

Corporate Resolution and Certificate of Incumbency (Borrowing)

Corporation duly organized and existing under the laws of "Corporation"); that the following is a true and correct copy of certain resolutions duly adopted by the Board of Directors of said Corporation at a meeting duly held on the	I, the undersigned, hereby certify that I am	the	and custodian of the records of (legal name of corporation), a
"Corporation"): that the following is a true and correct copy of certain resolutions duly adopted by the Board of Directors of said Corporation at a meeting duly held on the	corporation duly organized and existing un	der the laws of	
and that the following resolutions are in conformity with the charter and by-laws of said Corporation and have not since been resonded or modifice. Title	"Corporation"); that the following is a true a	and correct copy of certain resolution	ons duly adopted by the Board of Directors of said Corporation at a
Title			ws of said Corporation and have not since been rescinded or modified.
Title	RESOLVED, that any	(number required) of the follow	ring corporate officers:
Title	Title		
Title			
be and are hereby authorized on behalf of the Corporation from time to time to borrow money, obtain credit and procure loans and leases from any bank, corporation and other entity, whether now existing or hereafter organized, of which at least a majority of the stock or other ownership interests is at any time directly or indirectly owned reheralter organized, of which at least a majority of the stock or other ownership interests is alt any time directly or indirectly owned or controlled by SunTrust Banks, inc. (such banks, corporations and other entities are hereinafter individually and collectively referred to as "Bank"), witch time to any onther any time in the second control of the sunth of the corporation as security for the payment and performance of any and all indebtedness, liabilities and obligations of the Corporation to said Bank, whether in the usual course of business or otherwise; to enter into any other agreement with Bank in regard to commercial banking transactions including initiating and authorizing wire transfers; and, in furtherance of and in connection with the foregoing, to make, execute and deliver in the name of and on behalf of this Corporation, under its corporates seal or otherwise, such agreements, documents or instruments deemed reasonable or necessary. RESOLVED FURTHER, that all actions heretofore taken by the officer or officers named herein in obtaining loans, leases or credits on behalf of this Corporation and in the exercise of the authority and powers herein granted are hereby ratified, adopted and confirmed; and that Bank is hereby authorized and directed to pay the proceeds of any such loans, leases or credits as directed by said officers, whether for payment or credit to the account of this Corporation with Bank or with another financial institution, or to such officer, any third person, or otherwise; and RESOLVED FURTHER, that the custodian of the records of this Corporation is authorized and directed to furnish said Bank a certified copy of these resolutions, which res			
be and are hereby authorized on behalf of the Corporation from time to time to borrow money, obtain credit and procure loans and leases from any bank, corporation and other entity, whether now existing or hereafter organized, of which at least a majority of the stock or other ownership interests is at any time directly or indirectly owned or controlled by SunTrust Banks, Inc. or any successor in interest to SunTrust Banks, Inc. (such banks, corporations and other entities are hereinafter individually and collectively referred to as "Bank"), without limit as to amount; to sell or discount any notes, bills or accounts, acceptances or any other instruments to Bank; to assign, pledge, convey, transfer, mortgage or otherwise create a lien upon any real and/or personal property of this Corporation as security for the payment and performance of any and all indebtedness, liabilities and obligations of the Corporation to said Bank, whether in the usual course of business or otherwise, to enter into any other agreement with Bank in regard to commercial banking transactions including initiating and authorizing wire transfers; and, in furtherance of and in connection with the foregoing, to make, execute and deliver in the name of and on needs and this Corporation, under its corporate seal or otherwise, such agreements, documents or instruments deemed reasonable or necessary; RESOLVED FURTHER, that all actions heretofore taken by the officer or officers named herein in obtaining loans, leases or credits on behalf of this Corporation and in the exercise of the authority and powers herein granted are hereby ralified, adopted and confirmed; and that Bank is hereby authorized and directed to pay the proceeds of any such loans, leases or credits as directed by said officers, whether for payment or credit to the account of this Corporation with Bank or with another financial institution, or to such officers, whether for payment or credit to the account of this Corporation with Bank or experiments. RESOLVED FURTHER, that the cus	Title		
be and are hereby authorized on behalf of the Corporation from time to time to borrow money, obtain credit and procure loans and leases from any bank, corporation and other entity, whether now existing or hereafter organized, of which at least a majority of the stock or other ownership interests is at any time directly or indirectly owned or controlled by SunTrust Banks, Inc. or any successor in interest to SunTrust Banks, Inc. (such banks, corporations and other entities are hereinafter individually and collectively referred to as "Bank"), without limit as to amount; to sell or discount any notes, bills or accounts, acceptances or any other instruments to Bank; to assign, pledge, convey, transfer, mortgage or otherwise create a lieu upon any real and/or personal property of this Corporation as such a performance of any and all indebtedness, liabilities and obligations of the Corporation to said Bank, whether in the usual course of business or otherwise; to enter into any