

CORPORATE RESOLUTION

_____, (the "Company")
[Full name of Corporation]

On motion duly made and seconded, it was unanimously resolved that any representative of the Company acting in one of the following capacities, namely [PRINT TITLES] _____

are hereby authorized on behalf of the Company to accept, sell and convey, assign, transfer, or otherwise dispose of any or all shares, stocks, bonds, debentures and other securities of every description now or hereafter registered in the name of the Company or held or owned by the Company and to sign and execute on behalf of the Company all required instruments of acceptance and transfer and other documents whenever necessary or proper to effectuate the same with full power to appoint any attorney or attorneys with full power of substitution therein, and that any and all instruments of acceptance and transfer and other documents in connection therewith heretofore signed and executed on behalf of the Company in accordance with the authority set out above are hereby ratified and confirmed.

CERTIFICATE

I hereby certify that the foregoing is a true and correct copy of a Resolution duly passed at a meeting of the Directors of the Company, held on the _____ day of _____, 20____, and that the said Resolution is still in full force and effect. I further certify that the following is a list of the names, titles and specimen signatures of all Directors, Officers, and Employees of the Company authorized by this Resolution:

Name	Title	Specimen Signature

WITNESS my hand and seal of the Company this the _____ day of _____, 20_____.

Signature

Affix corporate seal (if no seal exists, certify below)

Name of Authorized Officer

NOTE: Certification must be completed and signed by an authorized signatory other than the one endorsing the securities for transfer.

I hereby certify that there is no corporate seal:

Signature

NOTE: This form cannot be used by (1) an incorporated company which has a sole officer and sole director, or (2) a sole proprietorship.