

Resolution of Sole Director

The undersigned, being the sole director of _____
("the Corporation"), hereby resolves to sell, assign and transfer _____ holdings of the
_____ of _____,
(indicate class) (indicate name of Issuer)

represented by certificate number(s) _____, registered in the name of the Corporation, and, for the purposes hereof, the undersigned, being the sole officer of the Corporation, is hereby authorized to execute on behalf of the Corporation all such conveyances, transfers and other documents, to affix the corporate seal of the Corporation and to do all things necessary to give effect to this resolution.

The undersigned, President of the Corporation, hereby certifies that:

1. The foregoing is a true copy of a resolution of the sole direction of the Corporation adopted on _____, and that the resolution is still in full force and effect, unamended, and
2. The undersigned is the sole director and officer of the Corporation on the date indicated below.

Signed at _____ on this _____ day of _____, 20_____.

President print and sign name

Affix Corporate Seal (if no seal exists, certify below)

I hereby certify that there is **no** corporate seal.

President sign name

We, the undersigned, by our duly authorized officer(s), do hereby certify that the signature of the President of the Corporation appearing herein above is that of the sole director and officer of the Corporation.

Space for guarantees of signatures (below)	<p>Per: _____ Name: Title:</p> <p>Per: _____ Name: Title:</p>
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Note: The above certification must be completed along with a guarantee by a major Canadian Schedule I chartered bank, a major trust company in Canada or a member of an acceptable Medallion Signature Guarantee Program (STAMP, SEMP, MSP). The Guarantor must affix a stamp bearing the actual words "Signature Guaranteed".

In the USA, signature guarantees must be done by members of a "Medallion Signature Guarantee Program only".

Please note, signature guarantees are not accepted from Treasury Branches, Credit Unions or Caisse Populaires unless they are members of the Stamp Medallion Program.