

An attorney should be consulted prior to the execution and delivery of the form set forth herein.

Certificate of Authority

The undersigned _____, being a/the duly elected, qualified and acting

_____ of _____, a New York Limited Liability _____
Company (referred to in this Certificate as "the Company"),

Does Hereby Certify:

1. That the Articles of Organization of the Company have been duly filed with the Secretary of State of the state of New York on _____, and that said Articles of Organization (have not been amended) (were amended on _____).
2. That the Articles of Organization, or a Notice containing the substance of same, has been duly published as required by law.
3. That the Operating Agreement of the Company has not been amended or repealed and remains in full force and effect on the date of this Certificate.
4. That neither the Articles of Organization nor the Operating Agreement require, nor have either of said documents been amended to require, any act be taken or meeting be held by Members and/or Managers of the Company other than the following:

5. That all of the said requirements of the Operating Agreement, or of statute, if the Operating Agreement is silent, with respect to the meeting and/or consent of Members and/or Managers of the Company to the proposed sale or mortgage have been met. A true copy of the duly adopted resolution(s) authorizing the transaction, is/are annexed to this Certificate. Said resolution(s) has(ve) not been amended or revoked, and remain(s) in full force and effect.
6. That the following person(s) has/have been and is/are duly authorized by the Company to execute all documents necessary to effectuate the proposed sale or mortgage, and that the signature set forth opposite his/her name is his/her genuine signature:

NAME	OFFICE	SIGNATURE
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

7. This Certificate of Authority is made to induce _____
to accept a mortgage on or a conveyance of said premises and to induce
_____ Title Insurance Corp./Company to issue
a policy of title insurance covering said premises knowing that they will rely on the truth of
the statements made herein.

In Witness Whereof, the undersigned has executed this Certificate this _____ day
of _____ in the year _____.

STATE OF NEW YORK, COUNTY OF _____

On the _____ day of _____ in the year _____, before me, the
undersigned, personally appeared _____,
personally known to me or proved to me on the basis of satisfactory evidence to be the
individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to
me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their
signature(s) on the instrument, the individual(s), or the person on behalf of which the
individual(s) acted, executed the instrument.