



CORPORATE RESOLUTION

Name of Company: _____

Located at: _____

Incorporated under the Companies Act: _____

I, the undersigned, hereby certify that I am the Secretary of the above named Company (hereafter called 'this Company'); that the following is a true copy of resolutions duly adopted by the Board of Directors of this Company at a meeting duly held on the ____ day of _____ at which a quorum was present, and that such resolutions have not been rescinded or modified and are now of full force and effect:

*RESOLVED. That CITIZENS BANK GUYANA INC.

located at _____, (hereafter called "Citizens) is hereby designated as a depository of this Company and that a chequing or deposit account be opened and maintained in the name of this Company with said Citizens and that all cheques, drafts, and other orders for the payment of money from said account shall be signed by the _____

(Insert title of officer or employees)

and any one of such persons is authorized to endorse all notes, drafts, cheques, bills, certificates of deposit or other items payable to or owned or held by this Company for deposit in said account, or for collection or discount by said Citizens, and to accept drafts and other items payable at said Citizens and to waive protest of any cheques, note, bill or other item made, drawn or endorsed by or to the order of the Company.

"FURTHER RESOLVED that any Officer of this Company is hereby authorized and directed to enter into a deposit agreement with Citizens on terms and conditions satisfactory to Citizens.

" FURTHER RESOLVED that Citizens is hereby directed to accept and pay without further inquiry and note, draft or cheques against said account bearing the signature or signatures of authorized persons even though drawn or endorsed to the order of any person signing the same or tendered by such person for encashing or in payment of the individual obligation of such person or for deposit to his personal account, and Citizens shall not be required or be under any obligation to inquire as to the circumstances of the issue or use of any item signed in accordance with the foregoing resolution, or the application or disposition of such item or the proceeds thereof.

"FURTHER REOLVED that all notes and other evidences of debt of this Company to Citizens shall be signed by the

(Insert title of officer of officers)

and that any one of such officers is authorized on behalf of this company to make loans from said Citizens from time to time for credit to he account of this Company or for other uses, evidencing the obligation of this Company to repay such loans by signing note as authorized herein, and to convey to and hypothecate or pledge with said Citizens such property and collateral securities owned or held by this company as may be required by said Citizens for such loans.

“FURTHER RESOLVED that as and when in the opinion of its _____

(Insert title of officer or officers)

the needs of this company require that a safety deposit box be rented from said Citizens, said officer is authorized and directed to enter into a safe deposit box rental agreement with Citizens on terms and conditions satisfactory to Citizens and said officer is authorized to designate who shall have the right to enter said safe deposit box.

“FURTHER RESOLVED that the Secretary shall certify to Citizens the names and signatures of those authorized to act by the foregoing resolutions, and he shall from time to time hereafter, as changes in the identity of such persons take place, immediately report and furnish such changes of name and signature to Citizens and Citizens shall be fully protected in relying upon such certifications of the Secretary and shall be indemnified and saved harmless from any claims, demands, expenses, loss or damage resulting from or growing out of honouring the signature of any person so certified or for refusing to honor any signature not so certified.

“FURTHER RESOLVED that the foregoing resolutions shall remain in force and effect until written notice of their amendment or recession shall have been received by Citizens and that receipt of such notice shall not affect any action taken by Citizens prior thereto; and

“FURTHER RESOLVED that the Secretary be, and he/she hereby is authorized and directed to certify to said Citizens the foregoing resolutions and that the provisions thereof are in conformity with the Memorandum and Articles of Association of this Company:

I further certify that there is no provision in the Memorandum and Articles of Association of this Company limiting the power of the Board of Directors to pass the foregoing resolutions and that the same are in conformity with the provisions of said Memorandum and Articles of Association .

I further certify that the following are the names and signatures of those persons authorized to act by the foregoing resolutions

Name	Title	Signature
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

INWITNESS WHEREOF, I have hereunto ascribed my name and affixed the seal of this Company,

This _____ day of _____, _____

(SEAL)

Secretary