other agreement with Bank in regard to commercial banking transactions including initiating and authorizing wire transfers; and, in furtherance of and in connection with the foregoing, to make, execute and deliver in the name of and on behalf of this Corporation, under its corporate seal or otherwise, such agreements, documents or instruments deemed reasonable or necessary. **RESOLVED FURTHER**, that all actions heretofore taken by the officer or officers named herein in obtaining loans, leases or credits on behalf of this Corporation and in the exercise of the authority and powers herein granted are hereby ratified, adopted and confirmed; and that Bank is hereby authorized and directed to pay the proceeds of any such loans, leases or credits as directed and that Bank is hereby authorized and directed to pay the proceeds of any such loans, leases or credits as directed to furnish said Bank a certified copy of these resolutions, which resolutions shall continue in full force and effect until written notice of the recision or modification of th			
from any bank, corporation and other entity, whether now existing or hereafter organized, of which at least a majority of the stock or other ownership interests is at any time directly or indirectly owned or controlled by SunTrust Banks, Inc. or any success in interest to SunTrust Banks, Inc. (such banks, corporations and other entities are hereinafter individually and collectively referred to as "Bank"), without limit as to amount; to sell or discount any notes, bills or accounts, acceptances or any other instruments to Bank; to assign, pledge, convey, transfer, mortgage or otherwise create a lieu upon any real and/or personal property of this Corporation as sections including initiating and performance of any and all indebtedness, liabilities and obligations of the Corporation to said Bank, whether in the usual course of business or otherwise, to enter into any other agreement with Bank in regard to commercial banking transactions including initiating and authorizing wire transfers; and, in furtherance of and in connection with the foregoing, to make, execute and deliver in the name of and on behalf of this Corporation, under its corporate seal or otherwise, such agreements, documents or instruments deemed reasonable or necessary; **RESOLVED FURTHER**, that all actions heretofore taken by the officer or officers named herein in obtaining loans, leases or credits on behalf of this Corporation and in the exercise of the authority and powers herein granted are hereby ratified, adopted and confirmed; and that Bank is hereby authorized and directed to pay the proceeded of any such loans, leases or credits as directed and confirmed; and that Bank is hereby authorized and directed to pay the proceeded of any such loans, leases or credits as directed and confirmed; and that Bank is hereby authorized and directed to furnish said Bank the names and specimen signature or the officer(s) listed in the foregoing resolutions and that each presently holds the title indicated and has full authority for all acts noted herein.	Title		
RESOLVED FURTHER, that the custodian of the records of this Corporation is authorized and directed to furnish said Bank a certified copy of these resolutions, which resolutions shall continue in full force and effect until written notice of the recision or modification of the same has been received by Bank, and to furnish said Bank the names and specimen signatures of the officer(s) named herein, and such persons from time to time holding the above positions, herewith and/or on Bank's usual form of signature card. I hereby certify that the following are names and specimen signatures of the officer(s) listed in the foregoing resolutions and that each presently holds the title indicated and has full authority for all acts noted herein. Name Title Signature	authorizing wire transfers; and, in furt behalf of this Corporation, under its necessary; RESOLVED FURTHER, that all action behalf of this Corporation and in the that Bank is hereby authorized and d	cherance of and in connection with corporate seal or otherwise, such ons heretofore taken by the officer exercise of the authority and power irected to pay the proceeds of any	the foregoing, to make, execute and deliver in the name of and on the agreements, documents or instruments deemed reasonable or or officers named herein in obtaining loans, leases or credits on the ers herein granted are hereby ratified, adopted and confirmed; and or such loans, leases or credits as directed by said officers, whether
Name Title Signature Name Title Signature Signature Name Name Title Signature Name Name Title Signature Name Name Name Title Name Name Name Name	person, or otherwise; and RESOLVED FURTHER, that the cus copy of these resolutions, which reso same has been received by Bank, ar	stodian of the records of this Corp plutions shall continue in full force and to furnish said Bank the names	poration is authorized and directed to furnish said Bank a certified and effect until written notice of the recision or modification of the and specimen signatures of the officer(s) named herein, and such
Name Title Signature Name Title Signature Signature Name Title Signature Name Title Signature Signature Name Title Signature Name Name Title Signature Name Name Title Signature Name			officer(s) listed in the foregoing resolutions and that each presently
Name Title Signature	Name	Title	Signature
Name Title Signature Name Title Signature Name Title Signature IN WITNESS WHEREOF I have hereunto subscribed my name and affixed the seal of said Corporation this day of,	Name	Title	Signature
Name Title Signature Name Title Signature IN WITNESS WHEREOF I have hereunto subscribed my name and affixed the seal of said Corporation this day of,	Name	Title	Signature
Name Title Signature In with the seal of said Corporation this day of ,	Name	Title	Signature
IN WITNESS WHEREOF I have hereunto subscribed my name and affixed the seal of said Corporation this day of,	Name	Title	Signature
	Name	Title	Signature
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Corporate Seal			
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Title	•		Fitle