



SECRETARY CERTIFICATE

The undersigned hereby certifies as follows:

1. I hereby certify that I am the Secretary of _____ (name of institution); herein after referred to as Company, located in the County of _____, State of _____, and that I have been duly appointed, and am presently serving in that capacity, in accordance with the by-laws of the Company.
2. I further certify that the following resolutions have been duly adopted at a meeting (duly convened where a quorum of Directors was present), or by the unanimous written consent of, the Directors of Company, and such resolutions have not been amended or revoked, and are now in full force and effect.

WHEREAS, _____ (name of institution) has applied to be a Correspondent Lender of Cornerstone Home Lending, Inc. ("CHL"), as that term is defined in the CHL Loan Policy Manual; and

WHEREAS, as a condition to the approval as a Correspondent Lender of Cornerstone Home Lending, Inc., the Company must execute a CHL Checklist for Approval as a Correspondent Lender, a Correspondent Purchase and Sale Agreement, a Delegated Underwriting Agreement (if applicable), and a Request for CHL Sponsorship (if applicable).

THEREFORE, BE IT RESOLVED, that the Board of Directors of the Company hereby approves and authorizes the Company's application for approval as a Cornerstone Home Lending, Inc. Correspondent Lender, and

BE IT FURTHER RESOLVED, that the following officers of the Company are hereby authorized on behalf of _____ (name of institution) to execute the CHL Checklist for Approval as a Correspondent Lender, the Correspondent Purchase and Sale Agreement, the Delegated Underwriting Agreement (if applicable), and the Request for CHL Sponsorship (if applicable) and all other documents necessary to effectuate the approval of Company as a Cornerstone Home Lending Inc. Correspondent Lender:

The foregoing resolutions are presently in full force and effect, and have not been revoked or rescinded as of the date hereof.

Signed

Dated

IN WITNESS WHEREOF, I have hereupon set the seal of this institution, this the _____ day of _____, 20____.

SECRETARY SEAL