

**RESOLUTION OF THE DIRECTORS OF
«ISSUER» (the “Corporation”)**

RE: AUTHORITY TO MAKE A LOAN TO «DEVELOPER»

WHEREAS:

- A. The Corporation desires to lend the sum of _____ DOLLARS (\$_____) to «DEVELOPER» (the “Borrower”) which loan shall be evidenced by a term promissory note with interest accruing thereon at the rate of _____ (____%) per annum;
- B. The Corporation will obtain the funds for the loan from investors by selling _____% Mortgage Units pursuant to the terms of an Offering Memorandum dated effective _____.

NOW THEREFORE BE IT RESOLVED THAT:

- 1. The Corporation lend the sum of _____ DOLLARS (\$_____) to the Borrower to be evidenced by way of a term promissory note and secured by one or more registered mortgages or similar forms of security against the lands being developed by the Borrower and other such documents as the President of the Corporation may deem necessary or advisable.
- 2. The President is hereby authorized, for and on behalf of the Corporation, to review and approve and to enter into and execute such documents as may be necessary to effect the aforesaid transaction on behalf of the Corporation, in such form as the President may in his own discretion approve on behalf of the Corporation and the execution of the Agreement by the President as aforesaid shall be conclusive evidence of such approval and upon such execution the documents shall be valid and binding upon the Corporation.
- 3. The Corporation enter into a Co-Owners Agreement with investors for the purpose of raising money to lend to the Borrower as contemplated herein.
- 4. The attached Schedule “A” setting out the details of the purchase of mortgage units pursuant to the Offering Memorandum dated effective _____ is hereby approved:

(See Schedule “A”)
- 5. The President be and is hereby authorized, for and on behalf of the Corporation, to execute the Co-Owners Agreement and the subsequent unit certificates to be issued to the aforementioned purchasers corresponding to the purchase of the units approved above, and the execution of the Agreement by the President as aforesaid shall be conclusive evidence of such approval and upon such execution the said Agreement shall be valid and binding upon the Corporation.

THIS IS A 6-PAGE PACKAGE OF DOCUMENTS.