

CONSENT ACTION OF THE DIRECTORS

The following actions are hereby taken by the unanimous written consent of the directors of _____
_____ (the "Employer") in lieu of a meeting of the directors.

With respect to the termination of the _____ (the "Plan"), the following resolutions are hereby adopted:

RESOLVED: That the Plan be terminated effective _____, with no further contributions to be made under the Plan;

RESOLVED FURTHER: That the appropriate officers of the Employer be, and they hereby are, authorized and directed to execute said amendment on behalf of the Employer;

RESOLVED FURTHER: That the accounts of the participants in the Plan shall be 100% vested as of the date of the plan termination;

RESOLVED FURTHER: That the benefits held under the Plan shall be distributed to plan participants as soon as administratively feasible pursuant to the terms of the Plan; and

RESOLVED FURTHER: That the officers of the Employer be, and they hereby are, authorized and directed to take any and all actions and execute and deliver such documents as they may deem necessary, appropriate or convenient to effect the foregoing resolutions including, without limitation, causing to be prepared and filed such reports, documents or other information as may be required under applicable law.

Dated this _____ day of _____, _____.

Signature

Printed Name

Title