

Limited Partnership Resolution

Name of Limited Partnership
(Referred to in this document as "Partnership")

Address

City, State, Zip Code

Date: _____

Tax I.D. # : _____

BE IT RESOLVED THAT:

- (1) The Merck Sharp & Dohme Federal Credit Union ("Credit Union") is designated as a depository for the funds of the Partnership.
- (2) This Resolution shall continue to have effect until express written notice of its rescission or modification has been received and recorded by the Credit Union. Any and all prior Resolutions adopted by the Partnership and certified to the Credit Union as governing the operation of the Partnership's account(s) are in full force and effect, unless supplemented or modified by this Resolution.
- (3) All transactions, if any, with respect to deposits, withdrawals and borrowings by or on behalf of the Partnership with the Credit Union prior to adoption of this Resolution are hereby ratified, approved and confirmed.
- (4) Any of the persons, who are named below and who have signed this Resolution, so long as they act in a representative capacity as agents of the Partnership, are authorized to make any and all other contracts, agreements, stipulations and orders which they deem advisable for the effective exercise of their powers indicated below, from time to time with the Credit Union, concerning funds deposited in the Credit Union, money borrowed from the Credit Union or any other business transacted by and between the Partnership and the Credit Union subject to any restrictions stated below.
- (5) If any other parties become interested in this Partnership as general partners, the partnership relationship is altered in any way or if the business should change the form of its business entity, the general partners shall notify the Credit Union immediately in writing.
- (6) The Partnership agrees to the terms and conditions of any account agreement, properly opened by any authorized representative(s) of the Partnership, and authorizes the Credit Union at any time to charge this Partnership for all checks, drafts, or other orders of payment of money that are drawn on the Credit Union, regardless of by whom, and contain the required number of signatures for this purpose.
- (7) If indicated, any person listed below (subject to any expressed restrictions) is authorized, and shall have the powers granted (which are set forth below), to:

Name and Title or Position

Signature

A.	_____	_____
B.	_____	_____
C.	_____	_____
D.	_____	_____
E.	_____	_____
F.	_____	_____

Powers Granted The letter corresponding to the foregoing name shall have the Power that is described below with the number of signatures required to exercise such Power.

Indicate A, B, C,
D, E and/or F and
indicate number of
signatures required

Description of Power

_____	(1) Modify this Resolution. Number of Authorized Signers required for this purpose _____
_____	(2) Open any deposit or checking account(s) on behalf of the Partnership. Number of Authorized Signers required for this purpose _____
_____	(3) Endorse checks and orders for payment of money and withdraw funds on deposit with the Credit Union. Number of Authorized Signers required for this purpose _____
_____	(4) Borrow money on behalf of, and in the name of, the Partnership, sign, execute and deliver promissory notes or other evidences of indebtedness. Number of Authorized Signers required for this purpose _____

This Resolution has been unanimously approved by the following named parties, who constitute all of the general partners of the Limited Partnership.

Signatures: (Please type name under signature)

X _____	X _____	X _____
X _____	X _____	X _____