**AFFIDAVIT OF Foreign Entity Name**

Province of NAME )

 )

City of NAME )

 I, NAME have personal knowledge of the facts as stated below and declare as follows:

1. I am the TITLE of **Foreign Entity Name**, a COUNTRY [corporation][or LIST ENTITY CATEGORY] ;
2. As TITLE my employment duties include approving and maintaining the corporate records of **Foreign Entity Name** ;
3. I certify that the persons listed on Exhibit “A” attached hereto have been duly elected as officers of **Foreign Entity Name** , holding the office indicated on Exhibit “A” as of the date of this affidavit;
4. I certify that any two of the officers listed on Exhibit “A”, acting together, have the authority to execute for and on behalf of **Foreign Entity Name**, in accordance with **Foreign Entity Name**’s authority and spending limits and execution of documents policies in effect from time to time, any documents or agreements, certificates, instruments or filings in connection with **Foreign Entity Name** 's business, including, without limitation, the Guarantee attached hereto as Exhibit “B”;
5. I certify that the execution, delivery and performance of the Guarantee by **Foreign Entity Name** has been duly authorized by the Board of Directors of **Foreign Entity Name**;
6. That I reviewed the Guarantee dated DATE, a copy of which is attached hereto as Exhibit “B”, and corporate records of **Foreign Entity Name**;
7. That **Foreign Entity Name** is a COUNTRY [corporation]n [or LIST ENTITY CATEGORY] organized and operated under the laws of COUNTRY; and
8. Based upon my review of the documents identified above, that the guarantee arrangement attached hereto as Exhibit “B” is valid under all applicable U.S. federal and state laws, including laws of the State of Arizona, and binding and enforceable upon and against **Foreign Entity Name**.

Signed under penalty of perjury, this \_\_\_\_ day of MONTH, YEAR.

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

NAME

**Foreign Entity Name**

TITLE

 SUBSCRIBED AND SWORN to before me this \_\_\_\_\_\_\_day of MONTH,

YEAR in CITY, PROVINCE, COUNTRY.

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

NOTARY PUBLIC

My Commission Expires: \_\_\_\_\_\_\_\_\_\_\_

Exhibit “A”

Officers of **Foreign Entity Name**

NAME TITLE

NAME TITLE

NAME TITLE

NAME TITLE

Exhibit “B”

Copy of

Guarantee dated DATE

[attach]