COMPANY RESOLUTION

(To be adopted by all companies for the purpose of demonstrating that the person signing documents and forms filed with, or submitted to, the Division of Financial Institutions, Consumer Finance Section, has the company’s authority to sign on behalf of the company)

________________________________________

(Name of Company)

AT A MEETING OF ITS ___________________________ HELD AT ___________________________

(members, partners, managers, trustees or board of directors)

ON THE _______ DAY OF _________________, 20 ___, PURSUANT TO LAWFUL NOTICE OR WAIVER THEREOF, and at which meeting a quorum for the transaction of business was present, the following was duly adopted:

"BE IT RESOLVED, that ________________________________________________

(Name of Individual and Company Title)

or

______________________________________________

(Name of Individual and Company Title)

Of ____________________________

(Name of Company)

Be authorized and directed by the Company’s members, partners, managers, trustees or board of directors, to execute and submit filings and forms for, and all acts amendatory thereof and supplemental thereto, the Company, to the Division of Financial Institutions."

CERTIFICATION

The undersigned hereby certifies that he/she is the _____________ Secretary of ________________ ________________, a company organized and existing under the laws of the State of ________________; that the foregoing is a true and correct copy of a resolution duly adopted at a meeting of the members, partners, managers, trustees or board of directors of the company held on ______ day of _________________, 20 ___, at which meeting a quorum was at all times present and acting; that the passage of said resolution was in all respects legal; and, that said resolution is in full force and effect.

By ______________________________________________________________________

(Company Secretary – Signature)

Date _______________________________________________________________________

Company Seal

March 2007