

At a meeting held October 6, 1981, the following action was taken by the Board of Directors:

RESOLVED that this Board hereby delegates authority to consummate any transaction for the acquisition, exchange or disposal of capital assets, including, without limitation, securities, tangible or intangible personal property and the purchase and sale or other disposition, pledge, mortgage, encumbrance or other placing at risk of real property assets, with maximum limits based upon the total value to the Corporation, as follows:

Executive Committee	\$1,000,000
Each director, other than the President (each of which such directors being hereby designated a committee of one for this purpose)	350,000
Chairman of the Board	350,000
President	100,000

Action by the Executive Committee may be taken by written consent of both members of the Committee or by the affirmative vote of both members at a meeting of the Committee. The secretary or any assistant secretary of the Corporation shall serve as secretary of the Committee; and further

RESOLVED that in determining the total value to the Corporation of each transaction for the purposes of the authority in the preceding resolution,

- (i) the value of the assets to be acquired in such transaction shall be the total amount in cash and fair market value of property, services or rights to be paid, committed or placed at risk by the Corporation; and
- (ii) the value of Corporation assets to be exchanged or disposed of in such transaction shall be the highest of the gross proceeds, fair market value as established by current appraisals or the current book net assets value;

and further

RESOLVED that transactions approved under authority of the foregoing resolutions as to which the total value to the Corporation exceeds \$100,000 shall be reported to the full Board at its next meeting.

This supercedes resolutions of the Board adopted November 10, 1978.

At a meeting May 18, 1982, the following action was taken by the Board of Directors:

RESOLVED that, with respect to any transaction approved under the authority of the resolutions adopted by this Board on October 6, 1981 each of the following officers:

- Chairman of the Board
- President
- any Vice President

is hereby authorized, on behalf of the Company, to do all things necessary, including the execution and delivery of any and all documents, in form approved by counsel, to carry out such transaction.

STATE OF MICHIGAN)
 COUNTY OF STAMINA) ss
 I HEREBY CERTIFY THAT THE WITHIN
 INSTRUMENT WAS FILED BY
 STAMINA COUNTY TITLE CO.
 OF STAMINA COUNTY, MICH.
 AT 12:45 P. APRIL 1, 1985
 WASHINGTON, MICH. K
 MISC. 670
 REPORTED OF STAMINA COUNTY WITH
 JIM O'BRYEN
 COUNTY CLERK
 DEPUTY