

**RESOLUTIONS OF THE DIRECTORS OF**

\_\_\_\_\_ *[insert name of corporation]*

**(the "Corporation")**

**STOCK OPTIONS**

WHEREAS it is deemed to be in the best interests of the Corporation to issue stock options (the "Options") for the purpose of enabling certain key employees, officers and directors of the Corporation and its affiliates to participate in the growth of the Corporation and thereby provide effective incentives for such individuals;

**BE IT RESOLVED THAT:**

1. Subject to and conditional upon any necessary regulatory approval or ruling, options to purchase the following number of Class "\_\_\_" Common Shares in the capital stock of the Corporation (the "Shares") is hereby granted to the following individuals at the option exercise price of \_\_\_\_\_ (\$\_\_\_) per share:

Name	Address	No of Shares

pursuant to the terms of the proposed option agreements to be entered into by the Corporation and each of the above-named optionees.

2. The options hereby granted become effective upon the execution by the Corporation and each of the above-named optionees of an option agreement (the "Option Agreement") in substantially the form annexed to this resolution.

**THIS IS A 3-PAGE DOCUMENT.**