

**CERTIFICATE OF RESOLUTION
Corporation Only**

Marketing Order No. 984: Walnuts Grown in California

At a duly convened meeting of the Board of Directors of _____
held at _____ on the _____ of _____, 20____, the following resolution
was adopted:

RESOLVED, that _____ shall become a party to the
Marketing Agreement, as amended, Regulating the Handling of Walnuts Grown in California, which was annexed to
and made part of the decision of the Secretary of Agriculture, and it is further

RESOLVED, that _____ and
_____ be, and the same hereby are, authorized and directed severally or
jointly to sign, execute, and deliver counterparts of the said agreement, attached hereto, to the Secretary of
Agriculture.

I, _____, Secretary of _____ do
hereby certify this is a true, and correct copy of a resolution adopted at the above meeting as said resolution appears
in the minutes thereof.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of said corporation this

Date of Execution

Signature

Address of Firm

City, State and Zip Code

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