

SECRETARY'S CERTIFICATE

I, _____, of legal age, being first duly sworn to in accordance with law, hereby, depose and state:

1. I am the duly elected and qualified Corporate Secretary of _____ (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines and domiciled in the City of _____, and as such Corporate Secretary I am in- charge of the corporate records of said Corporation;
2. At a _____ meeting of the Board of Directors duly called and held on the _____ day of _____ 20____ where a quorum was present and acting throughout, the following resolutions were unanimously adopted, to wit:

"**RESOLVED**, that the Corporation is hereby authorized to open and maintain trust accounts with the **PHILIPPINE BANK OF COMMUNICATIONS-Trust and Wealth Management Group (PBCOM- TWMG)**.

RESOLVED FURTHER, That PBCOM-TWMG is hereby appointed as **Investment Manager**, and as such to hold, manage and administer the funds, subject to the terms and conditions agreed by the **Corporation** and PBCOM-TWMG;

"**FURTHER RESOLVED**, That any ____ (***signing arrangement***) ____ of the following officers of the Corporation whose names and positions appear below be named and constituted (***jointly / solely***) to represent the Corporation for and on its behalf, to sign, execute and enter into any agreement, contract, correspondences, documents and instruments to effectuate the resolutions hereof, and to represent the Corporation for and on its behalf, in all matters related to the management, operation and administration of the funds, and to do all such things as are necessary and advisable under such terms and conditions as they may deem necessary for the benefit of the Corporation.:

NAME	POSITION

3. The foregoing resolutions have not been modified or repealed and that the same are still in full force and effect.
4. The signatures of the authorized signatories of the Corporation as shown below are their genuine signatures:

NAME	SIGNATURE

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IN WITNESS WHEREOF, I have hereunto affixed my signature and the seal of the Corporation at _____ this _____, 20____.

Corporate Secretary

SUBSCRIBED AND SWORN to before me this _____ day of _____ 20__ affiant exhibiting to me his _____(government issued ID) _____ No. _____, issued in _____ on _____, 20____.

Notary Public

Doc. No. : _____;
Page No. : _____
Book No. : _____;
Series of 20____.

