

AMENDMENT

BY-LAWS

MICHIGAN ASSOCIATION OF PROFESSIONAL LANDMEN

Reference is made to the existing By-Laws of the Michigan Association of Professional Landmen (MAPL) as referenced by a complete photocopy attached hereto.

Notice to present this Amendment, and a complete copy hereof, having been given to all MAPL Board Members prior to a Board of Directors Meeting held at 10:00 a.m. on February 18, 2010 at the Comfort Inn, Mt. Pleasant, Michigan, wherein The Board of Directors unanimously approved the proposal and approved a mailing to our membership body asking for their support before making a final decision.

Based on a special meeting held on March 15, 2010 to approve this Amendment presented at the MAPL Board of Directors meeting, and a majority vote by the MAPL Board Members in favor of approving this Amendment, the By-Laws of the MAPL are hereby Amended as provided for under Article XV and as further stated in this Amendment.

Article V, Membership, of the MAPL By-Laws shall be replaced in its entirety by the following:

ARTICLE V
MEMBERSHIP

1. Membership. The MAPL is organized as a non-stock corporation. Membership in MAPL shall be classified as follows:
 - (A) Active Membership in the MAPL shall be open to those individuals functioning as a land professional regularly engaged in landwork relating to the exploration development and production of oil and gas and other natural mineral and energy resources. An Active Member shall have a minimum of four years of landwork experience or a four year college degree and must be an Active Member in good standing of the American Association of Professional Landmen (AAPL). Once qualified as an Active Member of MAPL, eligibility shall not be affected by the member's location, classification of employment, or departmental assignment, as long as they remain an Active Member in good standing of the AAPL.
 - (B) General Membership in the MAPL shall be open to those individuals functioning as a land professional regularly engaged in landwork relating to the exploration development and production of oil and gas and other natural mineral and energy resources. A General Member shall have a minimum of two years experience as a land professional and the recommendation of at least two Active Members of the MAPL who know the applicant. Those individuals who are functioning as supervisors or managers of land professionals and engaged in landwork shall also be eligible for General Membership. Once qualified as a General Member, eligibility shall not be affected by the member's location, classification of employment, or departmental assignment. General members shall have all rights that an active member has except that of voting on matters pertaining in any manner to the relationship between MAPL and AAPL.
 - (C) Associate Membership in the MAPL shall be open to persons in the oil and gas industry who are directly and regularly engaged in or associated with petroleum landwork relating to oil, gas, mineral and/or energy industries. Associate members shall have all rights as an active and general member, except that of voting and holding office, membership on the Board of Directors or chairmanship of any committee.
2. It is provided, however, that all questions relating to and touching the qualifications for and maintenance of membership shall be finally determined by the Board of Directors.

Article VI, Membership Meetings, Number 8, Voting, of the MAPL By-Laws shall be replaced in its entirety by the following:

ARTICLE VI
MEMBERSHIP MEETINGS

8. Voting. Each Active and General MAPL member is entitled to one (1) vote on each matter submitted to a vote, unless otherwise provided in the Articles of Incorporation; however, only Active members may vote on matters pertaining in any manner to the relationship between MAPL and the AAPL. When an action, is to be taken by a vote of the MAPL membership, it shall be authorized by a majority of the votes cast by the members entitled to vote thereon, unless a greater plurality is required by the Articles of Incorporation or by the laws of the State of Michigan.

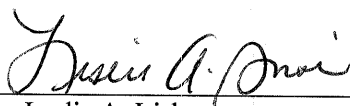
RESOLUTION

The undersigned Officers of the Michigan Association of Professional Landmen do hereby certify that this is a true and complete copy of the Amendment to the By-Laws of the Michigan Association of Professional Landmen as passed by majority vote of the Board of Directors of MAPL at a special meeting held March 15, 2010 at 12:50 p.m.

On a motion made, seconded, and carried by majority vote in favor of this Amendment, it was resolved that the Association approves this Amendment of the By-Laws of the Michigan Association of Professional Landmen as stated in this Amendment.

March 15, 2010

Michigan Association of Professional Landmen



By: Leslie A. Irish
Its: Vice-President



By: Tad D. Stuart
Its: Treasurer