**CORPORATE RESOLUTION OF**

**(TYPE LEGAL NAME OF ORGANIZATION)**

 I, TYPE Name of Person A, do hereby certify the following:

 1. I am the duly elected and acting TYPE Title of Person A of TYPE Legal Name of Organization, a corporation organized and existing in good standing under the laws of the State of Maryland (the “Corporation”).

 2. Paragraph three below constitutes a true and correct statement of the resolutions (the “Resolutions”) which were duly adopted by the Board of Directors of the Corporation at a meeting held on \_\_\_\_\_\_\_, 20\_\_\_.

 3. RESOLVED: That the Corporation is hereby authorized to apply for and accept financial assistance (the “Award”) from the Department of Housing and Community Development of the State of Maryland (the “Department”) for the implementation of a project (the “Project”) further described in the Application dated \_\_\_\_\_\_\_ (the "Application”), which Award shall be upon those terms and conditions as the Corporation shall deem appropriate;

 FURTHER RESOLVED: That the Corporation is hereby authorized to accept the Award on such terms and conditions as the Department and the Authorized Officer(s) (as identified and defined below) shall deem appropriate for financing the Project;

 FURTHER RESOLVED: That the approval of this Board of Directors is hereby deemed conclusively evidenced by the execution of any and all documents required to effectuate the Award, including, without limitation, letters of agreement, award agreements and any other documents pertaining to the Award, by the Authorized Officer(s) of the Corporation, and the TYPE Title of Person A is hereby authorized to attest to the signatures of the Authorized Officer(s) and to certify a copy of these resolutions to any party having a valid interest therein.

 FURTHER RESOLVED: That the Board of Directors approves the inclusion of a confession of judgment clause in favor of the Department, and the execution and delivery of the Award documents, including a confession of judgment clause by the Authorized Officer(s), shall be conclusive evidence of approval.

 4. The Resolutions have not been amended, rescinded, or modified and are in full force and effect on the date hereof in the form originally adopted, and are in conformity with the Corporation’s Articles of Incorporation and By-Laws.

 5. The Articles of Incorporation dated \_\_\_\_\_\_\_\_, as amended on \_\_\_\_\_\_\_\_ (date), and the By-Laws dated \_\_\_\_\_\_\_, as amended on \_\_\_\_\_\_\_\_\_ (date), all of which were submitted to the Department on the \_\_\_\_\_ day of \_\_\_\_\_\_\_, 20\_\_\_, have not been amended, rescinded, or modified and are in the full force and effect on the date hereof.

 6. The following persons are (i) duly elected, qualified, and acting officers of the Corporation in the capacity indicated or are otherwise authorized to execute and deliver documents on behalf of the Corporation for the purpose of binding the Corporation (the “Authorized Officers”), and (ii) the signatures set forth after their names and titles are their true and genuine signatures:

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| --- | --- | --- |
| Name | Office/Title | Signature |
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WITNESS, my signature and the seal of the Corporation this day of , 20

 \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_(SEAL)

 [Signature of Person A Named Above]