

**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of the Board of Directors dated as the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_, and that such resolution has not been rescinded or modified and is in full force and effect: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