



Resolution for Bond of Indemnity / Certificate of Secretary

I, \_\_\_\_\_, Secretary of \_\_\_\_\_, a corporation duly organized and existing under the laws of the State of \_\_\_\_\_ hereby certify that the following is a true and correct extract from the minutes of a meeting of the Board of Directors duly called and held on the \_\_\_\_\_ day of \_\_\_\_\_, at which a quorum was present and voting throughout:

“Whereas, Corporate Stock Transfer, Inc., a Transfer Agent (hereinafter called the “Transfer Agent”), for the following described stock of this corporation:

Par Value

Class

may be called upon from time to time to issue replacements for certificates of such stock which have been reported lost, destroyed, mutilated, or stolen, and the Transfer Agent may be called upon from time to time to transfer such stock registered in the names of decedents whose estates are not to be administered under the jurisdiction of a court; and

“Whereas, from time to time it may become necessary and appropriate for the Transfer Agent to proceed with the replacement of lost, destroyed, mutilated or stolen stock certificates outside of its arrangement with the Surety Company, now therefore, be it

“Resolved, that in case application shall be made to the Transfer Agent for the replacement of certificates of any of the above-described stock of this corporation which have been reported lost, destroyed, mutilated or stolen, or in case application be made to the Transfer Agent for the transfer of such stock registered in the name of a decedent whose estate is not to be administered under the jurisdiction of a court, the Transfer Agent is authorized to proceed with such replacement and/or transfer, and the Registrar for such stock, is authorized to register the newly issued certificates, all without further authority from this Board, upon the condition that a properly executed copy of the applicable Exhibit or Exhibits called for by the Bond Shall have been filed with this corporation; and

“Further resolved, that the Transfer Agent is hereby authorized to issue, and the Registrar to register stock certificates to replace those which may be lost, destroyed, mutilated, or stolen upon being furnished with a proof of such loss, destruction, mutilation, or theft and indemnity satisfactory to the in a form other than that provided by the Surety Company, which indemnity shall include this corporation as an obligee; and

“Further resolved, that these resolutions shall remain in full force and effect until written notice fo revocation thereof has been given by this corporation to the Transfer Agent and to the Registrar.”

President/Secretary \_\_\_\_\_