



4747 N. 7th Street, Suite 170, Phoenix, AZ 85014
Phone: 602-485-1346 Fax: 602-788-0423

Issuance Resolution

Corporate Resolution Authorizing the Issuance of New Shares of Stock For

"Company"

Class of Stock

Resolved, that First American Stock Transfer, Inc. stock transfer agent for the Company's class of stock, as described above is authorized to issue the shares described below and increase the outstanding shares on the books of the Company.

Increasing the Number of Shares Outstanding by _____

Issuance Instructions (Please Type) if multiple recipients write "See Addendum" in the first box and complete as many pages of the Addendum as needed.

Shareholder Name Shareholder Address Number of Shares Cost Per Share Acquired Date (*) Restriction Status

TIN _____ Email: _____ Phone: _____

*All stock issuances designated as Free Trading shares must be accompanied by a legal opinion or issued Pursuant to an effective registration statement. Status abbreviation- Free Trading (F), 144 Restricted (R), Restricted Control (RC), Control (C), Regulation S (RS), Special Legend (SL)

If shares are to be issued "Free Trading", please select one of the following:

Registered Pursuant to an Effective Registration Statement Exempt from Registration
Statement Type (Form S-1, S-3, S-8, etc.): _____ (include legal opinion)
SEC File Number: _____

I, the undersigned, qualified officer of the Company, do hereby indemnify First American Stock Transfer, Inc. and it's employees against any and all actions taken by the Company, and certify that this is a true copy of a resolution, set forth and adopted on the below date, and that the said resolution has not been in any way rescinded, annulled, or revoked but the same is still in full force, and effect. The shares subject to this resolution have been allotted and that the company has received the full consideration for such shares and that such shares are therefore fully paid and non- assessable.

Shipping Instructions Method: please be specific *Overnight, 2Day, Express, etc....* (Fed Ex, UPS, Regular Mail, Other) _____

Account # _____ Zip _____

All certificates will be shipped directly to the shareholder 1st class mail unless otherwise specified.

Officer's Signature

Officer's Name Printed

Title of Officer

Date

***Please see last page for acceptable registrations.

Addendum Instructions:

Additional Issuance Instructions: Please type, you may supply your own excel version as an exhibit but please include the same field information as seen below.

Shareholder Name Shareholder Address Number of Shares Cost per Share Acquired Date (*) Restriction Status

TIN: _____ Email: _____ Phone: _____

Shareholder Name Shareholder Address Number of Shares Cost per Share Acquired Date (*) Restriction Status

TIN: _____ Email: _____ Phone: _____

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TIN: _____ Email: _____ Phone: _____

Shareholder Name Shareholder Address Number of Shares Cost per Share Acquired Date (*) Restriction Status

TIN: _____ Email: _____ Phone: _____

Acceptable Registrations

STA Guidelines: The Securities Transfer Association (STA) Guidelines established criteria for the proper registration of securities.

Taxpayer ID Number (TIN): In addition to the proper registration, every request for transfer and registration should indicate street address, city, state, zip code, and social security numbers (SSN) or taxpayer ID number (TIN).

Individual Registration: Include the first name, middle initial, and last name of the security holder. Do not include titles or abbreviations of honor, rank, or preferment of a social, military, Religious, professional, hereditary, appointive, or elective nature.

Joint Ownership: Registrations describing joint ownership must be designated in one of the following formats:

- **JT TEN WROS= joint tenants with rights of survivorship**
- **TEN ENT= tenants by entirety (husband & wife only)**
- **TEN COM= tenants in common**
- **COMM PROP= community property (husband & wife; not in all states)**

Trusts: The name(s) of the trustee(s) should appear in the registration of securities held in the trust. The exception is the case of a pension or profit sharing plan trust where the trust is adequately described.

Every living trust must include the date and beneficiary of the trust. Preferred format is:

**John Smith TTEE
U/A DTD 3/17/97 FBO Charles Smith**

Because the trustees of pension and profit sharing plans may change frequently, their names are not usually included in the registration of securities. The following format is preferred:

**Trustees of the Acme Shoe Corp. Profit
Sharing Plan U/A DTD 4/4/98**

Custodianship: Securities given to a minor should be registered in the name of the custodian for the benefit of the minor. They may be set up under the Uniform Gifts to Minors Act (UGMA) or Uniform Transfer to Minor Act (UTMA) whichever applies. Registration to the name of a minor, individually, should be discouraged.

Under the Uniform Transfer to Minor Act, registration for gifts to minors form estates, trusts, or Guardianships should be formatted as follows:

Benjamin Rice as Custodian for James Rice under the Kansas Uniform Transfer to Minor Act

Transfer on Death: A relatively new type of registration is referred to as TOD. TOD is the acronym for Transfer on Death

An example of such registration would be:

Henry Bud TOD Crystal Hall subject to STA TOD Rules

Only natural persons can use TOD. An individual, (singular) corporation or other entity can be the beneficiary. The most important point to keep in mind is that during their lifetime the security belongs to the principal 100%. The individual designated has absolutely no ownership Interest and may be removed at the principal's wishes.

**** The information on this form is designed to provide general guidance and should not be relied upon in place of tax or legal advice. You should refer to a professional advisor or accountant regarding any specific requirements or concerns.