



Dear Applicant:

First Capitol Group, a division of Penson GHCO, from time to time doing business as "First Capitol Ag" or "Efutures" or "Futures Express" (herein collectively "Broker") may require additional documentation as follows; Corporate Resolutions, Limited Liability Company Certified Resolutions or your written Partnership Agreement or the following "General Partnership Agreement."

The following documents contain suggested language only and may not be sufficient or appropriate in any given situation. Broker makes no representations to the contrary. All corporate, LLC and partnership accounts may wish to seek independent legal counsel regarding whether to execute one of the following or to supply their own independently drafted resolutions or agreement.

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## CORPORATE RESOLUTIONS

I, being Secretary of \_\_\_\_\_ (insert corporate name) do hereby certify that at a meeting of the Board of Directors of said corporation duly held, the following Resolutions were duly adopted, that said Resolutions have not been amended, rescinded or revoked, and are in no way in conflict with any of the provisions of the Charter or By-Laws of said corporation.

**RESOLVED:** That the President or any Vice President of this Corporation or \_\_\_\_\_, (list individual(s)) be and hereby is authorized to establish and maintain one or more accounts for the purpose of trading in futures (which term shall include contracts relating to immediate or future delivery of commodities, forward and cash contracts, and options on futures) for hedging or speculation for the account and risk of this Corporation through and with the Broker, as said firm is now constituted or may be hereafter constituted. The authority hereby granted includes the power to do any and/or all of the following:

- (a) To give written or oral instructions to the Broker with respect to said transactions;
- (b) To bind and obligate the Corporation to and for the carrying out of any contract, arrangement, or transaction, which shall be entered into by any such officer and/or agent for and on behalf of the Corporation with or through the Broker;
- (c) To pay in cash or by checks and/or drafts drawn upon the funds of the Corporation such sums as may be necessary in connection with any of the said accounts;
- (d) To deliver contracts and/or futures to the Broker;
- (e) To order the transfer or delivery thereof to any other person whatsoever, and/or to order the transfer of record of any contracts, or titles, to any name selected by any of the said officers or agents;
- (f) To affix the corporate seal to any documents or agreements, or otherwise to endorse any contracts in order to pass title thereto;
- (g) To sign for the Corporation all releases, powers of attorney and/or other documents in connection with any such account, and to agree to any terms or conditions to control any such account; to accept delivery of any contracts and/or futures;
- (h) To appoint any other person or persons to do any and all things which any of the said officers and/or agents is hereby empowered to do, and generally to do and take all action necessary in connection with the account, or considered desirable by such officer and/or agent with respect thereto.

**RESOLVED:** That any and all past transactions of any kind herein authorized, which may have been heretofore made on behalf of this Corporation through or with Broker be and hereby are ratified.

**RESOLVED:** That Broker is authorized to act upon the authority of these resolutions until receipt by it of a certificate showing revocation or modification thereof signed by the Secretary of this Corporation and under its seal, and that Broker is also authorized to recognize and deal with the officers or agents of this Corporation whose names are set forth above.

I FURTHER CERTIFY that the President of this Corporation is \_\_\_\_\_ and that the Vice Presidents of this Corporation are \_\_\_\_\_.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of this Corporation this \_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_.

(Affix any corporate seal here)

<p>X _____ Signature of Secretary</p>
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# LIMITED LIABILITY COMPANY CERTIFIED RESOLUTIONS

I, the undersigned, do hereby certify that the following is a complete, true and correct copy of certain resolutions of the Board of Managers of \_\_\_\_\_, a Limited Liability Company duly organized and existing under the laws of the State of \_\_\_\_\_, having its principal office at \_\_\_\_\_, which resolutions were duly adopted at a duly called meeting of said Board, held on \_\_\_\_\_, a quorum being present, and are set forth in the minutes of the said meeting; that I am the keeper of the minutes and records of the LLC; and that the said resolutions have not been rescinded or modified:

