



## Corporate Account Authorization and Officer's Certificate

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

I, Richard Kalm, the duly elected and acting President of GRATITUDE AMERICA, LTD. (the "Corporation") hereby certify that:

(1) The following resolutions were adopted by unanimous consent of the Board of Directors of the Corporation on the 22<sup>nd</sup> day of December, 2015:

RESOLVED, that any persons designated by the President or Treasurer of the Corporation are authorized on behalf of the Corporation to:

- (A) Open and maintain one or more brokerage account(s) for and in the name of the Corporation at Deutsche Bank Securities Inc. (referred to herein as "DBSI") (including any successor thereof);
- (B) Deposit, deliver, assign, withdraw and transfer funds, instruments and securities of any type;
- (C) Sell any securities owned by the Corporation;
- (D) Buy any securities in a cash account; and
- (E) Buy, sell and sell securities (including put and call options) short in a margin account; and (DELETE (E) IF INAPPLICABLE)
- (F) Execute all documents, and exercise and direct the exercise of all duties, rights, and powers, and take all actions necessary or appropriate to perform the powers enumerated above.

FURTHER RESOLVED, that the President or Treasurer of the Corporation shall certify in writing any changes in the powers, office or identity of those persons authorized to perform the powers enumerated above. DBSI may rely upon any such certificate of authority furnished by the Corporation until written certification of any change in authority shall have been received by DBSI. Any past action in accordance with this resolution is hereby ratified and confirmed. The powers enumerated above pertain to securities of any type now or hereafter held by the Corporation in its own right or in any fiduciary capacity. Powers previously certified by the Corporation shall not be affected by the dispatch or receipt of any other form of notice nor any change in the position with the Corporation held by any person so empowered. Any officer of the Corporation is hereby authorized to certify these resolutions to whom it may concern.

(2) Each of the following are authorized to perform the powers enumerated in the foregoing resolutions and by signing his or her name in this section 2 agrees on behalf of the Corporation to the Terms and Conditions attached hereto:

(List name and corporate position)

<u>Richard Kalm</u>	<u>President</u>	<u>Darren Indyke</u>	<u>Treasurer</u>
Name	Position	Name	Position
<u>Richard Kalm</u>		<u>Darren Indyke</u>	
Signature		Signature	

_____	_____	_____	_____
Name	Position	Name	Position
_____	_____	_____	_____
Signature		Signature	

Deutsche Bank Securities Inc., a subsidiary of Deutsche Bank AG, conducts investment banking and securities activities in the United States.



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