Regulations as they now exist.

Section 4. Notwithstanding any other provision of these Bylaws, in the event that the Corporation is classified by the Internal Revenue Service as a private foundation within the meaning of Section 509(a) of the Code, the Members, Directors, officers, employees or representatives of this Corporation are prohibited from engaging in any act of self-dealing as defined in Section 4941(d) of the Code, from retaining any excess business holdings as defined in Section 4943(c) of the Code which would subject the Foundation to tax under said Section 4943, from making any investment

which would subject the Foundation to tax under Section 4944 of the Code, and from making any taxable expenditures as defined in Section 4945(d) of the Code. In addition, the Corporation shall make distributions at such times and in such manner and amounts so as not to subject the Foundation to tax under Section 4942 of the Code.

ARTICLE X Compensation

The Members, officers and Directors of this Corporation may not receive any compensation for serving in their capacities as Members, officers and Directors. Members, officers and Directors may be compensated for services rendered to or for the Corporation as approved by a majority of the Board of Directors. Under no circumstances shall the Corporation make loans to Members, officers and Directors. Members, officers and Directors may be reimbursed for any actual expenses incurred in the performance of duties on behalf of the Corporation.

ARTICLE XI Agents and Representatives

The Board of Directors may appoint such agents and representatives of the Corporation with such powers and to perform such acts or duties on behalf of the Corporation as the Board of Directors may see fit, so far as may be consistent with these Bylaws, to the extent authorized or permitted by law.

ARTICLE XII Indemnification

The Corporation shall indemnify its officers and members of the Board of Directors, may indemnify its employees and agents, and may procure insurance on behalf of its officers, members of the Board of Directors, employees, and agents to the fullest extent permitted by the Alabama Nonprofit Corporation Law.

CERTIFICATION

I, _____, President of Mobile Business Group, Inc., hereby certify that the above and foregoing constitutes a true and correct copy of the original Bylaws of Mobile Business Group, Inc. and that all provisions are in full force and effect and have not been revoked or rescinded.

This the _____ day of January, 2007.

President