CORPORATE RESOLUTION FOR BANKING

Legal Name of Corporation: 

Principal Place of Business: 

Place of Incorporation: 

RESOLVED:

1. That Citibank, N.A., its branches, subsidiaries and affiliates (the "Bank") be and hereby is designated a depository of the funds of this Corporation ("Corporation"); and

   (If officer(s), designate office(s) only, for example: President, Treasurer, etc.; if person(s) other than officer(s), insert name(s)).

   (If two or more are designated, indicate number of signatures required to conduct transactions. If nothing indicated, one will be required.)

   is/are hereby authorized (i) to open and close accounts in the name of this Corporation, (ii) to execute and deliver agreements for Bank products and services, electronic banking, or other agreements relative to financial and banking transactions, including wire transfers, or which may establish special authorizations and limitations pertaining to the accounts different from the authorizations and limitations contained herein and to change such special authorizations and limitations from time to time, (iii) to sign for and on the behalf of this Corporation, any and all checks, drafts or other orders with respect to any funds at any time to the credit of this Corporation with the Bank and/or against any account(s) of this Corporation maintained at any time with the Bank, inclusive of any such checks, drafts, or other orders in favor of any of the above-designated officer(s) and/or other person(s), even if such checks, drafts or other orders create an overdraft on any account(s) of the Corporation and (iv) to make withdrawals at any time of any such funds or from any such account(s) by any other means authorized by the Bank, including (without limitation) a debit card, a credit card, a terminal or other device or facility providing access to any such funds or account(s) even if such withdrawals create an overdraft on any account(s) of the Corporation; and that the Bank be and hereby is authorized (a) to open and close such accounts for this Corporation; (b) to pay such checks, drafts or orders, and honor such withdrawals, by debiting any account(s) of this Corporation then maintained with it whether or not any of the foregoing creates an overdraft in any account of the Corporation; (c) to receive for deposit to the credit of this Corporation, and/or for collection for the account of this Corporation, any and all checks, drafts, notes or other instruments for the payment of money, whether or not endorsed by this Corporation, which may be submitted to it for such deposit and/or collection, it being understood that each such item shall be deemed to have been unqualifiedly endorsed by this Corporation; and (d) to receive, as the act of this Corporation, any and all stop-payment instructions with respect to any such checks, drafts, or other orders as aforesaid and reconcilement(s) of account when given by any one or more of the officer(s) and/or other person(s) as herein before designated. The authorization provided in (i) and (ii) may be performed electronically, and the digital signature of a person authorized above will be binding on the Corporation.

2. That

   (If officer(s) designate office(s) only, for example: President, Treasurer, etc.; if person(s) other than officer(s), insert name(s)).

   (If two or more are designated, indicate number of signatures required to conduct transactions. If nothing indicated, one will be required.)

   is/are hereby authorized to conduct all transactions as described in Paragraph 1 and in addition are authorized to designate additional persons or entities authorized to conduct transactions as described in Paragraph 1.

3. That any and all withdrawals of money and/or other transactions heretofore had on behalf of this Corporation with the Bank are hereby ratified, confirmed and approved, and that the Bank (and any interested third party) may rely upon the authority conferred by this entire resolution unless, and except to the extent that, this resolution shall be revoked or modified by any subsequent resolution of the Board, and until a certified copy of such subsequent resolution has been received by the Bank and the Bank has had a reasonable opportunity to act thereon.

4. That (i) the Bank is further authorized to honor each check, draft or other order of payment of money (and "Item") drawn in the name of this Corporation, including Items payable to the order of any person authorized to sign on behalf of this Corporation, when bearing or purporting to bear any of the facsimile or printed signatures appearing on a Bank signature card for this Corporation, regardless of by whom or by what means the actual or purported signature may have been affixed thereto or printed thereon and
(ii) all previous authorizations for the signing and honoring of items are hereby ratified and continued in full force effect as amplified hereby.

5. That the Secretary or/and Assistant Secretary or any other officer of this Corporation be/are and hereby is/are authorized and directed to certify to the Bank the names of the present officers of this Corporation and other persons authorized to sign for it, and the offices respectively held by them, together with specimens of their signatures and from time to time as changes in such personnel are made, immediately to certify such changes to the Bank, and the Bank shall be fully protected in relying on such certifications.

That the Secretary or an Assistant Secretary or any other officer of this Corporation be and hereby is authorized and directed to certify to the Bank that this resolution has been duly adopted, is in full force and effect and is in accordance with the provisions of the charter.

6. That this Corporation acknowledges and agrees that accounts are subject to the Bank's terms and conditions for accounts, as same may be amended from time to time.

VERIFICATION:

We, the undersigned, Director and/or Secretary and/or Assistant Secretary and/or any other officer as set forth in Paragraphs 1 and 2 above of the above named Corporation as indicated below, which is duly organized and existing under the laws of ____________________________ and having its principal place of business at the above address, hereby CERTIFY that the above is a true copy of a certain resolution duly adopted by the Board of Directors of the said Corporation in accordance with its constitutive documents, and not subsequently rescinded or modified.

IN WITNESS WHEREOF, we have this day hereunto subscribed our names duly authorized to do so.

Attest: ____________________________  Name: ____________________________  Secretary/Assistant Secretary/Officer

Title: ____________________________  Date: ____________________________

Attesting Officer