

**BORROWING AUTHORIZATION RESOLUTION
FOR LIMITED LIABILITY COMPANY AND CERTIFICATION**

I, _____, do hereby certify that I am the duly elected, qualified, and acting _____, and the custodian of the records of _____, a limited liability company (the "Company"). That the Company is a limited liability company duly formed and validly existing under the laws of the State of _____ and is authorized to do business in the State of _____. The Company is in good standing under both the laws of the aforesaid state of its formation and the aforesaid state in which it is authorized to do business.

RESOLVED, that the Members, Manager or any of the following, or either one or more of them, hereby is or are authorized for and on behalf of the Company, 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 Company 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 Company as security; to give guarantees and other undertakings to the Lender, to discount with the Lender bills receivable of the Company 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 or members and managers of the Company and whose terms of office expire as follows:

Stockholders or Members	Title	Term of Office Expires	Ownership Interest (% or Shares)	Personal Liability (Yes/No)*
_____	Member	_____	_____	_____
_____	Member	_____	_____	_____
_____	Member	_____	_____	_____
_____	Manager	_____	_____	_____
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____

*The Lender's loan program requires that at least one member, who has a significant ownership interest in the Company, be personally liable for loans made to the Company. Those members 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 this _____ day of _____, _____.

Manager/Secretary or Other Officer