



ACCOUNT NUMBER  
\_\_\_\_\_

### Certification of Corporate Authorization

I, \_\_\_\_\_, being duly constituted Assistant Secretary/Secretary of \_\_\_\_\_, a corporation (or other entity) organized and existing under and by virtue of the Laws of the State of \_\_\_\_\_ (hereafter called the "Corporation") do hereby certify that the following is a true and complete copy of resolutions duly adopted at a meeting of the Board of Directors of this Corporation, duly called and held on \_\_\_\_\_, at which a quorum was present and voting; that said resolutions are still in force and effect and have not been rescinded; and that said resolutions are not in conflict with the Charter of By-Laws of this Corporation:

RESOLVED: That any of the following officers of this Corporation, with the exception of \_\_\_\_\_, be, and they hereby are, fully  
*(If none, so state)*  
authorized and empowered to transfer, convert, endorse, sell, assign, set over and deliver any and all shares of stock, bonds, debentures, notes, subscription warrants, stock purchase warrants, evidences of indebtedness, or other securities now or hereafter standing in the name of or owned by this Corporation, and to make, execute and deliver under the corporate seal of this Corporation or otherwise, and all written instruments of assignment and transfer necessary or proper to effectuate the authority hereby conferred.

FURTHER RESOLVED: That whenever there shall be annexed to any instrument of assignment and transfer, executed pursuant to and in accordance with the foregoing resolution, a certificate of the Secretary or an Assistant Secretary of this Corporation in office at the date of such certificate, and such certificate shall set forth these resolutions and shall state that these resolutions are in full force and effect, and shall also set forth the names of the persons who are then officers of this Corporation, then all persons to whom such instrument with the annexed certificate shall thereafter come, shall be entitled, without further inquiry or investigation and regardless of that date of such certificate, to assume and to act in reliance upon the assumption that the shares of stock or other securities named in such instrument were therefore duly and properly transferred, endorsed, sold, assigned, set over and delivered by this Corporation, and that with respect to such securities the authority of these resolutions and of such officers is still in full force and effect.

I further certify that the following is a true and correct list of the present officers of this Corporation:

\_\_\_\_\_  
President

\_\_\_\_\_  
Secretary

\_\_\_\_\_  
Sr. Vice-President

\_\_\_\_\_  
Treasurer

\_\_\_\_\_  
Vice-President

\_\_\_\_\_  
Assistant Secretary

\_\_\_\_\_  
Date

\_\_\_\_\_  
Signature of Assistant Secretary/Secretary

Corporate Seal

Signature Guaranteed