



WE MAKE WORKERS' COMP WORK

CORPORATE BOARD RESOLUTION

I, _____, do hereby certify that I am the duly elected and qualified Secretary and the keeper of the records and corporate seal of _____ a _____ corporation, and that the following is a true and correct copy of certain resolutions duly adopted at a meeting of the Board of Directors thereof, convened and held in accordance with the law and the Bylaws of the Company on _____, and that such resolutions are now in full force and effect;

RESOLVED, that this Company shall be responsible for all Worker's Compensation and Casualty Claims of the Company and its subsidiary or affiliate _____ in accordance with Minnesota Laws Chapter 176, 79A and Minnesota Rules 2780; and

FURTHER RESOLVED, that the Chairman of the Board, the President, any Vice President, the Secretary, and Assistant Secretary, the Treasurer or any Assistant Treasurer, is authorized for and on behalf of this Company to make application to the appropriate department or commission in any State in the United States of America or any province in the Dominion of Canada for this Company to become self-insurer of Worker's Compensation and Casualty Claims of this Company or any of its subsidiaries, to execute an application to become a self-insurer, to execute an indemnity bond or guarantee in such amount as may be required by law, to consent to be sued in the Courts of any such state or province in regards to its obligations as a self-insurer, to consent to the service of process upon one or more of its business entities in such state or province as constituting service on the parent corporation, and to execute any other documents, or to do such other acts as may be necessary or proper to accomplish the purpose and intention of this resolution.

FURTHER RESOLVED, that the Board of Directors of this Company shall be deemed and conclusively presumed by these resolutions to have adopted any resolutions approved by the Secretary, a Vice President or the General Counsel not inconsistent with this resolution which may be required or requested by any department, commission or governmental agency, or any other entity or person in connection with the transactions contemplated by the foregoing resolution; and that the Secretary and each Assistant Secretary of this Company are each authorized to certify the adoption by the Board of Directors of this Company of any form of resolution not inconsistent with this resolution which may be required or requested by any department, commission or governmental agency, or any other entity or person in connection with the transactions contemplated by the foregoing resolution providing that a copy of such resolution shall be filed with the minutes of proceedings of the Board of Directors of this Company.

IN WITNESS WHERE OF; I have affixed my name as Secretary and have caused the corporate seal of the Company to be hereunto affixed this _____ day of _____, 20_____

_____(Secretary)