

**Secretary's Certificate**

I, \_\_\_\_\_, the Corporate Secretary of \_\_\_\_\_ (the "Corporation") duly organized under the laws of \_\_\_\_\_ do hereby certify that I maintain complete and accurate minute books on behalf of the Corporation. I do further certify that any of those persons identified below, is authorized, in the name and on behalf of the Corporation, to enter into, complete and execute agreements, and to give instructions on behalf of the Corporation in writing or by telephone, facsimile transmission, telegram, teletype, electronic means, or otherwise, with respect to all transactions, including, but not limited to instructions to pay, deliver or transfer property or cash of the Corporation to any third party whatsoever.

I further certify that the following are officers of the Corporation elected or appointed until their successors are elected or appointed and that you shall be entitled to rely upon their continued incumbency and empowerment to act for the Corporation until you have been furnished with a duly certified notice to the contrary.

Name	Title	Signature	Telephone #
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

**IN WITNESS OF WHICH I have set my hand as Secretary (or other duly authorized officer) of the Corporation on this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_.**

X \_\_\_\_\_  
Signature