FIRST RESOLUTIONS OF {{voting\_shareholder\_list|plural("THE SOLE SHAREHOLDER/ALL THE SHAREHOLDERS")}} OF {{corp.name|upper}} (THE "CORPORATION") MADE ON {{corp.incorp\_date|toDate("June 3, 1990")|upper}}

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**IT IS HEREBY RESOLVED THAT:**

**1.0 RATIFICATION OF ACTIONS OF FIRST {{director\_list|plural("DIRECTOR/DIRECTORS")}}**

1.1 The First {{director\_list|plural("Director/Directors")}} and all actions taken by the First {{director\_list|plural("Director/Directors")}} and {{director\_list|plural("incorporator/incorporators")}} be ratified, confirmed and approved, including the form of share certificate.

**2.0 ELECTION OF {{director\_list|plural("DIRECTOR/DIRECTORS")}}**

2.1 The following {{director\_list|plural("person/persons")}} shall be the {{director\_list|plural("director/directors")}} of the Corporation, to hold office until the next annual meeting of the Voting Shareholders, or until successors are elected or appointed:

{%p for director in director\_list %}

**{{director.full\_name}}**

{%p endfor %}

**3.0 POWERS OF {{director\_list|plural("DIRECTOR/DIRECTORS")}}**

3.1 Because no unanimous shareholders' agreement has been entered into by the {% if corp.class\_used%}Class "A” {%endif%}Voting Shareholders of the Corporation, no restrictions will be imposed on the powers of the {{director\_list|plural("director/directors")}} to manage the affairs for the Corporation or to borrow on behalf of the Corporation as authorized by the Business Corporations Act and the bylaws of the Corporation.

**4.0 BANKING ARRANGEMENTS**

4.1 The banking institution selected, or to be selected, by the {{director\_list|plural("director/directors")}} is ratified as the bank of the Corporation and any banking forms and resolutions completed by the {{director\_list|plural("director/directors")}} be adopted on behalf of the Corporation.

**5.0 AUDITOR**

5.1 No auditor be appointed for the Corporation. This resolution will remain in effect only until the next annual meeting of the Voting Shareholders.

**6.0 DEATH BENEFIT**

6.1 That the {{director\_list|plural("director has/directors have")}} the authority, at the {{director\_list|plural("director's/directors'")}} discretion, upon the death of an employee or former employee, to pay to the surviving spouse of such employee, or any other person or corporation, a death benefit of up to $10,000.00.

**7.0 BYLAW NO: 1**

7.1 Bylaw No. 1 proposed and enacted by the {{director\_list|plural("director/directors")}} is confirmed as Bylaw No. 1 of the Corporation.

**8.0 BYLAW NO: 2**

8.1 Bylaw No. 2 proposed and enacted by the {{director\_list|plural("director/directors")}} is confirmed as Bylaw No. 2 of the Corporation.

**9.0 COUNTERPARTS**

9.1 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.

Signed effective {{corp.incorp\_date|toDate("June 3, 1990")}}.

{%p for sh in shareholder\_list %}

{{sh.shareholder\_sig\_block\_insert}}

{%p endfor %}