

CERTIFICATE OF SECRETARY

The undersigned hereby certifies that she is the duly elected and acting Secretary of The William Glasser Institute, a California nonprofit public benefit corporation, and that the foregoing Amended and Restated Bylaws constitute a true and correct copy of the Bylaws of the corporation as in effect on this date.

SIGNED on 07-02-, 2012.

Carleen H. Glasser

CARLEEN H. GLASSER