

**BORROWING AUTHORIZATION RESOLUTION  
FOR CORPORATION AND CERTIFICATION**

I, \_\_\_\_\_, do hereby certify that I am the duly elected, qualified, and acting \_\_\_\_\_, and the custodian of the records and corporate seal of \_\_\_\_\_, a corporation (the "Corporation"). That the Corporation is a corporation duly organized and validly existing under the laws of the State of \_\_\_\_\_ and is authorized to do business in the State of \_\_\_\_\_. The Corporation is in good standing under both the laws of the aforesaid state of organization and the aforesaid state in which it is authorized to do business.

The following is a true and correct copy of a resolution adopted at a meeting of the board of directors of the Corporation, held in accordance with its bylaws and the laws of said state of organization on \_\_\_\_\_:

RESOLVED, that the President, Vice President or any of the following, or either one or more of them, hereby is or are authorized for and on behalf of the Corporation, at any time or from time to time, to borrow money from KRAUSE CORPORATION ("Lender"), in such amounts, for such times, at such rate or rates of interest, and upon such terms as he or they may see fit; to execute and deliver notes or other evidences of indebtedness of the Corporation therefore, and extensions and renewals thereof; to sell, assign, transfer, mortgage, pledge, or otherwise hypothecate to the Lender any bills receivable accounts, contracts, warehouse receipts, bills of lading, stocks, bonds, chattels, real estate or other property of the Corporation as security; to give guarantees and other undertakings to the Lender, to discount with the Lender bills receivable of the Corporation and to authorize modifications and extensions with respect thereto and to waive demand, presentment, protest and notice of dishonor; and to do, authorize, and agree to any and all other things at any time or from time to time in connection with any of the foregoing as he or they may deem appropriate.

RESOLVED, That the Lender shall be entitled to rely upon a certified copy of this certificate until written notice of rescission thereof has been received by the Lender, and the receipt of such notice shall not affect any actions taken by the Lender prior thereto.

I further certify that the following is a correct and current list of all stockholders and officers of the Corporation and whose terms of office expire as follows:

<b>Names of Stockholders</b>	<b>Title</b>	<b>Term of Office Expires</b>	<b>Number of Shares Owned</b>	<b>Personal Liability (Yes/No)*</b>
_____	President	_____	_____	_____
_____	Vice President	_____	_____	_____
_____	Secretary	_____	_____	_____
_____	Treasurer	_____	_____	_____
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____

\*The Lender's loan program requires that at least one stockholder, who has a significant ownership interest in the corporation, be personally liable for loans made to the corporation. Those stockholders who are to be personally liable will be required to sign the promissory note/loan agreement in their individual capacities.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of the Corporation this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_.

\_\_\_\_\_  
Secretary or Other Officer