

## CORPORATE AUTHORIZATION RESOLUTION

By:

FACEBANK International Corp.  
Valencia No.1 Building, Suite 600,  
Metro Office Park 17 Road No. 2  
Guaynabo, Puerto Rico 00968-1745  
Tel.: 787 749 0051

Referred to in this document as "Financial Institution"

Referred to in this document as "Corporation"

I, \_\_\_\_\_, certify that I am Administrator (clerk) of the above named corporation organized under the laws of \_\_\_\_\_, Federal Employer I.D. Number or Corporate ID No. \_\_\_\_\_, engaged in business under the trade name of \_\_\_\_\_, and that the resolutions on this document are a correct copy of the resolutions adopted at a meeting of the Board of Directors of the Corporation duly and properly called and held on \_\_\_\_\_ (date).

These resolutions appear in the minutes of this meeting and have not been rescinded or modified.

**AGENTS** Any agent listed below, subject to any written limitations, is authorized to exercise the powers granted as indicated below:

Name and Title or Position	Signature	Signature Type (Refer to Exhibit A)
1		ADMINISTRATOR ( )
2		OPERATOR ( )
3		OPERATOR ( )
4		OPERATOR ( )
5		OPERATOR ( )
6		OPERATOR ( )
7		OPERATOR ( )
8		OPERATOR ( )

### POWERS GRANTED

Description of Power \_\_\_\_\_  
Sign on behalf of the corporation on this account

Account Number \_\_\_\_\_

### EFFECT ON PREVIOUS RESOLUTIONS

These resolutions supersedes resolution dated \_\_\_\_\_. If not completed, all resolutions remain in effect.

## CERTIFICATION OF AUTHORITY

I further certify that the Board of Directors of the Corporation has, and at the time of adoption of this resolution had, full power and lawful authority to adopt the foregoing resolutions and to confer the powers granted to the persons named who have full power and lawful authority to exercise the same. (Apply seal below where appropriate.)

\_\_\_ If checked, the Corporation is a non-profit corporation.

In Witness Whereof, I have subscribed my name to this document and affixed the seal of the Corporation on \_\_\_\_\_ (Date).

\_\_\_\_\_  
Attest by One Other Officer

\_\_\_\_\_  
Secretary

## RESOLUTIONS

### **The Corporation named on this resolution resolves that,**

- (1) The Financial Institution is designated as a depository for the funds of the Corporation and to provide other financial accommodations indicated in this resolution.
- (2) This resolution shall continue to have effect until express written notice of its rescission or modification has been received and recorded by the Financial Institution. Any and all prior resolutions adopted by the Board of Directors of the Corporation and certified to the Financial Institution as governing the operation of this corporations account(s), are in full force and effect until the Financial Institution receives and acknowledges an express written notice of its revocation, modification or replacement. Any revocation, modification or replacement of a resolution must be accompanied by documentation, satisfactory to the Financial Institution, establishing the authority for the changes.
- (3) The signature of an Agent on this resolution is conclusive evidence of their authority to act on behalf of the Corporation. Any Agent, so long as they act in a representative capacity as agents of the Corporation, is authorized to make any and all other contracts, agreements, stipulations and orders which they may deem advisable for the effective exercise of the powers indicated on page one, from time to time with the Financial Institution, subject to any restrictions on this resolution or otherwise agreed to in writing.
- (4) All transactions, if any, with respect to any deposits, withdrawals, rediscounts and borrowings by or on behalf of the Corporation with the Financial Institution prior to the adoption of this resolution are hereby ratified, approved and confirmed.
- (5) The Corporation agrees to the terms and conditions of any account agreement, properly opened by any Agent of the Corporation. The Corporation authorizes the Financial Institution, at any time, to charge the Corporation for all checks, drafts, or other orders, for the payment of money, that are drawn on the Financial Institution, so long as they contain the required number of signatures for this purpose.
- (6) The Corporation acknowledges and agrees that the Financial Institution may furnish at its discretion automated access devices to Agents of the Corporation to facilitate those powers authorized by this resolution or other resolutions in effect at the time of issuance. The term "automated access device" includes, but is not limited to, credit cards, automated teller machines (ATM), and debit cards.
- (7) The Corporation acknowledges and agrees that the Financial Institution may rely on alternative signature and verification codes issued to or obtained from the Agent named on this resolution. The term "alternative signature and verification codes" includes, but is not limited to, facsimile signatures on file with the Financial Institution, personal identification numbers (PIN), and digital signatures. If a facsimile signature specimen has been provided on this resolution, (or that are filed separately by the Corporation with the Financial Institution from time to time) the Financial Institution is authorized to treat the facsimile signature as the signature of the Agent(s) regardless of by whom or by what means the facsimile signature may have been affixed so long as it resembles the facsimile signature on file. The Corporation authorizes each Agent to have custody of the Corporation's private key used to create a digital signature and to request issuance of a certificate listing the corresponding public key. The Financial Institution shall have no responsibility or liability for unauthorized use of alternative signature and verification codes unless otherwise agreed in writing.

## “EXHIBIT A”

### Powers and meaning of the Signatures:

**Administrator:** This signature has the full power to designate and distribute all permissions and capabilities of other company member/signers in the Bank Account. There is one (1) Administrator in the Account.

**Operator:** There can be as many operators as signers are in the account. The powers and capabilities are determined and indicated by the Administrator in the Account.

### Types of Signature:

**A:** Principal signature, other directors and principal members of the company can be designated signature type A for company transactions authorization.

**B:** Secondary signature, it represents a secondary level for transactions authorization.

**C:** Third level of signature, it represents a third level for transactions authorization.

**D:** Fourth level of signature, it represents a fourth level for transactions authorization