

CERTIFICATE OF INCUMBENCY

To: **Presidents Stock Transfer, Inc**

The undersigned, _____, Secretary of _____ (the "Company"), hereby certifies that the persons named below do hold the position set forth opposite his or her names with the Company, that the signature appearing opposite each such person's name is the true signature of such person, and that the following instructions are given to Presidents Stock Transfer in accordance with the current corporate by-laws of the Company.

This constitutes Presidents Stock Transfer full authority and order to accept and act upon any directions and orders which may be given to you by any two of the persons named below (or by any one of the persons name if acting alone), whom are (is) authorized without any reserve or condition of any kind to represent the Company in all respects and for all purposes and to execute on behalf and in the name of the Company any certificate, confirmation, direction, order, agreement or other document.

<u>Name</u>	<u>Title</u>	<u>Signature</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

This document replaces and supersedes any prior authorization, power of attorney or certification; it will remain in effect and fully binding upon the Company **for the next 12 months* or until such earlier time** as written notice to the contrary is filed with and delivered to Presidents Stock Transfer.

The power to represent the Company as above provided may not be further delegated.

Made in _____, this _____ day of _____, 201__

Signed by: _____
Corporate Secretary



I, the undersigned _____, President of the Company, hereby certify that _____ is the Secretary of the Company and that the signature opposite his or her name is his or her true signature.

Made in _____, this _____ day of _____, 201__

Signed by: _____
President

***Note:** any change in directors, authorized signatories, or change in the persons named on the current Company's Certificate of Incumbency will require a new Certificate of Incumbency to be delivered to Presidents Stock Transfer.

<On Issuer's letterhead>

<Date>

(Original signed letter is required by mail or courier)

Presidents Stock Transfer

<Transfer Agent branch address>

**Re: <Name of Issuer> (the "Company")
 Certificate of Incumbency still in effect after 12 months**

Dear Sir/Madam:

As Secretary of _____ (the "Company"), I hereby certify that the persons named on the Company's Certificate of Incumbency dated and signed on <Date> (the original date of signature) are still holding the position set forth opposite his or her name with the Company.

Therefore, I hereby confirm that the said Certificate of Incumbency is still in effect and that it will remain in effect and fully binding upon the Company **for the next 12 months.***

Sincerely,

Signed by: _____
 Corporate Secretary
 (Authorized signature only)

****Note: any change in directors, authorized signatories, or change in the persons named on the current Company's Certificate of Incumbency will require a new Certificate of Incumbency to be delivered to Presidents Stock Transfer***