

Resolution to Make Assignment to Creditors

WHEREAS, the Corporation is insolvent and indebted to numerous creditors, and
WHEREAS, it is in the best interests of the Corporation's creditors as well as the
Corporation to liquidate the assets of the Corporation through an assignment to creditors,
be it:

RESOLVED, that the Corporation make a general assignment for the benefits of creditors,
naming _____ as assignee.

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