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**RESOLUTION OF THE LEGAL SERVICES CORPORATION
BOARD OF DIRECTORS: PUBLICATION IN THE FEDERAL
REGISTER OF PROPOSED AMENDMENT TO THE CORPORATION'S BY-LAWS**

WHEREAS, the Board of Directors of the Legal Services Corporation ("Corporation") has determined that the By-Laws of the Corporation, as purely internal procedural rules of the Corporation governing the Board of Directors and the officers and employees of the Corporation, are not among the promulgations subject to the notice and comment and/or publication requirement of the LSC Act; and

WHEREAS, the Operations and Regulations Committee of the Board has recommended to the Board of Directors that the By-Laws of the Corporation be amended to delete of subsection (d) of 45 C.F.R. Part 1601.45, the requirements of which are set out in the following paragraph; and

WHEREAS, Section 1601.45 of the Corporation By-Laws currently requires that, whenever feasible, a proposed amendment to the By-Laws be published in the Federal Register at least thirty days before the meeting at which an action to amend the By-Laws is taken and that interested parties be afforded a reasonable opportunity to comment thereon; and

WHEREAS, the Board of Directors is of the view that it is important and desirable to consider and act on this amendment promptly; and

WHEREAS, the next meeting of the Board of Directors is scheduled for May 14, 1994;

BE IT RESOLVED THAT it is not feasible to publish the proposed amendment to the By-Laws of the Corporation for the full thirty day period before the next scheduled meeting of the Board of Directors;

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BE IT FURTHER RESOLVED THAT the Board of Directors hereby directs the General Counsel to publish an appropriate notice in the Federal Register, setting out the proposed amendment to the Corporation's By-Laws as described herein.

Adopted by the Board of Directors
on:

April 16, 1994

Douglas S. Eakeley
Douglas S. Eakeley, Chair
Board of Directors

Patricia D. Batie
Patricia D. Batie
Corporate Secretary

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