

WHEREAS, the Certificate of Incorporation of Employee Transfer Corporation recorded in Cook County as Document No. 20-733-233, states the purposes for which the corporation is organized to be:

Purchasing and otherwise acquiring, holding, owning, mortgaging, pledging, selling, transferring, and in any other manner disposing of, and dealing in and with real property and interests therein, and goods, wares, merchandise, and other personal property, of any and every class and description and wherever situated, and doing any and all things incident thereto; and

To carry on any other lawful business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation, provided the same shall not be inconsistent with the laws under which this corporation is organized.

AND WHEREAS, paragraph 7 of the Illinois Business Corporation Act as amended provides as follows:

A corporation having among its purposes, as set forth in its articles of incorporation, that of acquiring, owning, using, conveying, and otherwise disposing of and dealing in real property or any interest therein, shall have power and authority to do so without limitation.

AND WHEREAS, Article V, Section I of the By Laws provides that:

The board of directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation; and such authority may be general or confined to specific instances.

NOW THEREFORE, it is:

RESOLVED, that the President, Executive Vice President and any Vice President of the corporation be and they each are hereby authorized to enter into any contract and execute and deliver any deed or other instrument incidental to the corporate powers above described and further that such other officers as may be given the authority in writing by the President from time to time are similarly authorized.

I, Rebecca Shillington being the Secretary of Employee Transfer Corporation, an Illinois Corporation, do hereby certify that the above is a full complete copy of a resolution properly adopted by the Board of Directors of the Company at a special director's meeting dated the 13th day of April, 1978, and that as provided under the terms of that resolution on this date of following persons are empowered thereunder to execute instruments on behalf of the Corporation: Judy Aakeberg, Carol Ansolabehere, Elaine Baker, Theodore D. Bell, Charlotte Berry, Sharon Betz, Carole Bielak, Jeanne Binks, Margaret Brunnelle, Cindy Cade, Nancy Campenella, John M. Clarke, Robert L. Colvin, Fannie J. Cooper, Leslie Davis, Thomas DeHeer, Phyllis M. Derrick, Marj Elliot, Sonnie Ford, Chuck Gable, Joseph W. Gall, Cynthia A. Glessner, Dawn Griffin Chester Goldberg, Margie A. Halich, Lisa Hodges, Stacey Holland, Nancy Hojnacki, Janet Hutchinson, Jill K. Inlay, Gary W. James, Leah Jennings, Elizabeth A. Johnson, Janine L. Johnson, Roberta Rae Kenney, Phillip Kosanovich, Marilyn S. Kuzmins, Thomas A. Lee, Robert F. Liggett, Rachela Libertoski, John R. Lohr, Lawrence J. Lowes, Barbara Machor, Debra Hack, Helen Martens, Carol H. Mather, Gale E. Melchoir, Joan McCall, Margaret Ann McCarthy, Jeanette Y. McCoy, Kathleen M. McDonough, Carolyn McGee, Barbara Melamerson, Fredric P. Melone, Bruce Merrill, Patricia Moniak, Claire B. Mortensen, Carol Narcisco, Kathy Neill, Steve Ouzounian, DeAnn Paicely, Kathy Patrick Donna Puralewski, Dwight Reed, Mary Rivera, Frank J. Ruck, Jr. Sam Steva, Michael P. Scott, Herbert Seeger, Jr. Curtis Smith, L. Diane Smith, Cynthia Stotts, Nancy L. Suther, Mario Verre, Anne Pou Wadden, Robert Westfall, Richard R. Wasea, Cindy Widick, Sharon Wilburn, Teri Ann Wilkinson, and said resolution remains in full force and effect and said persons are so authorized on the date hereof.

Dated this 21st day of September 1982

(SEAL)