BYLAWS OF LIKABLELOGIC

A Mississippi Nonprofit Corporation

ARTICLE I - NAME

1.01 Name

The name of this corporation shall be LIKABLELOGIC. The business of the corporation may be conducted as LIKABLELOGIC or LIKABLELOGIC.ORG.

ARTICLE II - PURPOSES AND POWERS

2.01 Purpose

LIKABLELOGIC is a nonprofit corporation and shall be operated exclusively for educational, charitable, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future Federal tax code. Specifically, the corporation's purpose is to advance logical reasoning, argumentation, and related educational initiatives.

2.02 Powers

The corporation shall have the power, directly or indirectly, alone or in conjunction or cooperation with others, to do any and all lawful acts which may be necessary or convenient to affect the charitable purposes for which the corporation is organized, and to aid or assist other organizations or persons whose activities further accomplish, foster, or attain such purposes. The powers of the corporation may include, but not be limited to, the acceptance of contributions from the public and private sectors, whether financial or in-kind contributions.

2.03 Nonprofit Status and Exempt Activities Limitation

- **Nonprofit Legal Status:** LIKABLELOGIC is a Mississippi nonprofit corporation, recognized as tax-exempt under Section 501(c)(3) of the United States Internal Revenue Code (or seeking such recognition).
- **Exempt Activities Limitation:** Notwithstanding any other provision of these Bylaws, no director, officer, employee, member, 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)(3) of the Internal Revenue Code as it now exists or may be amended, or by any organization contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as it now exists or may be amended. No part of the net earnings of the corporation shall inure to the benefit

or be distributable to any director, officer, member, or other private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the Articles of Incorporation and these Bylaws.

- **Distribution Upon Dissolution:** Upon termination or dissolution of LIKABLELOGIC, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the 1986 Internal Revenue Code (or corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation. The organization to receive the assets shall be selected in the discretion of a majority of the managing body of the corporation. If its members cannot agree, the recipient shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against LIKABLELOGIC by one (1) or more of its managing body. The court shall select the qualifying organization(s), giving preference if practicable to organizations located within the State of Mississippi. If no such organization exists, the assets shall be distributed to the Treasurer of the State of Mississippi to be added to the general fund.

ARTICLE III - MEMBERSHIP

3.01 No Membership Classes

The corporation shall have no members who have any right to vote or title or interest in or to the corporation, its properties and franchises.

3.02 Non-Voting Affiliates

The board of directors may approve classes of non-voting affiliates with rights, privileges, and obligations established by the board. Affiliates may be individuals, businesses, and other organizations that seek to support the mission of the corporation. Affiliates have no voting rights and are not members.

3.03 Dues

Any dues for affiliates shall be determined by the board. Since LIKABLELOGIC is a non-profit, the intention of the president is that no one should be asked to pay to belong as a member of the board.

ARTICLE IV - BOARD OF DIRECTORS

4.01 Number of Directors

LIKABLELOGIC shall have a board of directors consisting of at least 3 and no more than 15 directors. Within these limits, the board may increase or decrease the number of directors

serving on the board, including for the purpose of staggering the terms of directors.

4.02 Powers

All corporate powers shall be exercised by or under the authority of the board, and the business and affairs of LIKABLELOGIC shall be managed under the direction of the board, except as may be otherwise provided by the Mississippi Nonprofit Corporation Act or these Bylaws.

4.03 Terms

1. All directors shall be elected to serve a one-year term, however the term may be extended until a successor has been elected.
2. Director terms shall be staggered so that approximately half the number of directors will end their terms in any given year.
3. Directors may serve terms in succession.
4. The term of office shall be considered to begin January 1 and end December 31 of the same year in office, unless the term is extended.

4.04 Qualifications and Election of Directors

To be eligible, a director must meet the qualifications in the Articles of Incorporation and these Bylaws. Directors shall be elected by majority vote of the existing board at the annual meeting.

4.05 Vacancies

The board may fill vacancies due to resignation, death, or removal of a director or may appoint new directors to fill a previously unfilled position.

