

RESOLUTION

BE IT RESOLVED that the transaction referred to below is approved, and that _____
the President and _____ the Secretary of this corporation be and they are hereby directed,
authorized and empowered to execute, acknowledge and deliver such documents, instruments and papers and perform such acts as
may be legally, properly and reasonably required or necessary for the purpose(s) of :

I, _____, Secretary of _____,
a corporation of the state of _____

CERTIFY that the foregoing is a true copy of a Resolution as it appears in the records of the corporation and as was duly and legally
adopted at a meeting of the Board of Directors of the corporation called for that purpose and held on _____
pursuant to and in accordance or rescinded, and is in full force and effect as of the date hereof.

Dated: _____

Secretary