

Private Wealth Management
Deutsche Bank

Not-For-Profit Organization Resolution - Deposit Account
Deutsche Bank Trust Company Americas

I, _____,
Secretary of _____,
[a corporation] [an unincorporated association] duly organized and
existing under the laws of _____, described
herein as "this organization," hereby certify that the following is a
true copy of resolutions adopted by the Board of Directors of this
organization at a meeting duly held, a quorum being present,
on _____, 20____ and that such resolutions are
now in full force and effect:

"RESOLVED, that Deutsche Bank Trust Company Americas, New
York, N. Y. (the "Bank"), is designated a depository of this
organization for each account of this organization now or
hereafter opened and maintained at the Bank (whether one or
more, the "Account"); and

"FURTHER RESOLVED, that all drafts, checks and other written
instruments or orders for the payment of money drawn (i) against
the Account or (ii) to or otherwise made payable to this
organization shall be signed or endorsed (for transfer or
encashment) by any _____ of the following*: (insert titles but not names
of officers): _____

_____ ; and

"FURTHER RESOLVED, that the Bank is hereby requested,
authorized and directed to honor all orders for the payment of
money by wire or other electronic means made or issued in this
organization's name on the Account: (i) when transmitted and
delivered to the Bank by telex, cable, facsimile or other
mechanical or electronic transmission; letter or other written
communication; or telephonic or other oral communication; and
(ii) when separately authorized in writing by any _____ of officer(s)
designated in the preceding "RESOLVED" clause and the Bank
shall be entitled to honor and charge the Account for all such
orders which it believes in good faith to be genuine regardless of
by whom or by what means such orders may have been issued.
The authorization provided in this clause shall include, without
limitation, the right to enter into any agreement(s) with the Bank,
from time to time, containing such indemnities in favor of the
Bank as it may require and such other provisions in order to
effectuate the purpose hereof; and

"FURTHER RESOLVED, that the Bank is authorized to place to
the credit of the Account, funds, drafts, checks, credits or other
property by whomever delivered or transmitted to the Bank for
deposit for account of this organization, endorsed with the name
and/or Account number of this organization or other agreed-

upon symbol or identifying mark by rubber stamp, facsimile,
mechanical, manual or other signature (and any such
endorsement by whomever affixed shall be the endorsement of
this organization), or otherwise endorsed, or unendorsed,
provided that if any such item shall bear, or be accompanied by,
directions (by whomever made) for deposit to a specific Account,
then such deposit shall be to the credit of such specific Account;
the Bank may at any time refuse any such deposit or credit to the
Account and/or may return by mail or otherwise the whole or any
part of a deposit to this organization; and

"FURTHER RESOLVED, that the Bank is hereby directed to
accept, and/or apply any draft, check or other instrument or order
for the payment of money, or any proceeds thereof, including
any order for the transfer thereof by wire or other electronic
means, drawn, made or issued on such Account or drawn to or
otherwise made payable to this organization (each such payment
order herein an "Order") when signed or endorsed, made or
issued as required by these resolutions without limit as to
amount, without inquiry and without regard to the disposition of
any such item or any proceeds thereof, and the Bank shall not be
liable in connection therewith notwithstanding that such Order:
(i) may be payable or endorsed to the order of a person whose
signature appears thereon or who otherwise made or issued
such Order or of any other officer(s) or agent(s) of this
organization, or (ii) or any proceeds thereof may be used or
disposed of for the personal credit or account of any such person
(s), officer(s) or agent(s) with the Bank or otherwise or in
payment of the individual obligation of any such person(s), officer
(s) or agent(s) to the Bank or otherwise, or (iii) may cause or
increase an overdraft on the Account; and

"FURTHER RESOLVED, that the Account and all transactions
related thereto, the authorities, specifications, agreements and
services herein provided shall also be subject to all other
agreements, rules, regulations and conditions set forth in any
signature card, deposit ticket, passbook, instrument, receipt,
statement of Account and all state and federal laws, rules and
regulations applicable to the subject matter hereof."

I further certify that this organization is operated primarily for
religious, philanthropic, charitable, educational, fraternal or other
similar purposes and is not operated for profit.

I further certify that the following persons hold in this
organization the positions indicated below:

Name

Title



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50/PAD ABC 11/01

CONFIDENTIAL - PURSUANT TO FED. R. CRIM. P. 6(e)
CONFIDENTIAL

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