

**Certification of Resolution for**

**LIMITED PARTNERSHIP**

**to enter into a Listing Agreement with a Broker**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| I, |  | | | | , |
|  | Name | | | |  |
| the | |  | | | of |
|  | | Title: General Partner or Other (specify) | | |  |
|  | | | | | |
| Legal Name of Partnership | | | | | |
| (**Company**), a | | |  | limited partnership, do hereby certify that the | |
|  | | | State of Formation |  | |
| following is a true and correct copy of the resolution duly adopted by the Partners of the Company | | | | | |
|  | | | | | |
| in accordance with its Partnership Agreement and other applicable governing documents, and | | | | | |
|  | | | | | |
| that such resolution remains in full force and effect: | | | | | |

|  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| “Be it resolved that | |  | | | | | | | | |
|  | | Name of Authorized Person | | | | | | | | |
| the |  | | | | | of the Company, is hereby | | | | |
|  | Title – i.e. General Partner, Other (specify) | | | | |  | | | | |
| directed, with full and complete authority, to execute and deliver in the name of and on | | | | | | | | | | |
|  |  | | | | |  | | | | |
| behalf of the Company, the Exclusive Listing Agreement dated | | | | | | | |  | |
|  | | | | | | Date of Listing Agreement | | | |
| between the Company and | | | | | | | | | |
|  | | | | | | | | | |
|  | | | | | | | | | , | |
| Name of Brokerage Firm | | | | | | | | |  | |
| to list for sale, lease or exchange certain assets or stock in the Company as described | | | | | | | | | |
|  | | | | | | | | | |
| therein and to perform any necessary act in connection with the execution and delivery | | | | | | | | | |
|  | | | | | | | | | |
| of such agreement. | | | | | | | | | |
|  | | | | | |
| General Partner’s or Other’s Signature | | | | | |
|  | | | | |
| Date | | | | |