

# Corporate Resolution

Resolution of \_\_\_\_\_  
(full name of Corporation)

On motion duly made and seconded, it was unanimously resolved that:

\_\_\_\_\_  
(please print the appropriate names / titles)

be and they are hereby authorized on behalf of the Company to accept, sell and convey, assign, transfer, or otherwise dispose of all or any shares, stocks, bonds, debentures, debenture stock and other securities of every description now or hereafter registered in the name of the Company or held or owned by the Company and to sign and execute on behalf of the Company all and any instruments of acceptance and transfer and other documents whenever necessary or proper to effectuate the same with full power to appoint any attorney or attorneys with full power of substitution therein, and that any and all instruments of acceptance and transfer and other documents in connection therewith heretofore signed and executed on behalf of the Company in accordance with the authority set out above are hereby ratified and confirmed.

## Certificate

I, the undersigned, Secretary of \_\_\_\_\_  
(full name of Corporation)

incorporated under the laws of the Province / State of \_\_\_\_\_ hereby certify that the foregoing is a true and correct copy of a Resolution duly passed at a meeting of the Directors of said Company on the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_ and that the said Resolution is still in full force and effect and does not conflict with the by laws of said Company. I further certify that the following is a list together with specimen signatures of all Directors, officers and employees of the Company authorized by this Resolution:

Print name	Title	Specimen of signature

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_\_.

\_\_\_\_\_  
**Secretary** print and sign name  
Affix Corporate Seal (if no seal exists, certify below)

I hereby certify that there is no corporate seal.

\_\_\_\_\_  
**Secretary** sign name

### Notes:

1. The Secretary who certified the Resolution **must** be an officer OTHER THAN the person(s) authorized to execute the assignment for the securities.
2. This form cannot be used by:
  - an incorporated company which only has a sole officer and sole director
  - sole proprietorship