

CORPORATE BORROWING RESOLUTIONS

CORPORATION'S NAME		LENDER'S NAME AND ADDRESS	
CORPORATION'S ADDRESS			
STATE OF INCORPORATION	DATE OF MEETING	TAX I.D. NUMBER	

I HEREBY CERTIFY to the above named Financial Institution as of date set forth below: (1) that I am the duly elected and qualified Secretary or Assistant Secretary of the above named Corporation and the keeper of the records and corporate seal; (2) that the following is a true and correct copy of Resolutions duly adopted at a meeting of the Board of Directors of the Corporation at which a quorum was present, held at its offices on the date stated above, or otherwise duly adopted according to the laws of the state of incorporation of the Corporation; (3) that there is no provision in the Articles of Incorporation or By-laws of said Corporation limiting the power of the Board of Directors to pass the following Resolutions and that the same are in conformity with the provisions of the Articles of Incorporation and By-laws; and (4) that these Resolutions which are quoted below are now in full force and effect:

"RESOLVED that any (insert number required) _____ of the following officers (insert titles only) of this Corporation

or their successors in office be and they are hereby authorized on behalf of this Corporation to:

- a) Negotiate, procure, extend and renew loans up to an amount not exceeding (if there is no limit, so indicate) \$ _____ in the aggregate at any one time outstanding from the following named Financial Institution:

- b) Discount with the Financial Institution commercial or other business paper belonging to this Corporation, made or drawn by or upon third parties without limit as to amount, and with the endorsement of any one of the above named officers;
- c) Give security for any liabilities of this Corporation to the Financial Institution by pledge, assignment, security interest, mortgage or other lien upon any real or personal property, tangible or intangible, of this Corporation, including life insurance owned by this Corporation on the life of officers, employees or others;
- d) Execute in such form as may be required by the Financial Institution all notes and other evidences of such loans, all loan agreements, and all instruments of pledge, assignment or lien; and
- e) Execute and deliver such certificates, instruments, notices and documents as may be required from time to time by said Financial Institutions or as such officers may deem necessary, advisable or proper in order to carry out the obligations of this Corporation, of whatever kind or nature, to said Financial Institution."

"FURTHER RESOLVED, that these Resolutions and Authorizations shall continue in full force and effect until revoked or modified by resolution of this Board and official notice in writing of such change shall be given to the Financial Institution and acknowledged, and that all prior acts of and all documents and papers executed and/or delivered by any officials or individuals in exercising any of the above powers are hereby ratified, confirmed and approved."

"FURTHER RESOLVED, that the Financial Institution may consider the holders of the offices and their signatures respectively to be and continue to be as set forth in the Certificate of the Secretary of this Corporation accompanying a copy of this Resolution when delivered to the Financial Institution until notice to the contrary in writing is served on the Financial Institution and a subsequent Certificate setting forth the holders of the offices and their signatures shall be delivered to Financial Institution."

I HEREBY FURTHER CERTIFY that the following named persons have been duly elected to the offices set opposite their respective names, that they continue to hold these offices at the present time, and that the signatures appearing below are the genuine and original signatures of each respectively.

Title:	Signatures:
_____	_____
_____	_____
_____	_____
_____	_____

SIGNATURE OF CERTIFYING OFFICER

WITNESS my hand on this _____ day of _____

Signature

Title of Officer

Confirmed

This Certificate should be signed by the Secretary or other certifying officer. If Secretary or other certifying officer is authorized to act alone by the above resolutions the certification should be confirmed by another officer.