

J.P. Morgan Entity Resolution Form

J.P.Morgan

I, CECILE DE JONGH, the Secretary (or duly authorized officer) of FINANCIAL TR COMPANY (the "Entity") duly organized under the laws of VIRGIN ISLANDS (US) hereby certify that the following is a true and complete copy of resolutions adopted by the governing body of the Entity by unanimous written consent or at a meeting held on the March day of 2010, at which a quorum of the governing body was present and voting and that these resolutions have not been rescinded or modified and are now in full force and effect.

A. Authorized Signers

In this space, please list, by names or titles, the persons authorized to sign or act pursuant to the resolutions indicated below (signers must be identified in each resolution as passed). Also, each signer may act singly unless the box labeled "jointly" is checked, which means that any two signers must act jointly, except authorized persons shall always act singly for brokerage trading transactions.

| Print Name/Title | Manner of Signing | <input checked="" type="checkbox"/> Singly <input type="checkbox"/> Jointly | Date of Birth |
|------------------|-------------------|--|---------------|
| DARREN K INDYKE | | <input checked="" type="checkbox"/> Singly <input type="checkbox"/> Jointly | [Redacted] |
| CECILE DE JONGH | | <input type="checkbox"/> Singly <input checked="" type="checkbox"/> Jointly | [Redacted] |
| JEANNE BRENNAN | | <input type="checkbox"/> Singly <input checked="" type="checkbox"/> Jointly | [Redacted] |
| | | <input type="checkbox"/> Singly <input type="checkbox"/> Jointly | [Redacted] |

* A photocopy of a current passport or another government issued ID and are required for each signer listed above.

Please check the line to the left of any one or more of the following resolutions which have been adopted. If the line to the left of any particular lettered subdivision is not checked, that resolution has not been adopted.

B. Banking and Custody

1. RESOLVED, that the individuals identified above are authorized to enter into deposit and custody accounts with JPMorgan Chase Bank, N.A. or a Morgan Affiliate (individually or collectively, "J.P. Morgan") and any successors or assigns designating J.P. Morgan as depository of the funds and custodian of the securities of the Entity and to act on behalf of the Entity in all respects regarding the Entity's banking and custody accounts with J.P. Morgan as they in their discretion determine.

C. Investment Management

2. RESOLVED, that the persons specified above are authorized, in the name and on behalf of the Entity to execute an investment management agreement designating J.P. Morgan as the Entity's investment manager, to deliver or modify any asset allocation guideline, mandate, or other instruction, and to act on behalf of the Entity in all respects regarding the Entity's investment management accounts with J.P. Morgan.

D. Brokerage

3. RESOLVED, that those persons identified above are authorized in the name and on behalf of the Entity to execute a brokerage agreement with J.P. Morgan Securities Inc. and any successors or assigns; to purchase on margin or otherwise and borrow (on a secured or unsecured basis) from, sell (including short sales in a margin account), and lend (on a secured or unsecured basis) to, and to otherwise enter into transactions of any kind with J.P. Morgan with respect to any and all securities and financial instruments whatsoever in which J.P. Morgan may deal, broker or act as counterparty from time to time; to enter into any derivative transactions with respect to the foregoing, including over the counter equity derivatives and structured transactions (including, but not limited to options, swaps, collars, caps and floors); pledge any funds or instruments for the purposes of securing the Entity's obligations with respect to the foregoing to establish and operate one or more brokerage or other accounts in connection with foregoing activities and transactions; and, to act on behalf of the Entity in all respects regarding the Entity's brokerage accounts.

E. Credit

4. RESOLVED, that the persons specified above are authorized in the name and on behalf of the Entity; to borrow from time to time from J.P. Morgan sums of money, for periods of time and upon terms as may to them in their discretion seem advisable; to execute notes or other obligations to evidence borrowings; to enter into agreements with respect to borrowings, to discount with J.P. Morgan any bills or notes receivable held by the Entity upon such terms as they may deem proper; to apply for and obtain letters of credit and to execute applications, agreements, trust receipts and all other documents in connection therewith; to execute and deliver, in their discretion, any guarantee, indemnity agreement or undertakings deemed necessary or advisable to carry out the purpose and intent of the foregoing resolutions to pledge any of the assets or property of the Entity, for the purpose of securing any of the foregoing transactions or any transaction entered into by any other entity or personal and, to endorse securities and/or to issue appropriate powers of attorney, documents or assignments in furtherance thereof.

J.P. Morgan Use Only FINANCIAL TRUST COMPANY INC Title
1 of 2 Banker/Investor

