

MEGA INTERNATIONAL COMMERCIAL BANK (CANADA)

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NAME OF CORPORATION \_\_\_\_\_  
RESOLVED:

1. THAT Mega International Commercial Bank (Canada), (the "Bank") is hereby appointed the banker of the Corporation.
2. THAT \_\_\_\_\_  
or any \_\_\_\_\_ of them, is /are hereby authorized for and on behalf of the corporation from time to time:
  - (a) to make, sign, draw, accept, endorse, negotiate, lodge, deposit or transfer all or any cheques, promissory notes, drafts, acceptances, bills of exchange, orders for the payment of money, contracts for letters of credit and forward exchange, whether or not and overdraft is thereby created in any account of the Corporation; also to execute any authority to any officer of the Bank to accept and/or pay all or any drafts, bills of exchange or promissory notes on behalf of the Corporation; also to execute receipts for any orders relating to any property of the Corporation held by or on behalf of the Bank;
  - (b) to borrow money from the Bank upon the credit of the Corporation by way of loans, advances, overdrafts or otherwise;
  - (c) to mortgage, hypothecate, charge, pledge or otherwise create a security interest in or give security under the Bank Act or otherwise upon all or any currently owned or subsequently acquired real or personal, immovable or movable property of the Corporation including book debts, rights, powers, franchises and undertaking to secure any present or future indebtedness or liability of the Corporation to the Bank;
  - (d) to do all acts and things and execute all documents requisite to give security to the Bank whether by mortgage, hypothecation, charge, pledge, assignment, transfer or otherwise, including without limiting the generality of the foregoing, security upon accounts receivable, bills, notes and other negotiable instruments, securities (as defined in the Bank Act), warehouse receipts, bills of lading, security under the Bank Act, and mortgage security under the Bank Act, the National Housing Act; or any other act; and
  - (e) to execute the Bank's form of agreement as to the operation and verification of the accounts of the Corporation; and also to execute any agreement with or authority to the Bank relating to the banking business of the Corporation whether generally or with regard to any particular transaction.
3. THAT any one of the following \_\_\_\_\_  
or any one of the persons mentioned in clause 2 hereof is hereby authorized for and on behalf of the Corporation from time to time to negotiate or deposit with or transfer to the Bank (but for the credit of the Corporation's account only) all or any cheques, promissory notes, drafts, acceptances, bills of exchange and orders for the payment of money, and for such purpose to draw, sign, or endorse the same, or any of them, or to deliver the same, or any of them, to the Bank endorsed with the name of the Corporation impressed thereon by a rubber stamp or other device; also to receive all paid cheques and other debit vouchers charged to any account of the Corporation and to execute the Bank's form of receipt therefor.
4. THAT all acts and things done and documents executed on behalf of the Corporation as hereinbefore authorized be relied upon by the Bank and shall be valid and binding upon the Corporation, and whether or not the corporate seal of the Corporation has been affixed to any such document.
5. THAT the Corporation shall provide the Bank with a copy of this resolution and a list of the names of the persons authorized by this resolution to do any act or thing, together with specimens of their signatures, to be acted upon by each branch of the Bank with which any dealings are had by the Corporation until notice to the contrary or of any change therein has been given in writing to the Manager or Acting Manager of such branch.

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The undersigned officer of the above-named corporation hereby certifies that the foregoing is a true and correct copy of a resolution duly passed by the directors of the Corporation on the \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_\_\_\_ and that the resolution is now in full force and effect, unamended.

Dated the \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_\_\_\_

\_\_\_\_\_  
OFFICE (Corporate Seal)

TITLE	PRINT NAME	SIGNATURE
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TITLE	PRINT NAME	SIGNATURE
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TITLE	PRINT NAME	SIGNATURE
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