

EXHIBIT A

**RESOLUTIONS ADOPTED BY THE
MEMBERS OF**

_____ **LLC**

TO CONVEY REAL PROPERTY

WHEREAS, _____ (**the "Company"**), a New York limited liability company, owns real property located at _____ County of _____ State of New York, New York (**the "Property"**);

WHEREAS, the Company deems that it is in the best interest of the Company to sell the Property to _____ (**the "Purchaser"**);

NOW THEREFORE, IT IS

RESOLVED, upon unanimous written consent of members of the Company, the Company shall sell the Property to the Purchaser(s) pursuant to the terms of the Contract (**the "Contract"**);

RESOLVED, that _____ ; the **managing member** of the Company shall execute the deed and all accompanying transfer forms to effectuate the conveyance;

RESOLVED, that _____ ; the **managing member** of the Company may execute all closing Documents and any other ancillary documents to cause the title company to issue a title policy to the Purchaser(s) and Bank if applicable.

RESOLVED, that _____ is authorized to execute such documents and take such action as he shall deem proper or necessary to consummate the matters contemplated by the deed of conveyance;

Neither the Articles of Organization, nor the Operating Agreement of the limited liability Company contain any special requirements as to the number of members necessary to pass such resolution.

This certificate is made and delivered in order to induce Purchaser referred to in the foregoing resolution to accept the deed tendered today and to induce **A.R.S. ABSTRACT, LTD** as agent for _____ **Title Company** to issue its policy of title insurance.

IN WITNESS WHEREOF, the undersigned have executed this instrument as of this _____ day of _____, 20____.

Name:
Title: Member

Name:
Title: Member

Name:
Title: Member