4.06 Removal of Directors

A director may be removed by two-thirds vote of the board at any regular or special meeting.

ARTICLE V - MEETINGS

5.01 Annual Meeting

An annual meeting shall be scheduled once each calendar year only if it is determined to be necessary by any member of the board. The purpose of such a meeting will be for discussing the possibility of electing directors and officers and transacting any other business believed to be appropriate and beneficial. Brainstorming of ideas and collaboration is encouraged. The adage that two heads are better than one is to come into play as well as appreciating that it is always helpful to voice ideas as a means of refining and

5.02 Regular and Special Meetings

Regular meetings can be held quarterly. Special meetings may be called by the chair or any two directors.

5.03 Quorum

A quorum for a meeting of the directors shall be a majority of the number of directors then currently in office.

5.04 Action Without Meeting

Any action required or permitted at a meeting may be taken without a meeting if consent in writing is signed by all directors.

5.05 Proposed Dates and Times Details of Meetings

As noted on the Form 990-N e-Postcard submitted to the IRS, the tax year for **LIKABLELOGIC** begins on June 1st (06-01) and ends on May 31st (05-31). If possible, any conducted meetings should be scheduled around this timeframe. To ensure any technical issues are resolved beforehand, rehearsals for these meetings should also be conducted ahead of schedule. The year will be divided into quarters and, as long as the motivation and enthusiasm toward the mission of **LIKABLELOGIC** thrives, it is hoped that all meetings will be a success towards the goal of improving society.

ARTICLE VI - OFFICERS

6.01 Board Officers

The officers of the corporation shall consist of a president and treasurer if and when possible. It should be noted that the president has been accustomed to operating LIKABLELOGIC on his own for the first years of its existence. It will always have its president no matter what happens.

It should be noticed that the president and LIKABLELOGIC shall be open to advice, modification, improvements and additional projects that align with the goals and mission of LIKABLELOGIC.

AT time of the writing of these bylaws, 9/16/2026, the current officers and directors are:

Name	Title/Position	Address	Phone Number	Email Address
William Menke Thompson	Director / President	915 Bonnie Blue Drive Oxford, MS 38655	663 638 9716	wm.m.thompson@gmail.com
Timothy Tyrone Thompson	Chief Financial Officer	701 Rahling Road Apt 1311 Little Rock, AR 72223	901 359 8638	timt865@yahoo.com
Martin Joseph Barrett	Chief Operations Officer	7 Sidney Street Swoyersville, PA 18704	570 301 9186	eexpress@epix.net
Phillip Carr	Treasurer	1420 N. Lamar Blvd., Oxford, MS 38655	662 234-0703	pcarr@devoecarr.com

6.02 Duties

- **President:** Chief volunteer officer, chairs meetings.
- **Treasurer:** Manages finances, reports.

ARTICLE VII - COMMITTEES

7.01 Committees

The board may create standing and ad hoc committees as needed.

ARTICLE VIII - FINANCIAL MATTERS

8.01 Fiscal Year

The fiscal year shall be June 1 to May 31.

8.02 Checks, Drafts, Etc.

All checks and drafts shall be signed by such officers as the board designates.

8.03 Books and Records

The corporation shall keep correct and complete books and records of account, minutes of proceedings, and a register of members (if any), as required by Mississippi Code §79-11-283.

ARTICLE IX - INDEMNIFICATION

9.01 Indemnification

The corporation shall indemnify directors and officers against liabilities to the fullest extent permitted by the Mississippi Nonprofit Corporation Act.

ARTICLE X - AMENDMENTS

10.01 Amendments

These Bylaws may be amended by a two-thirds vote of the board at a meeting with prior notice.

CERTIFICATE OF ADOPTION OF BYLAWS

The undersigned certifies that I am the duly elected and acting Chairman of LIKABLELOGIC and that the foregoing Bylaws were duly adopted.

William M. Tyson 9/16/2026

President
Date: September 16, 2026