

CONSENT TO ACTION WITHOUT MEETING OF THE SOLE DIRECTOR

Written consent to action without meeting of the sole director of _____
(the "Corporation") dated this _____.

BACKGROUND:

A. The Corporation is a corporation organized and operating under the laws of the State of California.

IT WAS RESOLVED THAT:

1. Any one director or officer of the Corporation is authorized to sign all documents and perform such acts as may be necessary or desirable to give effect to the above resolution.

Dated in the State of California on the _____.

_____ (Signature)

Director Name: _____