

RESOLUTION TO (PURCHASE) (SELL) (MORTGAGE)

_____, LLC
(hereinafter "the Company")

I, the undersigned member of the Company, hereby certify that the Company is validly existing and is duly organized under the laws of the State of New York. I further certify, that attached hereto are true and complete copies of the Articles of Organization and Operating Agreement designated Exhibits 1 & 2.

I further certify that the Resolutions herein below are adopted by the Company pursuant to the procedures set forth in the Company's Articles of Organization and/or Operating Agreement.

IT IS HEREBY RESOLVED that the following persons are empowered to do all acts necessary (to purchase premises known as _____ "Premises") (to sell premises known as _____ "Premises") (to borrow money from _____, "Lender") and to do all other acts required (to purchase/sell the Premises pursuant to the Contract of Sale attached hereto as Exhibit 3) (to obtain and maintain said loan as fully described in said loan documents).

| <u>NAME</u> | <u>POSITION</u> | <u>SIGNATURE</u> |
|-------------|-----------------|------------------|
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |
| _____ | _____ | _____ |

IT IS FURTHER RESOLVED, that any and all acts authorized pursuant to these Resolutions are hereby ratified and approved by the Company, that these Resolutions shall remain in full force and effect and that the Lender may rely on these Resolutions until such time as written notice of their revocation shall have been received by Lender. Any such notice shall not affect any of the Company's agreements or commitments in effect at the time said notice is given.

IT IS FURTHER RESOLVED, that the persons named above are employed by the Company and hold the positions set forth opposite their respective names; that the foregoing Resolutions now stand of record on the books of the Company; and that the Resolutions are in full force and effect and have not been modified or revoked in any manner whatsoever.

IN WITNESS HERETO, I attest to the truth and accuracy of the above representations this ____ day of _____, 20__.

STATE OF NEW YORK, COUNTY OF _____

On the ____ day of _____, 20__, before me, the undersigned personally appeared _____, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/ they executed the same in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument.

Notary Public