

UNANIMOUS ACTION OF ALL THE DIRECTORS AND SHAREHOLDERS  
OF

\_\_\_\_\_  
(Minutes of Annual Meeting)

The undersigned, being all the Directors and Shareholders of \_\_\_\_\_ pursuant to the provisions of Sections 141 and 228 of the Delaware General Corporation Law, agree that the following was approved as if duly taken at a regularly called meeting of the corporation on \_\_\_\_\_ and shall be entered into the minutes of the corporation:

RESOLVED: That the following persons are elected (re-elected) as officers of the corporation to serve until their successors are elected and qualify:

President:

Secretary:

Treasurer:

FURTHER RESOLVED: That the following persons are elected (re-elected) as Directors of the corporation to serve until their successors are elected and qualify:

Director:

Director:

FURTHER RESOLVED: That \_\_\_\_\_ shall continue to be retained as the corporation's Certified Public Accountant.

FURTHER RESOLVED: That the authorized salary of \_\_\_\_\_ (President) shall be \_\_\_\_\_ for the next fiscal year.

FURTHER RESOLVED: That \_\_\_\_\_ shall be paid a bonus of \$ \_\_\_\_\_ on or before \_\_\_\_\_ in recognition of his/her extraordinary administrative and executive efforts during the fiscal year.

FURTHER RESOLVED: That the President is authorized to contribute \$ \_\_\_\_\_ to the corporation's \_\_\_\_\_ (Name of Qualified Retirement Plan) such amounts to be contributed on or before the deadline or extended for filing the United States Corporation Tax Returns.

\_\_\_\_\_  
(Director or Directors)

\_\_\_\_\_  
(Stockholder or Stockholders)

Dated: \_\_\_\_\_