

Republic of the Philippines)
City of _____) S.S.

SECRETARY'S CERTIFICATE

I, _____, of legal age, **married/single**, Filipino, with business address at _____, after being sworn in accordance with law hereby depose and state:

1. I am the duly elected Corporate Secretary of _____, a corporation duly organized and existing under and by virtue of the laws of the Philippines, with principal office address at _____, (the "Corporation");
2. At the **special/regular** meeting of the Board of **Directors/Trustees** held at its principal office on _____, at which meeting a quorum was present, the following resolutions were regularly passed and unanimously approved by the Board of Directors, to wit:

"RESOLVED, AS IT IS HEREBY RESOLVED, that the Corporation be authorized, as it is hereby authorized, to **open/renew** and maintain **a/its** securities trading account with **BA SECURITIES, INC.** ("BSI");

"RESOLVED FURTHER, that the Board of **Directors/Trustees** designate and authorize any one of the following officers as signatories of the Corporation to, execute, sign and deliver any and all documents, and other writings of whatever nature or kind for and in behalf of the Corporation, necessary for the implementation of this resolution, to wit:

Name	Position	Specimen Signature
_____	_____	_____
_____	_____	_____

RESOLVED FURTHER, that BSI, its directors, officers, employees, agents or authorized representatives are each entitled and authorized to rely on these instructions as valid, binding and effective upon the Corporation and that BSI shall not be liable for any act done or suffered by them in reliance of the above instructions, it being understood that any and all risks and costs arising from the above instructions shall be for Corporation's sole and exclusive account.

RESOLVED FURTHERMORE, that all things/acts done and documents executed and entered into by the aforementioned signatories pursuant to and in accordance with the foregoing authorities are hereby affirmed, confirmed and ratified. Likewise all things/acts done and documents executed and entered into on behalf of the Corporation prior to this Resolution are hereby affirmed, confirmed and ratified.

"RESOLVED FINALLY, that the foregoing authorities shall remain in full force and effect and binding of the Corporation until notice in writing is received by BSI or another Board Resolution, revoking, amending or otherwise modifying the same."

3. I hereby further certify that the foregoing resolutions are in accordance with the records of the Corporation, and that the same has not been amended, superseded, or repealed.

IN WITNESS WHEREOF, I hereunto affix my signature this ____ day of _____
20__ at _____.

Corporate Secretary

SUBSCRIBED AND SWORN to before me this ____ day of _____ 20__ at _____
_____ affiant exhibiting her _____ issued on _____ at _____.

NOTARY PUBLIC

Doc. No. _____;
Page No. _____;
Book No. _____;
Series of _____.

SAMPLE ONLY