

Certification of Adoption of Corporate Resolution Authorizing Transfer of Securities

- Complete all sections, sign and return.

Account Number(s)

I,....., in my official capacity,
(Name of officer)

hereby certify: that I am an officer, namely.....
(Title of officer)

of....., a corporation duly organized and existing
(Name of Corporation)

under the laws of.....; that at a meeting of the.....
(State of Incorporation) (Designation of Governing

.....of this corporation, duly and regularly convened and held
Board of Financial Committee)

on the day of 20....., at which a quorum for the transaction of
business was present and acting throughout, the following resolution was duly and regularly adopted, and is still
in full force and effect, and appears as follows in the minutes of the meeting:

Resolved: that the of this corporation is hereby
authorized to sell assign and transfer stocks, bonds, evidences of interest, evidence of indebtedness and other
obligations, and all other securities, corporate or otherwise, now or hereafter held by this corporation in its own
right or in any fiduciary capacity, and to execute any and all instruments necessary, proper or desirable for the
purpose: further, that any past action in accordance herewith is hereby ratified and confirmed: and further, that
any officer of this corporation is hereby authorized to certify this resolution to whom it may concern.

I further certify that the foregoing resolution is not contrary to any provision in the charter of by-laws of
this corporation, thatnow is.....
(Name of Officer) (Title of Officer)

and.....now is.....of this
(Name of Officer) (Title of Officer)

corporation, and that I been duly authorized to make this certificate on behalf of this corporation.

In Witness Whereof, I hereunto set my hand and affix the seal of this corporation on
this.....day of20.....

.....
(Signature of Certifying Officer)

.....
(Title Certifying Officer)

(Corporate Seal)

Signature guaranteed:

1. The person certifying must be a corporation officer (not merely acting secretary of the meeting) and an officer other than the ones/s executing the assignment.
2. If the resolution is that of a committee, it must be accompanied by a certified copy of the by-law or resolution authorizing the committee to act.
3. If no seal, the certificate must so state.
4. The signature of the certifying officer must be guaranteed by a firm with membership in the New York Stock Exchange or by a bank or trust company with its principal office or with a correspondent in the City of New York.

- The following is an example of an acceptable form of resolution:
"Resolved that(Title of Officer/s) of this corporation is/are hereby authorized to sell assign and transfer (Specific description of securities, for example, 100 shares of Second Preferred Stock in the X Company represented by Certificate No. 12345 in the name of the A Corporation, OR general description, for example, stocks, bonds, evidences of interest, evidences of indebtedness and/or of other obligation, and all other securities, corporate or otherwise, now or hereafter held by this corporation in its own right or in any fiduciary capacity), and to execute any and all instruments necessary, proper or desirable for the purpose; further that any past action in accordance herewith is hereby ratified and confirmed; and further, that any officer of this corporation is hereby authorized to certify this resolution to whom it may concern."