

FINANCIAL TRUST COMPANY, INC.

Unanimous Consent of Directors In Lieu of Meeting

The undersigned, being all of the directors of Financial Trust Company, Inc., a Virgin Islands corporation (the "Corporation"), do hereby consent, in lieu of holding a meeting, to the adoption of the following resolutions and the taking of all action required or permitted thereby:

RESOLVED, that the Corporation open account relationship with Valartis Bank AG, Switzerland (the "Bank"), under the account designation Financial Trust Company, Inc.

RESOLVED, that the Corporation is in agreement with the Bank's account opening application form for legal entities, the Bank's General Business Conditions, Safe Custody Regulations and Regulations Governing Metal Accounts, the Specimen Signature Card as it will be completed by the Corporation and filed with the Bank and all other additional agreements and conditions which shall, on behalf of the Corporation, be concluded or agreed to from time to time by the officers of the Corporation.

RESOLVED, that Darren K. Indyke and Jeffrey E. Epstein, acting singly, shall be authorized to agree upon, sign and executed on behalf of the Corporation, without any limitation, all agreements and documents which they will consider necessary or useful for entering into the account relationship with the Bank or for the operation of the account with the Bank, and to give any instructions to the Bank and to carry out all kinds of transactions, to borrow, to withdraw and to pledge any assets by way of security, to grant powers of attorney and to appoint attorneys-in-fact, and to agree to and sign and execute on behalf of the Corporation any later changes or amendments thereto.

RESOLVED, that notwithstanding any differing entries in the commercial register or any other publications or notwithstanding any grounds of legal extinction, the authority to sign on behalf of the Corporation shall remain valid until the Bank shall have received a written revocation with respect thereto from the President, the Vice President, the Secretary or the Treasurer of the Corporation.

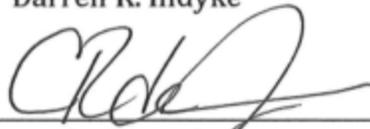
RESOLVED, that the Corporation shall discharge the Bank, on the Bank's first demand, of and from any obligation or liability that the Bank may have incurred towards any third party in fulfillment of any instructions given to it in accordance with the Specimen Signature Card by any authorized signatory, including, without limitation, Darren K. Indyke or Jeffrey E. Epstein, acting singly.

RESOLVED, that the Secretary of the Corporation is authorized and directed, by her sole signature, to issue to the Bank confirmation of these resolutions and to confirm to the Bank that these resolutions are in full conformity with the applicable

laws and regulations and the Articles of Incorporation and By-Laws of the Corporation and the organization rules and regulations of or pertaining to the Corporation.

Dated as of March 17, 2010

Darren K. Indyke



Cecile deJongh



Jeanne Brennan

Confirmation of Corporate Resolution

Name / Title of Account: Financial Trust Company, Inc. Account number:

The undersigned, Cecile de Jongh,
 duly authorised officer (title: Secretary),
 the «Officer» of Financial Trust Company, Inc.,
 a corporation duly organised and existing under the laws of US Virgin Islands,

(the «Corporation»), hereby *certify and confirm* that a duly called meeting of the board of directors of the Corporation (the «Board of Directors») was held

at St. Thomas, USVI on March 2010, at which the following resolutions were duly passed in accordance with the applicable laws and regulations and the articles of association, by-laws and organisational rules and regulations of, or pertaining to, the Corporation:

Resolved that:

- The Corporation shall open an account relationship with Valartis Bank AG, Switzerland (the «Bank»), under the above-referenced designation.
- The Corporation is in agreement with the Bank's account opening application form for legal entities, the Bank's General Business Conditions, Safe Custody Regulations and Regulations Governing Metal Accounts, the Specimen Signature Card as it will be completed by the Corporation and filed with the Bank and all other additional agreements and conditions which shall – on behalf of the Corporation – be concluded or agreed to from time to time by the directors or officers of the Corporation.
- The persons indicated below (the «Authorised Signatories») shall be authorized to agree upon, sign and execute on behalf of the Corporation, without any limitation, all agreements and documents which they will consider necessary or useful for entering into the account relationship with the Bank or for the operation of the account with the Bank, and to give any instructions to the Bank and to carry out all kinds of transactions, to borrow, to withdraw and to pledge any assets by way of security, to grant powers of attorney and to appoint attorneys-in-fact, and to agree to and sign and execute on behalf of the Corporation any later changes or amendments thereto:

Name: Indyke

Nationality: US

Signing as (title): President

First name: Darren

Date of birth: 19 February 1965

Signing authority and signature:
According to Specimen Signature Card

Name: Epstein

Nationality: US

Signing as (title): Attorney-in-fact

First name: Jeffrey

Date of birth: 20 January 1953

Signing authority and signature:
According to Specimen Signature Card

Name: _____

Nationality: _____

Signing as (title): _____

First name: _____

Date of birth: _____

Signing authority and signature:
According to Specimen Signature Card

Name: _____

Nationality: _____

Signing as (title): _____

First name: _____

Date of birth: _____

Signing authority and signature:
According to Specimen Signature Card

Further resolved that:

- Notwithstanding any differing entries in the commercial register or in any other publications or notwithstanding any grounds of legal extinction, the authority to sign on behalf of the Corporation shall remain valid until the Bank shall have received a written revocation with respect thereto.
- The Corporation shall discharge the Bank, on the Bank's first demand, of any obligation or liability that the Bank may have incurred towards any third party in fulfilment of any instructions given to it in accordance with the Specimen Signature Card by any Authorised Signatory.
- The Officer is authorised and directed, with sole signature, to issue to the Bank this Confirmation and to confirm to the Bank that the resolutions herein mentioned are in full conformity with the applicable laws and regulations and the articles of association, by-laws and organisational rules and regulations of or pertaining to the Corporation.

Place and date:

NY, NY - March 2010

Signature of Officer:



Seal of the Corporation (if applicable):

