

Section 6. Conflict of Interest: If any person who is a director or officer of the corporation is aware that the corporation is about to enter into any business transaction directly or indirectly with such person, any member of such person's family, or any entity in which such person has any legal, equitable or fiduciary interest or position, including without limitation as a director or officer, such person shall a) immediately inform those charged with approving the transaction on the behalf of the corporation of such person's interest or position, b) aid the person's charged with making the decision by disclosing any material facts within such person's knowledge that bear on the advisability of such transaction from the standpoint of the corporation and c) not be entitled to vote on the decision to enter into such transaction.