

**APPOINTMENT OF REPRESENTATIVE
(Directors' Resolution)
(QBCA)**

..... (Corporate name)
DIRECTORS' RESOLUTION
DATED, 20...

APPOINTMENT OF REPRESENTATIVE

It is necessary and useful for the Corporation to appoint a person to represent it in all transactions and operations involving (name of other contracting party);

IT IS RESOLVED:

THAT (name of representative), (title), be hereby granted the power to manage, administer, sell, borrow, mortgage, pledge, rent, assign, convey, receive any sum and discharge such sum, or otherwise alienate and encumber any existing and future personal and real property of the Corporation and, without restricting the generality of the foregoing, to use any funds, to make any declaration that may be necessary for the above transactions that bind the Corporation, and to sign any instrument, document or other written text that he/she considers useful or necessary to give full effect to this resolution.

VALIDITY

V1 (Sole director) The undersigned, being the sole director of the Corporation entitled to vote, hereby adopts the above resolution(s) in accordance with section 140 of the *Business Corporations Act* (Quebec) with the same force and effect as if adopted at a duly convened meeting of the Board of Directors.

OR

V2 (More than one director) The undersigned, being all the directors of the Corporation entitled to vote, hereby adopt the above resolution(s) in accordance with section 140 of the *Business Corporations Act* (Quebec) with the same force and effect as if adopted at a duly convened meeting of the Board of Directors.

.....
Director

.....
Director

.....
Director