

## **Resolution to Acquire Shares of Stock**

WHEREAS, the Board of Directors has determined that it is beneficial for the Corporation to acquire certain shares of the common stock of \_\_\_\_\_, be it: RESOLVED, that the Corporation acquire \_\_\_\_\_, (\_\_\_\_\_), shares of the common stock of \_\_\_\_\_, said shares representing \_\_\_\_\_% (\_\_\_\_\_ percent) of all shares, in all classes, outstanding, all for the aggregate purchase price of \_\_\_\_\_, (\_\_\_\_\_) per share, all as more particularly set forth in a stock purchase agreement as annexed hereto, and, be it: RESOLVED FURTHER, that the President and/or Treasurer of the Corporation undertake all actions necessary to carry out said resolution.

The undersigned hereby certifies that he/she is the duly elected and qualified Secretary and the custodian of the books and records and seal of \_\_\_\_\_, a corporation duly formed pursuant to the laws of the state of \_\_\_\_\_ and that the foregoing is a true record of a resolution duly adopted at a meeting of the \_\_\_\_\_ and that said meeting was held in accordance with state law and the Bylaws of the above-named Corporation on \_\_\_\_\_, and that said resolution is now in full force and effect without modification or rescission.

As WITNESS, I have executed my name as Secretary and have affixed the corporate seal of the above-named Corporation this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_.

\_\_\_\_\_

Signature of Secretary

\_\_\_\_\_

Printed Name of Secretary