RESOLUTIONS OF {{ director\_list|plural("the sole director/all the directors")|upper }} OF {{ corp.name|upper }} (THE "CORPORATION") MADE ON {{ resolution\_date|toDate("June 3rd, 1990")|upper }}.

|  |
| --- |
|  |

{% if include\_whereas %}

WHEREAS:

{% endif %}{% set counter = {'count': 0} %}

{%p for sale in combined\_sale\_list %}

1. {{ counter.update({'count': counter['count'] + 1}) }}{{ sale.party }} has sold {{ sale.transfer\_amount|share\_format }} {{ sale.type\_display }} that {{ sale.party }} holds in the capital stock of the Corporation to {{ sale.trans\_party }} pursuant to a Sale of Share Agreement in writing dated on the {{ sale.date|toDate("3rd day of June, 1990") }}{% if counter.count < (punctuation\_count - 1) %};{% elif counter.count == (punctuation\_count - 1) %}; and{% elif loop.last %}.{% endif %}

{%p endfor %}

{%p for party in resignation\_list %}

1. {{ counter.update({'count': counter['count'] + 1}) }}{{ party.name\_on\_file }} has tendered his/her resignation as {{ party.role\_name\_list }} of the Corporation{% if counter.count < (punctuation\_count - 1) %};{% elif counter.count == (punctuation\_count - 1) %}; and{% elif loop.last %}.{% endif %}

{%p endfor %}

{%p for party in dir\_appointments %}

1. {{ counter.update({'count': counter['count'] + 1}) }}{{ party.name\_on\_file }} has signed a consent to become a Director of the Corporation{% if counter.count < (punctuation\_count - 1) %};{% elif counter.count == (punctuation\_count - 1) %}; and{% elif loop.last %}.{% endif %}

{%p endfor %}

{%p for party in off\_appointments %}

1. {{ counter.update({'count': counter['count'] + 1}) }}{{ party.name\_on\_file }} has signed a consent to become {{ party.role\_name\_list }} of the Corporation{% if counter.count < (punctuation\_count - 1) %};{% elif counter.count == (punctuation\_count - 1) %}; and{% elif loop.last %}.{% endif %}

{%p endfor %}

NOW THEREFORE BE IT RESOLVED AS FOLLOWS:

{%p for sale in sale\_list %}

{%p if loop.first %}

1. THAT said share sales be approved.
2. THAT the following share certificates be cancelled:

{%p endif %}

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| {{ sale.cert }} |  | {{ sale.party }} |  | {{ sale.amount }} |  | {{ sale.type\_display }} |
| Share  Cert # |  | Name on Certificate |  | # of  shares |  |  |

{%p endfor %}

{%p for iss in issuance\_list %}

{%p if loop.first %}

1. THAT the following new share certificates be issued:

{%p endif %}

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| {{ iss.cert }} |  | {{ iss.party }} |  | {{ iss.amount }} |  | {{ iss.type\_display }} |
| Share  Cert # |  | Name on Certificate |  | # of  shares |  |  |

{%p endfor %}

{%p for party in resignation\_list %}

1. THAT said resignation of {{ party.name\_on\_file }} as {{ party.role\_name\_list }} be accepted.

{%p endfor %}

{%p for party in dir\_appointments %}

1. THAT the Consent of {{ party.name\_on\_file }} to become a Director of the Corporation be accepted.

{%p endfor %}

{%p for party in off\_appointments %}

1. THAT the Consent of {{ party.name\_on\_file }} to become {{ party.role\_name\_list }} of the Corporation be accepted.

{%p endfor %}

1. THAT the {{ director\_list|plural("Director/Directors") }} of the Corporation be confirmed as follows:

|  |  |
| --- | --- |
|  |  |
| **{{ director\_names\_list }}** | |

1. THAT the corporate records be updated and the Registrar of Corporations be notified.
2. These resolutions may be executed in several counterparts and by facsimile, portable document format or other electronic means, each such executed counterpart being deemed to be an original, and such counterparts together shall constitute one and the same instrument.

The foregoing resolutions are hereby signed by {{ director\_list|plural("the sole Director/all the Directors") }} of the Corporation pursuant to {% if corp. incorp\_prov == “Alberta” %}s.117(1) of the *Alberta Business Corporations Act*{% else %}the *Business Corporations Act*{% endif %}, {{ director\_list|plural("who waives/all of whom waive") }} notice of a meeting.

|  |  |  |
| --- | --- | --- |
| {%for dir in director\_list %}{%if loop.index % 2 == 1 %}{% if not dir.add\_signers %}    **{{ dir.full\_name|upper }}**  {% else %}{% for sig in dir.add\_signers %}    **{{sig.full\_name|upper}}, {{sig.role}} on behalf of {{ dir.full\_name|upper }}**  {% endfor %}  {% endif %}{%endif %}{%endfor %} |  | {%for dir in director\_list %}{%if loop.index % 2 == 0 %}{% if not dir.add\_signers %}    **{{ dir.full\_name|upper }}**  {% else %}{% for sig in dir.add\_signers %}    **{{sig.full\_name|upper}}, {{sig.role}} on behalf of {{ dir.full\_name|upper }}**  {% endfor %}  {% endif %}{%endif %}{%endfor %} |