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CERTIFICATE OF SECRETARY

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I, the undersigned, do hereby certify that was a

1. I am the duly elected, qualified and acting Secretary of GreatBanc Trust Company, an Illinois corporation; and

2. The following resolutions were unanimously adopted at a Meeting of the Board of Directors of GreatBanc Trust Company held on May 10, 1990, have not been amended, altered, repealed or rescinded and are in full force and effect as of the date hereof:

WHEREAS, GreatBanc, Inc. (the "Holding Company"), a bank holding company, is authorized and empowered by Paragraph 3-3 of the corporate Fiduciaries Act of Illinois as from time to time amended (Ill. Rev. Stat. CH 17, Sec. 1553-3) to cause a subsidiary, qualified to administer trusts to succeed to part or all of the trust business of any other subsidiary of the same bank holding company, and

WHEREAS, GreatBanc Trust Company and First National Bank, are both subsidiaries of the Holding Company and are both qualified to administer trusts, and

WHEREAS, the Holding Company desires and believes that it is in the best interests of the Holding Company, the subsidiaries and their trust clients that GreatBano Trust Company shall succeed First National Bank as to their existing trust business and become the successor fiduciary with all of the rights, powers and duties which were granted to or imposed on First National Bank.

NOW, THEREFORE, BE IT

RESOLVED, that effective May 10, 1990, GreatBanc Trust Company shall become successor fiduciary in place of First National Bank with all the rights, powers and duties which were granted to or imposed on the predecessor fiduciary. This succession of fiduciaries shall apply to all trust accounts administered by the predecessor fiduciary except to the extent such succession would be inconsistent with the provisions of the trust instrument.

FURTHER RESOLVED, that the officers of the Corporation are hereby authorized and empowered to take all steps necessary to effectuate the foregoing resolution.

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IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of GreatBanc Trust Company this 25th day of May, 1990.

Charles H. PERLMAN Secrety

DOOD OF COOP C. LOT THIRTY FIVE (35) IN OLYMPIA WOODS, A SULDIVISION OF PART OF SECTION 13, TOWNSHIP 35 NORTH, RANGE 13, EAST OF THE THIRD PRINCIPAL MERIDIAN, IN COOK COUNTY, ILLINOIS, ACCORDING TO PLAT THEREOF REGISTERED IN THE OFFICE OF THE REGISTRAR OF TITLES, COOK EQUITY, ILLINOIS, AS DOCUMENT NUMBER 1458308. Clart's Office

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