

CERTIFICATE OF ADOPTION OF CORPORATE RESOLUTION AUTHORIZING TRANSFER OF SECURITIES

I, _____, in my official capacity, hereby certify: that I am an officer, namely
(NAME OF OFFICER)
_____ of _____
(TITLE OF OFFICER) (NAME OF CORPORATION)

a corporation duly organized and existing under the laws of _____; that a meeting of the
(STATE OF INCORPORATION)

_____ of this corporation, duly and regularly convened and held
(DESIGNATION OF GOVERNING BOARD OR COMMITTEE)

on the _____ day of _____, 20__, at which a quorum for the transaction of business was present and acting throughout, the following resolution was duly and regularly adopted, and is still in full force and effect, and appears as follows in the minutes of the meeting:

RESOLVED: that _____, _____, _____, _____
(NAME) (TITLE OR POSITION) (NAME) (TITLE OR POSITION)
_____, _____, _____, _____
(NAME) (TITLE OR POSITION) (NAME) (TITLE OR POSITION)
_____, _____, _____, _____
(NAME) (TITLE OR POSITION) (NAME) (TITLE OR POSITION)

of this corporation is/are hereby authorized to sell, assign, transfer and deliver stocks, bonds, evidences of interest and/or indebtedness, rights and options to acquire the same, and all other securities, corporate or otherwise, now or hereafter held by this corporation in its own right or in any fiduciary capacity, and to execute any and all instruments necessary proper or desirable for the purpose; further, that any past action in accordance herewith is hereby ratified and confirmed; and further, that any officer of this corporation is hereby authorized to certify this resolution to whom it may concern.

I/WE further certify that the foregoing resolution is not contrary to any provision in the charter or by-laws of this corporation, and that we have been duly authorized to make this certificate on behalf of this corporation.

(PRINT NAME) (SIGNATURE) (TITLE OR POSITION)

(PRINT NAME) (SIGNATURE) (TITLE OR POSITION)

TWO (2) OFFICERS ARE REQUIRED TO CERTIFY THIS RESOLUTION. IF ONLY ONE OFFICER EXISTS, THE MOST RECENT COPY OF THE ARTICLES OF INCORPORATION AS FILED IN THE ENTITY'S JURISDICTION IS ADDITIONALLY REQUIRED.