

**Certification of Authority and Corporate Resolution**

The undersigned, as President or Secretary of \_\_\_\_\_ (name of corporation) (“Corporation”) hereby certifies that (1) the following resolutions were duly adopted by the board of directors of the Corporation at a duly called meeting or by unanimous written consent, and (2) the resolutions remain in full force and effect and do not conflict with the Corporation’s Charter, Articles of Incorporation or bylaws.

Whereas, the Corporation desires to open and maintain a brokerage account with Flourish Financial LLC (“Flourish”).

Be it resolved that:

1. The Corporation is authorized to establish a brokerage account with Flourish.
2. Each individual listed below who the Corporation is seeking to name an Authorized Person with respect to the Corporation’s account with Flourish(each, an “Authorized Person”) is authorized to (1) provide tax certifications; (2) establish, maintain, and operate any account(s) with Flourish on behalf of the Corporation and to bind the Corporation to the Application Agreement and all incorporated agreements and disclosures, each as amended from time to time (the “Agreement and Disclosures”), the current versions of which have been made available to the Corporation; and (3) designate persons to operate such account(s).
3. Each Authorized Person is authorized to act individually, independently, and without the consent of the board or any director, officer, or other person of the Corporation. Notice sent to any Authorized Person will constitute notice to the Corporation. Nothing in the organizational documents, agreements, and laws governing the Corporation imposes any obligation upon Flourish for determining the purpose or propriety (1) of any instructions received from any Authorized Person or (2) of payments or deliveries to or among Authorized Person.
4. The authority hereby conferred is not inconsistent or in conflict with the Certificate of Incorporation, charter, bylaws, resolution, or other applicable constituent documents of the Corporation and is within the Corporation’s corporate power and authority and agreements and laws governing the Corporation.
5. All actions previously taken with respect to matters authorized in these resolutions are hereby ratified, confirmed and approved.
6. The President or Secretary of the Corporation is authorized and directed to certify to Flourish that these resolutions have been duly adopted, are in full force and effect, and are in accordance with the governing documents of the Corporation.

**Authorized Person(s):** \_\_\_\_\_  
(Please print names)

\_\_\_\_\_

**Signature.** The undersigned certifies that the information set forth in this Certificate of Authority and Corporate Resolution is true and correct, and that Flourish may conclusively rely upon this Certificate of Authority and Corporate Resolution until the Corporation delivers a written replacement Certificate of Authority and Corporate Resolution to Flourish at an address specified by Flourish.

President’s or Secretary’s Name: \_\_\_\_\_

Signature: \_\_\_\_\_

Date: \_\_\_\_\_