

Account Number

**CERTIFICATE OF OFFICERS AND DIRECTORS
for corporations/limited companies**

We certify on behalf of

(the "Company") that.

1. Officers. The following are the officers of the Company (1)*

Name		Title

2. Directors. The following are the directors of the Company (2) **

3. Borrowing Powers. Either the directors of the Company may, without authorization of the shareholders, or all necessary corporate action has been taken to authorize the directors of the company to:

- a) borrow money or otherwise obtain credit upon the credit of the Company;
- b) issue, reissue, sell or pledge debt obligations of the Company;
- c) give a guarantee on behalf of the Company to secure performance of an obligation of any person;
- d) mortgage, hypothecate, pledge, assign, transfer or otherwise create a security interest in all or any property of the Company, currently owned or subsequently acquired, to secure any obligation of the Company; and
- e) delegate any of the powers of the directors in regard to the foregoing to one or more directors, a committee of directors or one or more officers of the Company.

4. Notice of Changes. The Company undertakes to notify Bank of The Bahamas Limited and such subsidiaries or affiliated of Bank of The Bahamas Limited as may from time to time hereafter come into existence and any successors or assignees, of any changes respecting the powers of the Company or its directors or officers to do any of the things listed in paragraph 3. The Company further undertakes to notify Bank of The Bahamas Limited of any changes respecting (i) the authority of any director, officer or employee to sign on the Company's behalf or (ii) any resolutions of the directors or shareholders of, or any unanimous shareholder agreement relating to, the Company of which Bank of The Bahamas Limited holds copies.

5. Reliance of Bank of The Bahamas Limited. Each branch of Bank of The Bahamas Limited with which any dealings are had by the Company may rely upon this certificate and upon any and all documents referred to herein until notice to the contrary or of any change has been given in writing to the Manager or Acting Manager of such branch.

Signed at This Day of 20

Signature of President/Director

Name of President/
Director

Signature of Secretary

Name of
Secretary

NOTE: If the Charter Documents (Articles of Incorporation, Letters Patent, Memorandum of Association, etc.) or any amendments thereto, the bylaws or any unanimous shareholder agreement require the authorization of the shareholders or other persons in order to exercise any of the powers listed in paragraph 3, then certified copies of (i) the provisions requiring the authorization and (ii) the authorization given by the shareholders of such persons should be referred to the supervising office.

(1)* List Name and position or title of each officer of the Company

(2) ** List names only of each director of the Company