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**BOARD OF DIRECTORS RESOLUTION**  
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Upon a duly made, seconded and unanimously adopted motion, the Board Of Directors of Express Paper Products adopted the following resolution:

**WHEREAS**, the Board Of Directors has determined that it is in the best interest of Express Paper Products to declare Express Paper Products to be a Close Corporation, it is hereby:

**RESOLVED**, that the Board Of Directors is authorized to declare Express Paper Products to be a Close Corporation under the laws of the state of Washington and that the Initial Incorporators, Stockholders, Directors, and Officers are directed to comply with all State and Federal laws regarding Close Corporations and upon such terms and conditions as the Board Of Directors shall determine are in the best interests of Express Paper Products.

The undersigned, Rita G Conner, certifies that I am the duly appointed Secretary of Express Paper Products and that the above is a true and correct copy of resolutions duly adopted in accordance with law and the By-law of Express Paper Products, and that such resolution is now in full force and effect.

**IN WITNESS THEREOF**, I have affixed my name as Secretary of Express Paper Products to this resolution.

Dated The Thirtieth Day Of April, Two Thousand Eleven

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Rita G Conner, Secretary

# Sample Board Resolution Appointing Officers

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