

REPUBLIC OF THE PHILIPPINES }
_____ } S.S.

SECRETARY'S CERTIFICATE

I, _____, of legal age, Filipino, and with office address at the _____, Metro Manila, after having been sworn in accordance with law, hereby depose and state:

1. I am the Corporate Secretary of _____, (the "Corporation") a corporation duly organized and existing under the laws of the Philippines with office address at _____, Metro Manila;

2. I certify that the Board of Directors of the Corporation, in a _____ meeting held on _____, for which a quorum existed, the following resolutions were approved and adopted by the vote of majority of the directors present, *to wit*:

"RESOLVED, that effective immediately, _____
_____ is hereby constituted as the authorized or official
representative of the Corporation in all its transactions or
dealings with the Filipino Society of Composers, Authors and
Publishers, Inc. (FILSCAP), with full power and authority to
exercise all rights and privileges accorded to the Corporation as a
member of FILSCAP, including, but not limited to, the right to
vote or appoint a proxy for the Corporation, and be considered as
the Corporation's nominee for election to FILSCAP's Board of
Trustees.

RESOLVED, FURTHER, that the foregoing appointment shall remain in effect until it is revoked by the Corporation and such revocation is communicated in writing to FILSCAP."

IN WITNESS WHEREOF, I have hereunto affixed my signature this ____ day of _____ 20__ in _____, Philippines.

Corporate Secretary

SUBSCRIBED AND SWORN TO BEFORE ME, a Notary Public for and in the City of _____, Philippines, this ____ day of _____ 20__, affiant who is personally known to me and whose identity I have confirmed through his Government Issued _____ ID No. _____ issued on _____ at _____.

Doc. No. _____;
Page No. _____;
Book No. _____;
Series of 20__.