**BE IT RESOLVED**, That the following (list names and titles of authorized officers) \_\_\_\_\_ of this LLC, is hereby authorized to establish and maintain one or more accounts for the purpose of trading in any and all contracts relating to immediate or future delivery of commodities, (and options thereon) traded on any U.S. contract market, international exchange and/or any cash market for hedging or speculation for the account and risk of this LLC through and with Broker and any such futures commission merchant as it may designate to execute transactions on behalf of Broker, as said firm is now constituted or may be hereafter constituted, the authority hereby granted including the power to do any and/or all of the following: to give written or oral instructions to Broker with respect to said transactions; to bind and obligate the LLC to and for the carrying out of any contract, arrangement, or transaction, which shall be entered into by any such officer and/or agent for and on behalf of the LLC with or through Broker; to pay in cash or by checks and/or drafts drawn upon the funds of the LLC such sums as may be necessary in connection with any of the said accounts; to take or make delivery of cash or futures contracts to Broker; to order the transfer or delivery thereof to any other person whatsoever, and/or to order the transfer of record of any contracts, or titles, to any name selected by any of the said officers or agents; to affix any LLC seal to any documents or agreements, or otherwise; to endorse any contracts in order to pass title thereto; to sign for the LLC all releases, powers of attorney and/or other documents in connection with any such account, and to agree to any terms or conditions to control any such account; and generally to do and take all action necessary in connection with the account, or considered desirable by such officer and/or agent with respect thereto.

**BE IT FURTHER RESOLVED:** That any and all past transactions of any kind herein authorized, which may have been heretofore made on behalf of this LLC through or with Broker be and hereby are ratified.

**BE IT FURTHER RESOLVED:** That Broker is authorized to act upon the authority of these resolutions until receipt by it of a certificate showing rescission or modification thereof signed by the Secretary (or other individual responsible for keeping the minutes) of this LLC and under its seal.

**I FURTHER CERTIFY** that the General Manager and/or Officers of this LLC is/are \_\_\_\_\_

**IN WITNESS WHEREOF**, I have hereunto subscribed my name and affixed the seal of this LLC this \_\_\_\_\_ day of \_\_\_\_\_.  
(Affix any seal here)

X \_\_\_\_\_  
Secretary (or other individual responsible for keeping the minutes)

# GENERAL PARTNERSHIP AGREEMENT

Each of the undersigned is an adult under no disability and agrees to the following:

**WHEREAS**, the undersigned wish to form a general partnership for purposes of investing and speculating with their funds collectively in one entity, and  
**WHEREAS**, each of the parties understands that as between themselves only, they may by separate agreement determine the extent of their respective interests in the profits and losses of the partnership and  
**WHEREAS**, each and all of the parties are to be jointly and severally liable to Broker for the entire amount of all partnership obligations regardless of the proportion of their partnership equity interests.

**NOW, THEREFORE, IT IS AGREED:**

- 1) That the undersigned hereby form a partnership to be known by the name of \_\_\_\_\_, a General Partnership, existing under the laws of the State of \_\_\_\_\_;
- 2) That this partnership is formed by the partners at their own institution and not on the solicitation of any third party with whom the partners may engage in investment activities;
- 3) That this partnership is formed for the purpose of inducing Broker to introduce and accept trading accounts from the partnership and to engage in any other lawful activity on the representation that the partners in the partnership are to be individually, jointly and severally liable for the obligations of the partnership, including without limitation, all losses arising out of investments made in the partnership name;
- 4) That any one of the undersigned partners can bind the partnership, and all are authorized to execute any account documents appropriate to open a trading account and to make trading decisions, or to grant written discretionary trading authority to an outside party and;
- 5) No person other than the undersigned has any interest in this partnership, and no third party shall be permitted to commingle his/her/its assets with those of the partnership.

Signature of Each Partner	Date	Signature of Each Partner	Date	Signature of Each Partner	Date
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____

Attach additional sheets if additional signatures are necessary.