WRITTEN ACTION IN LIEU OF A MEETING OF

THE BOARD OF DIRECTORS, (INSERT BUSINESS LEGAL NAME)

Dated as of (Date of Resolution)

The undersigned, being majority of the members, The Board of Directors (the "Board") of [BUSINESS LEGAL NAME], a [STATE of ORGANIZATION or INCORPERATION] corporation (the "Company"), hereby, in accordance with Section 302A.239 of the Minnesota Business Corporation Act, adopt the following resolutions and in effect if adopted at a meeting of the Board duly called and held for Angel Credit Program Authorization:

RESOLVED, that Management is authorized to apply for certification and to execute the Minnesota Angel Tax Credit Program documents; and,

RESOLVED FURTHER, that the Management of the Corporation is hereby authorized to execute and deliver all documents and take all action necessary in connection with this resolution.

IN WITNESS WHEREOF; the undersigned, directors of the Company do hereby adopt the foregoing resolution as of the effective date set forth above.

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_
(Board Member, Title) (Date)

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_
(Board Member, Title) (Date)

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_
(Board Member, Title) (Date)