

Country Bank Cash Management Business Resolution

Company:

Tax ID Number:

This document evidences the authority of the above referenced Company (sometimes referred to as you) to enter into the Country Bank Cash Management Services Agreement and identifies the person(s) authorized to execute the agreements and designates the Company Administrator.

The undersigned certifies to Country Bank and its affiliates, assignees and designees ("Country Bank" "Us" "We") that you are the person(s) responsible for certifying Resolutions adopted by the above Company ("You"). You further certify that the following Resolutions were duly adopted by the Board of Directors (if a corporation), partners (if a partnership), general partner (if a limited partnership), members/managers (if a limited liability company), proprietor (if a sole proprietorship) or other governing authority of you in accordance with your by-laws or operating agreement.

Resolved: The person executing the Cash Management Application and Enrollment Form, and selected optional service agreements is hereby authorized, on your behalf, to execute said forms, and to thereby bind you to such Agreement (and all other documents that are part of that Agreement), as amended from time to time, for the purpose of utilizing Country Bank Cash Management Services and to designate the "Company Administrator" who will have full online control over Country Bank Cash Management Services.

Resolved: The Company Administrator, as identified on the Application and Enrollment Form, acting alone, is authorized to act on your behalf in connection with any and all services, modules and programs offered by us, or any of our affiliates or designees, including all online and network matters relative to your Country Bank Cash Management Services, including but not limited to the right to (i) designate authorized Users by establishing User IDs and passwords, (ii) terminate or cancel User IDs and passwords; (iii) grant and/or deny a User's access to your Online accounts, (iv) grant and/or deny a User's access to specific Services, (v) establish User limits for initiating transactions (vi) grant and/or deny approval authority to a User, and (vii) select, participate in and utilize from time to time any and all programs, modules, and services respecting the Country Bank Cash Management Services all whether now or hereafter existing or available.

Resolved: The Company Administrator has the sole authority to designate one or more "User Administrators" who will also have online control over and access to the Country Bank Cash Management Services and its authorized Users as identified in (i) through (vi) above. User Administrators cannot designate additional User Administrators.

Resolved: The above Resolutions have priority over all other resolutions, authorizations, signature cards and other documents on file with us, including limitations on authority over your accounts designated in the Country Bank Cash Management Application and Enrollment and Cash Management Amendment Forms and shall retain priority notwithstanding any subsequent change in any other such agreements or documentation.

Resolved: The above Resolutions shall remain in full force and effect until we receive written notification of the revocation of any authority or designation. Receipt of such notice shall not affect any action taken by us until we have had a reasonable time to act on such notification.

You certify that the above Resolutions have not been amended and are in full force and effect.

This Certification must be signed by the clerk or secretary of a Corporation, all of the partners of a general partnership, the general partner of a limited partnership, the managers or members of a limited liability company or the owner of a sole proprietorship.

<i>Signature</i>	<i>Name & Title</i>	<i>Date</i>
<i>Signature</i>	<i>Name & Title</i>	<i>Date</i>
<i>Signature</i>	<i>Name & Title</i>	<i>Date</i>
<i>Signature</i>	<i>Name & Title</i>	<i>Date</i>