

CORPORATE AUTHORIZATION RESOLUTION

A. I, _____, certify that I am Secretary (clerk) of _____, a corporation organized under the laws of _____ Federal Employer I.D. Number _____, and that the following is a correct copy of resolutions adopted at a meeting of the Board of Directors of this corporation duly and properly called and held on _____, 20 _____. These resolutions appear in the minutes of this meeting and have not been rescinded or modified.

B. Be resolved that,

(1) _____ (hereinafter Financial Institution) is designated as a depository for the funds of this corporation.

(2) This resolution shall continue to have effect until express written notice of its rescission or modification has been received and recorded by this Financial Institution.

(3) All transactions, if any, with respect to any deposits, withdrawals, rediscounts and borrowings by or on behalf of this corporation with this Financial Institution prior to the adoption of this resolution are hereby ratified, approved and confirmed.

(4) Any of the persons named below, so long as they act in a representative capacity as agents of this corporation, are authorized to make any and all other contracts, agreements, stipulations and orders which they may deem advisable, from time to time with this Financial Institution, concerning funds deposited in this Financial Institution, moneys borrowed from this Financial Institution or any other business transacted by and between this corporation and this Financial Institution subject to any restrictions stated below.

(5) Any and all resolutions adopted by the Board of Directors of this corporation and certified to this Financial Institution as governing the operation of this corporation's account(s), are in full force and effect, unless supplemented or modified by this authorization.

(6) This corporation agrees to the terms and conditions of any account agreement, properly opened by any authorized representative(s) of this corporation, and authorize the Financial Institution named above, at any time, to charge this corporation for all checks, drafts, or other orders, for the payment of money, that are drawn on this Financial Institution, regardless of by whom or by what means the facsimile signature(s) may have been affixed so long as they resemble the facsimile signature specimens in section **C.** (or the facsimile signature specimens that this corporation files with this Financial Institution from time to time) and contain the required number of signatures for this purpose.

(7) Any of the persons named below, so long as they act in a representative capacity as agents of this corporation, be, and they hereby are, authorized and directed to execute wire transfer agreement to this Financial Institution, and to designate the authorized agents of this corporation for purposes of requesting wire transfers and related matters.

(8) Any of the persons named below, so long as they act in a representative capacity as agents of this corporation, be and hereby are authorized and directed to have full control of an access to the Safe Deposit Box, to remove and add to contents of the box, and to surrender the box and to release the Bank of all liability

C. If checked, any person listed below (subject to any restrictions indicated) is authorized to:

Name	Title	Signature	Facsimile Signature (if used)
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

- (1) Open any deposit or checking account(s) in the name of this corporation.
Number of authorized signatures required for this purpose _____.
- (2) Endorse checks and orders for the payment of money, withdraw funds on deposit and request wire transfers with this Financial Institution.
Number of authorized signatures required for this purpose _____.
- (3) Borrow money on behalf and in the name of this corporation, sign, execute and deliver promissory notes or other evidences of indebtedness
Number of authorized signatures required for this purpose _____.
- (4) Endorse, assign, transfer, mortgage or pledge bills receivable, warehouse receipts, bills of lading, stocks, bonds, real estate or other property now owned or hereafter owned or acquired by this corporation as security for sums borrowed, and to discount the same, unconditionally guarantee payment of all bills received, negotiated or discounted and to waive demand, presentment, protest, notice of protest and notice of non-payment.
Number of authorized signatures required for this purpose _____.
- (5) Enter into a **written lease** for the purpose of renting and maintaining a Safe Deposit Box in this Financial Institution.
Number of authorized persons required to gain access and to terminate the lease _____.

D. I further certify that the Board of Directors of this corporation has, and at the time of adoption of this resolution had, full power and lawful authority to adopt the foregoing resolutions and to confer the powers granted to the persons named who have full power and lawful authority to exercise the same and that this authorization revokes any prior authorization on file with this Financial Institution.

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In Witness Whereof, I have hereunto subscribed my name and affixed the seal of this corporation on

Attest by One Other Officer

Secretary