

RESOLUTION OF THE BOARD OF DIRECTORS

OF

A _____ CORPORATION

I / WE being ALL / MAJORITY of the Board of Directors of _____, A _____ corporation, having met and discussed the business herein and set forth, have UNANIMOUSLY / WITH A MAJORITY VOTE:

RESOLVED, that the Board of Directors be and they hereby are authorized to issue the capital stock of this Corporation to the full amount or number of shares authorized by the Articles of Incorporation, in such amounts and proportion as from time to time shall be determined by the Board of Directors, and to accept in full or in part payment thereof such cash, property or services as the Board of Directors may determine shall be good and sufficient consideration and necessary for the business of the Corporation.

DATED AT _____.

THIS _____ DAY OF _____, _____.

Director in Toto

OR

Director

Director