

RCS Bank
BANKCARD SERVICES
CERTIFICATION AND DIRECTIVE

The undersigned representative(s) (whether one or more, the “Representative”) of the below named Company (the “Company”) hereby certifies to BankCard Services (“BankCard Services”) on behalf of Company that the following certificate and directive have (i) been approved by the authorized governing body of or the individuals comprising Company in accordance with the organizational documents of Company, and (ii) not been amended, modified or revoked as of the date hereof.

Certification

1. The name of Company is _____.
2. The physical address of Company is _____.
3. The federal tax identification number of Company is _____.
4. Company is, and at all times shall be, duly organized and validly existing under the laws of the state of its origin and the state where Company is located.
5. Company has the full power and authority to enter into and perform any and all agreements incidental to the bank card services provided to Company by BankCard Services and to authorize the persons designated herein to transact business on behalf of Company in connection with such bank card services.
6. Company has duly authorized the Representative to complete the Certification and Directive on behalf of Company.
7. Company will promptly notify BankCard Services in writing at the address first given above (or such other address as BankCard Services may designate from time to time) prior to: (a) any change in Company’s name; (b) any change in Company’s assumed business name; (c) any modification or rescission of the Directive below; or (d) any change in any other aspect of Company that directly or indirectly relates to any agreements between Company and BankCard Services.

Directive

1. BankCard Services is designated as Company’s provider of bank card services subject to such terms, conditions, rules and regulations of BankCard Services governing bank card services from time to time, and Company’s agreement with such terms, conditions, rules and regulations shall be conclusively presumed by Company’s use of the bank card services;
2. All acts and things done prior to the date hereof by or on behalf of Company in connection with the bank card services are hereby ratified, confirmed, and approved;
3. Any and all prior agreements by the Company concerning the bank card services continue in full force and effect as supplemented or modified herein.

4. Company, as any of the persons named below (the “Authorized Persons”) shall deem necessary or desirable, shall enter into and deliver such instruments, documents, agreements, and other writing as in the opinion of the Authorized Persons may be necessary or desirable to obtain the bank card services (the “BankCard Documents”). Each of the Authorized Persons is hereby authorized and directed (individually and without the joinder of any other Authorized Person) to enter into and deliver on behalf of Company, as the Authorized Person may deem necessary or desirable, any and all of the BankCard Documents contemplated by these Resolutions, each BankCard Document to be in form and content satisfactory to the Authorized Person(s), such satisfaction to be conclusively evidenced by the Authorized Persons execution of the same, and to do all such acts and things as in the opinion of the Authorized Persons may be necessary or desirable in connection with the bank card services. Any of the Authorized Persons may act on behalf of the Company without the joinder of any other person.

The Authorized Representatives are as follows:

Name	Title	Signature
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

CONTINUING VALIDITY. This Certification and Authorization shall remain in full force and effect and BankCard Services may rely upon it until written notice of its revocation or amendment shall have been delivered to, received, and acknowledged by BankCard Services. Any such notice shall not affect any of Company’s liabilities, obligations or agreements in effect at the time such notice is given.

BankCard Services may rely upon the foregoing Certification and Authorization in extending bank card products and services to Company.

IN WITNESS WHEREOF, the foregoing Certification and Authorization is executed and shall be effective on the date first stated below.

_____ Date
 _____ Name: _____
 _____ Title: _____

INTERNAL BANKCARD USE	
ATTEST _____ Name: _____	Accepted by BankCard Services on _____, 201____ Title: _____