

**SECRETARY'S CERTIFICATE REGARDING**  
**CORPORATE RESOLUTION**

Account Number

\_\_\_\_\_

I hereby certify that I am the Secretary of \_\_\_\_\_, a corporation duly organized and existing under the laws of the State of \_\_\_\_\_, and that the following is a true copy of a resolution duly adopted by the Board of Directors of said corporation at a meeting held the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_, at which meeting a quorum was present and acting throughout, or by unanimous consent of the Board of Directors dated as the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_, and that such resolution has not been rescinded or modified and is in full force and effect:

RESOLVED, that the President, Vice President and the Treasurer of this Corporation, or any of such officers, he and they hereby are fully authorized and empowered to open a brokerage account, transfer, endorse, sell, assign, set over and deliver any and all shares of stocks, bonds, debentures, notes, evidences of indebtedness or other securities (including short sales) now or hereafter standing in the name of or owned by this Corporation, to purchase stocks, bonds, debentures, notes, evidences of indebtedness and other securities, on margin or otherwise and to make, execute, and deliver, under the corporate seal of this Corporation any and all written instruments necessary or proper to effectuate the authority hereby conferred.

I further certify that the authority thereby conferred is not inconsistent with the Charter or Bylaws of this Corporation and that the following is a true and correct list of the officers of this Corporation as of the present date and a record of the officers' signatures:

Name	Signature
President: _____	_____
Vice President: _____	_____
Secretary: _____	_____
Treasurer: _____	_____

IN WITNESS WHEREOF, I hereunto set my hand and the Seal of said Corporation this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_.

Corporate Seal

\_\_\_\_\_  
Secretary

**CORPORATE AUTHORIZATION TO TRADE**

To: Wilson-Davis & Co.  
P.O. Box 11587  
Salt Lake City, UT 84147

**BE IT RESOLVED:** That this corporation \_\_\_\_\_

\_\_\_\_\_

be, and it hereby is, authorized and empowered to open and maintain an account with WILSON-DAVIS & CO., hereinafter called the broker, for the purchase and sale of stocks, bonds or securities, and that any of the officers hereinafter named are authorized to give instructions, written or verbal, to the broker to buy or sell stocks, bonds, or securities, either for immediate or future delivery, and if he deems proper to secure payment therefor with property of this corporation; and he/she shall at all times have authority in every way to bind and obligate this corporation for the carrying out of any contract, arrangement or transaction which shall, for or on behalf of this corporation, be entered into or made with or through the broker.

The officer(s) herein referred to are named as follows, to wit:

- (1) \_\_\_\_\_
- (2) \_\_\_\_\_
- (3) \_\_\_\_\_

I, \_\_\_\_\_, Secretary of this corporation hereby certify that the foregoing is a full, true and correct copy of a resolution duly and regularly passed and adopted by the unanimous vote of the Board of Directors of said company at a meeting thereof duly called and held at the office of said corporation on the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_, at which meeting all directors were present and voting; that said resolution appears in the minutes of said meeting, and that the same has not been rescinded or modified and is now in full force and effect.

\_\_\_\_\_  
Secretary

Dated: \_\_\_\_\_

**CORPORATE AUTHORIZATION TO TRADE**

To: Wilson-Davis & Co.  
236 S. Main Street  
Salt Lake City, UT 84101

**Be It Resolved:** That this Corporation \_\_\_\_\_

Be, and it hereby is, authorized and empowered to open and maintain an account with Wilson-Davis & Co., hereinafter called the brokers, for the purchase and sale of stocks, bonds or securities, and that any of the officers hereinafter are named are authorized to give instructions, written or verbal, to the brokers to buy or sell stocks, bonds, or securities, either for immediate or future delivery, and if he deems proper to secure payment therefore with property of this corporation; and he shall at all times have authority in every way to bind and obligate this corporation for the carrying out of any contract, arrangement or transaction which shall, for or on behalf of this corporation, be entered into or made with or through the brokers.

The officer (s) herein referred to are named as follows, to wit:

- \_\_\_\_\_
- \_\_\_\_\_
- \_\_\_\_\_

I, \_\_\_\_\_, Secretary of this corporation hereby certify that the foregoing is a full, true and correct copy of a resolution duly and regularly passed and adopted by the meeting thereof duly called and held at the office of said corporation on the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_, at which resolution appears in the minutes of said meeting, and that the same has not been rescinded or modified and is now in full force and effect.

\_\_\_\_\_  
Secretary

\_\_\_\_\_  
Dated

Account Number \_\_\_\_\_

**Corporate Resolution and Certification of Sole Officer/Sole Director**

I, \_\_\_\_\_, hereby certify that I am the sole officer and sole director of \_\_\_\_\_, a corporation duly

organized and existing under the laws of the State of \_\_\_\_\_, that the laws of the said state expressly permit the same person to hold the offices of president, secretary and director of a corporation, and that I presently hold those offices of the corporation named above.

BE IT RESOLVED THAT: I am hereby authorized to sell, assign, and endorse for transfer, certification representing stocks, bonds, or other securities now registered and/or hereafter registered in the name of this corporation.

I HEREBY CERTIFY THAT: the foregoing is a true copy of a resolution duly adopted by the Board of Directors of said corporation at a meeting duly held the \_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_ at which a quorum was present and voting, and the same has not been repealed or amended, and remains in full force and effect and does not conflict with the by-laws of said corporation.

IN WITNESS WHEREOF, I have executed this **Resolution and Certification** this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_, understanding that **Wilson-Davis & Co., Inc.** will rely upon this **Resolution and Certification** in accepting documents executed by me in such dual capacities.

Corporate Seal

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Type or print name of signer

\_\_\_\_\_  
(Initials) I hereby certify that there is no corporate seal