

ACTION OF INCORPORATOR

OF

[COMPANY NAME]

[Date]

The undersigned, being the sole Incorporator of [Company Name], a Delaware corporation (the “Company”), hereby adopts the following resolutions pursuant to Section 108 of the Delaware General Corporation Law with respect to the initial organization of the corporation:

1. Adoption of Bylaws

RESOLVED: That the Bylaws attached to this Action by Incorporator are hereby adopted as the Bylaws of the Company.

RESOLVED FURTHER: That the Secretary of the Company is hereby authorized and directed to execute a certificate of the adoption of the Bylaws and insert it in the Company’s Minute Book and that the officers of the Company are ordered to maintain a copy of such Bylaws in the principal office of the Company for the transaction of its business open for inspection by the stockholders at all reasonable times during office hours.

2. Board of Directors

RESOLVED: That the following individuals are hereby elected as directors of the Company, to serve as directors until their successors are duly elected and qualified:

[Director 1]

[Director 2]

[Director 3]

3. Resignation

RESOLVED: That the undersigned sole incorporator hereby resigns as incorporator of the Company, subject to the terms of the Delaware General Corporation Law, and shall have no further responsibilities or obligations to the Company in his or her capacity as incorporator.

This Action of Incorporator shall be filed in the Minute Book of the Company and shall be effective as of the date first written above.

[Incorporator Name], Incorporator