## Secretary's Certificate of Board of Directors' Approval of Combination

## (Corporate Resolution)

| 1.     | I hereby certify that I am the (secretary or cashier) of                        |
|--------|---|
|        | located in the city of and state of and that I have                             |
|        | been appointed and am presently serving in that capacity in accordance with the |
|        | Bylaws of the institutions.   |
|        |   |
| 2.     | I further certify that at a meeting of the board of directors of                |
|        | called and convened on the day  |
|        | of, 19, the following resolutions were adopted by a majority of the board.      |
|        | the board.  |
|        |   |
| (Inser | t resolutions adopted—the entire text should be included.)                      |
|        |   |
|        | esolution(s) is presently in full force and effect and has not been revoked or  |
| rescin | nded as of this date.   |
|        |   |
| In wit | ness hereof, I have hereupon set the seal of this bank this day of              |
|        | ,19   |
|        |   |
|        |   |
|        | (0-1)   |
|        | (SEAL OF BANK)  |
|        |   |
|        |   |
|        |   |
|        |   |
|        |   |
|        | Secretary or Cashier  |