

**Certified Copy  
Resolution of Corporate Board**

I HEREBY CERTIFY That I am the \_\_\_\_\_ of \_\_\_\_\_, a corporation organized and existing under the laws of the State of \_\_\_\_\_, and the keeper of its records and corporate seal; that the following is a true and correct copy of resolution duly adopted at a meeting of its board of directors held in accordance with its by-laws at its office at \_\_\_\_\_, on \_\_\_\_\_, 20\_\_\_\_, at which meeting a quorum was present and voted on said resolution, and that the same is now in full force.

"BE IT RESOLVED, That:

(1) Comerica Bank ("Bank") is hereby designated as **Trustee//Custodian//Agent//Managing Agent//Investment Assistance.**  
(Circle One)

(2) Bank is hereby authorized, from time to time, to receive cash deposited with it by anyone on behalf of, or for the credit of this corporation ("Depositor") and, from time to time, in accordance with instructions, to invest, disburse or otherwise dispose of or treat any of such cash, the increase thereof, or any other property received in exchange or substitution therefor;

(3) Instructions of the Depositor under which such cash is at all times to be held or disposed of by Bank shall be signed by the persons holding the offices or positions indicated below, or their successors from time to time as follows:

By any one of the following:

\_\_\_\_\_  
(Signature)

\_\_\_\_\_  
(Name and Office or Position)

\_\_\_\_\_  
(Signature)

\_\_\_\_\_  
(Name and Office or Position)

\_\_\_\_\_  
(Signature)

\_\_\_\_\_  
(Name and Office or Position)

(4) Any person above named or his successor from time to time to his office or position is hereby authorized on behalf of Depositor to enter into contracts with Bank for the establishment and operation of one or more accounts with Bank and from time to time to provide Bank with specimen signatures of persons authorized to give instructions with respect to such accounts. For Wire Transfer Clients: Each individual named above, or on a separate authorized signers list, shall be considered "Authorized Initiators" and "Authorized Confirmers" of Payment Orders and other Wire Transfer Requests as defined in the applicable Wire Transfer Authorization and Security Procedures document. If the Security Procedure for Non-Repetitive Payment Orders with Call Back option is selected, a separate Authorized Initiator/Confirmer Verification Form will need to be completed by each individual above and returned to Comerica under separate cover.

(5) Until written notice to the contrary is duly serviced upon it, Bank may consider this resolution and the authority hereby granted to each of the above named persons and their successors in such offices or positions as continuing in force and effect;

(6) Whenever Bank shall be provided with a certificate signed by the \_\_\_\_\_ of Depositor to the effect that a person above named, or his successor, no longer holds the office or position named, that another person has been duly elected or appointed to such office or position, and that by virtue thereof such other person has authority to issue instructions in accordance with this resolution, then said certificate shall, as against Depositor, be conclusive evidence of the facts therein stated and thereafter Bank may comply with all instructions signed by such other person in the same manner as though such other person had been expressly named herein."

**Certificate of Secretary**

IN WITNESS WHEREOF, I have hereunto affixed my name as Secretary and have caused the corporate seal of said corporation to be hereto affixed on \_\_\_\_\_, 20 \_\_\_\_.

\_\_\_\_\_