

(FOR BANK USE ONLY)

ACCT No.	731-441-655
	1234564

RESOLUTION REGARDING BANKING AND SECURITY

BLARNEY STONE CO. INC. (the "Company")

Head Office: **123 Anywhere St.**
Big City, USA 12345

INCORPORATING STATUTE: **Business Corporations Act**

RESOLVED:

1. That BANK OF XXXXX (the "Bank") is appointed banker for the Company.
2. That **President or Treasurer** is (are) authorized on behalf of the Company from time to time:
 - (a) to withdraw or order transfers of funds from the Company's accounts by any means including the making, drawing, accepting, endorsing or signing of cheques, promissory notes, bills of exchange, other orders for the payment of money or other instruments or the giving of other instructions;
 - (b) to borrow money and obtain other credit from the Bank in such amounts and on such terms as may be deemed appropriate, whether by loan, advance, overdraft or by any other means;
 - (c) to mortgage, hypothecate, charge, pledge, convey, assign, transfer or create a security interest in any or all of the property, real and personal, immoveable and moveable, undertaking and rights of the Company, present and future, to secure the payment and performance of any or all of the present and future liabilities and obligations of the Company to the Bank;
 - (d) to sign any agreements or other documents or instruments with or in favour of the Bank, including the Bank's general financial services agreement and contracts relating to products or services provided by the Bank to the Company;
 - (e) to do, or to authorize any person or persons to do, any one or more of the following:
 - (i) to receive from the Bank any cash or any securities, instruments or other property of the Company held by the Bank, whether for safekeeping or as security, or to give instructions to the Bank for the delivery or other transfer of any such cash, securities, instruments or other property to any person named in those instructions;
 - (ii) to deposit with or negotiate or transfer to the Bank, for the credit of the Company, cash or any security, instrument or other property, and for those purposes to endorse (by rubber stamp or otherwise) the name of the Company, or any other name under which the Company carries on business, on any security or instrument;
 - (iii) to instruct the Bank, by any means, to debit the accounts of third parties for deposit to the credit of the Company;
 - (iv) to receive statements, instruments and other items (including paid cheques) and documents relating to the Company's accounts with or any service of the Bank (including any revisions to the Bank's rules and manuals of operation), and to settle and certify the Company's accounts with the Bank;

- (v) to receive from the Bank any software and any security devices, including security cards, codes, and passwords, relating to electronic banking services or electronic communications between the Company and the Bank, and to determine and set the levels and limits of authority applicable to individual security devices; and
 - (f) generally to exercise all rights, powers and authorities which the board of directors of the Company may exercise under the authority of the Company's charter and by-laws and the laws governing the Company.
3. That the provisions contained in the Bank's general financial services agreement including, without limitation, the provisions concerning the binding effect of electronic communications received by the Bank from or in the name of the Company, are expressly approved.
 4. That all instruments, instructions, agreements and documents made, drawn, accepted, endorsed or signed (under the corporate seal or otherwise) as provided in this Resolution and delivered to the Bank by any person, shall be valid and binding on the Company, and the Bank is hereby authorized to act on them and give effect to them.
 5. That the Bank be furnished with:
 - (a) a copy of this Resolution; and
 - (b) a list of the names of the persons authorized by this Resolution to act on behalf of the Company, and with written notice of any changes which may take place in such list from time to time, and with specimens of the signatures of all such persons;

each certified by the **President** of the Company; and
 - (c) in writing, any authorization made under paragraph 2(e) of this Resolution.
 6. That any document furnished to the Bank as provided for in paragraph 5 of this Resolution shall be binding upon the Company until a new document repealing or replacing the previous one has been received and duly acknowledged in writing by the branch or agency of the Bank where the Company has its account.

CERTIFICATE

The undersigned **President** of the Company hereby certifies that:

- (a) the foregoing Resolution was duly passed by the directors of the Company and is still in full force and effect; and
- (b) there are no provisions in the Memorandum of Association, Articles of Incorporation or other constating documents of the Company or in any of its by-laws or resolutions or in any unanimous shareholders' agreement that restrict or limit the powers of the Company, or the powers of the directors on behalf of the Company, to borrow money, to issue, reissue, sell or pledge debt obligations of the Company, to guarantee the obligations of others, to mortgage, charge, hypothecate, pledge or otherwise create a security interest in all or any of the property of the Company now owned or subsequently acquired to secure any obligations of the Company (including obligations under a guarantee), present or future, or that restrict or limit the power of the directors to delegate the powers referred to in the foregoing Resolution to one or more directors, officers or other persons.

DATED at _____, **June 20, 2008** .
Month, Day, Year

President