

ARTICLE XI

FISCAL YEAR

The fiscal year of the Corporation shall be the calendar year.

ARTICLE XII

SEAL

The Seal of the Corporation shall be circular in form and contain the name of the Corporation, the words "Corporate Seal" and "New York" and the year the Corporation was formed in the center. The Corporation may use the seal by causing it or a facsimile to be affixed or impressed or reproduced in any manner.

ARTICLE XIII

CONFLICTS OF INTEREST

~~Section 13.01, Prohibition against Conflicts of Interest. Trustees and officers shall~~

have no potential or actual conflicts of interest, as defined in the Corporation's conflict of interest

Interest.

- (a) The Corporation will not enter into any "related party transaction" (as defined below) unless the transaction is determined by the Board to be fair, reasonable and in the Corporation's best interest. With respect to any such transaction in which a "related party" (as defined below) has a substantial financial interest, the Board or a committee of the Board will (i) prior to entering into the transaction

consider any available alternative transactions, (ii) approve the transaction by a vote of not less than a majority of the Trustees or committee members present at the meeting, and (iii) document contemporaneously in writing the basis for the Board or committee's approval, including its consideration of any alternatives. A "related party transaction" is a transaction, agreement or other arrangement in