

Certification of Limited Liability Company Authorization to Transfer

The undersigned members of _____, a duly organized Limited Liability Company (LLC), organized and existing under and by virtue of the Laws of the State of _____, certify that the following is a true and completed copy of resolutions duly adopted at a meeting of the members of this LLC, duly called and held on _____, at which a quorum was present and voting, that said resolutions are still in full force and effect and have not been rescinded; and that said resolutions are not in conflict with the Charter or By-Laws of this LLC:

RESOLVED: That the following member(s) of this LLC is hereby fully authorized and empowered to transfer, convert, endorse, sell, assign, set over and deliver any and all shares of stock, bonds, debentures, notes, subscription warrants, stock purchase warrants evidences of indebtedness or other securities now or hereafter standing in the name of or owned by this LLC, and to make, execute and deliver, any and all written instruments of assignment and transfer necessary or proper to effectuate the authority hereby conferred:

Name	Title (if any)	Signature
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

FURTHER RESOLVED: That this authorization is binding on the undersigned and the LLC and for their respective successors and assigns, and is also a continuing one and shall remain in full force and effect until revoked by the undersigned, or their respective successors, and assigned by a written notice addressed to Manhattan Transfer Registrar Co. 38B Sheep Pasture Rd. Port Jefferson, NY 11777. In the event any of the undersigned cease to be members of the LLC, MTR is authorized to continue to treat such person as a member for all purposes, and as bound by this authorization until such time as one of the undersigned, or such person's representative, delivers a written notice to MTR at the address set forth above, to the effect that such person has ceased to be a member and will no longer be bound by this authorization. It is further agreed that, in the event any of the undersigned cease to be a member of the LLC, the remaining member(s) will immediately cause you to be notified of such fact.

The LLC and its Members or Managing Members further irrevocably undertake and agrees that Manhattan Transfer Registrar Co. may rely on the actions authorized, authority granted and representations made in the foregoing resolutions until such time and the LLC notifies Manhattan Transfer Registrar Co. in writing that said resolutions have been modified, amended and/or revoked.