

**WRITTEN CONSENT OF THE BOARD OF DIRECTORS  
OF  
XXXXXXX  
IN LIEU OF A MEETING**

The undersigned, being all of the directors of , a corporation organized and existing under the laws of the State of xxxxxxx, do hereby consent to and adopt the following resolution to the extent such action had been duly authorized at a meeting of the board of directors held pursuant to notice:

**Whereas**, the Company desires to qualify to do business in the Commonwealth of Pennsylvania; and

**Whereas**, the name that the Company has incorporated under in the State of is not available for use in the Commonwealth of Pennsylvania; Therefore, the Company must adopt and alternate name for use in the Commonwealth of Pennsylvania:

**RESOLVED**, that Company is hereby authorized to transact business in the Commonwealth of Pennsylvania under the fictitious name xxxxxx@ and that the officers of the Company are hereby authorized and directed to execute and file an Application for Certificate of Authority, which includes the fictitious name to be used in the Commonwealth of Pennsylvania, with the Department of State and to take any and all further action desirable or necessary in connection therewith.

**RESOLVED**, that this Consent be filed with the Secretary of the Company

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