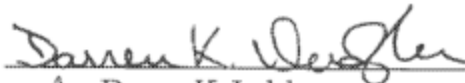


This consent shall be filed with the Minutes of the proceedings of the Board of Directors of the Corporation.

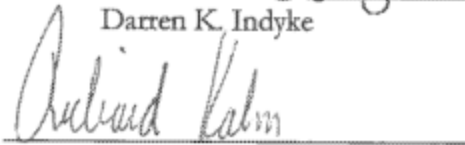
IN WITNESS WHEREOF, the undersigned has executed this Resolution as the directors of Financial Trust Company, Inc., on this 19<sup>th</sup> day of March, 2013.



Jeffrey E. Epstein



Darren K. Indyke



Richard Kahn