CEDAR RIDGE TECHNOLOGIES, INC.

UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS

(A Delaware corporation)

The undersigned, being all of the members of the board of directors (the "Board") of Cedar Ridge Technologies, Inc., a corporation duly incorporated and existing under the General Corporation Law of the State of Delaware (the "Corporation"), acting pursuant to Section 141(f) of Title 8 of the Delaware Code and the Corporation's Certificate of Incorporation and Bylaws, hereby adopt the following resolutions by unanimous written consent, effective as of [EFFECTIVE DATE] (the "Effective Date"), without a meeting.

1. APPOINTMENT OF OFFICERS

RESOLVED, that, subject to the Certificate of Incorporation and Bylaws of the Corporation, the following persons are appointed to the offices set forth opposite their respective names, to serve in accordance with the Bylaws and until their respective successors are duly appointed and qualified or until their earlier resignation or removal:

Chief Executive Officer: Jordan Ellis

Chief Financial Officer: Morgan Reed

Secretary: Taylor Brooks

RESOLVED FURTHER, that each officer shall have the authority and duties assigned by the Bylaws and by subsequent resolutions of the Board, and shall act within the limits of authority established by the Board.

2. DESIGNATION OF PRINCIPAL BANKING RELATIONSHIP

RESOLVED, that the Corporation is authorized to establish and maintain one or more deposit and operating accounts in its name with First State Commercial Bank (the "Bank"), subject to the Bank's account-opening requirements and the Corporation's internal controls.

RESOLVED FURTHER, that the Chief Executive Officer and the Chief Financial Officer, acting jointly, are authorized on behalf of the Corporation to execute and deliver account-opening documents, deposit account agreements, treasury-management documentation and related instruments reasonably required by the Bank, provided that no such authority shall permit either officer, acting alone, to borrow money, grant a lien or security interest, guarantee an obligation of another person, or enter into any transaction outside the ordinary course of the Corporation's approved business.

RESOLVED FURTHER, that checks, payment orders, wire instructions and other withdrawal directions against any such account shall require approval by any two of the following authorized persons: Jordan Ellis, Morgan Reed and Taylor Brooks, subject to any more restrictive controls adopted by the Board or required by the Bank.

RESOLVED FURTHER, that the Secretary is authorized to certify these resolutions to the Bank and to provide such incumbency and specimen-signature certifications as the Bank may reasonably request, provided that the Secretary shall not certify any fact that has not been independently verified.

3. INTERNAL AUTHORITY AND LIMITATIONS

RESOLVED, that the officers shall maintain appropriate supporting records for all material payments and transfers and shall comply with the Corporation's Bylaws, applicable policies, approved budgets and any further limits of authority adopted by the Board.

RESOLVED FURTHER, that nothing in these resolutions shall be construed to authorize an officer to act where Board, stockholder or other approval is required by applicable law, the Certificate of Incorporation, the Bylaws or a binding agreement of the Corporation.

4. RATIFICATION; IMPLEMENTATION

RESOLVED, that any actions previously taken by an officer or director within the scope of the foregoing resolutions and otherwise duly authorized are ratified and approved; provided that this ratification shall not validate any act that was unlawful or beyond the Corporation's power.

RESOLVED FURTHER, that the officers are authorized to take such further actions and execute such further documents as are reasonably necessary to carry out the intent of these resolutions, subject in each case to the limitations set forth herein.

5. COUNTERPARTS; RECORDS

RESOLVED, that this consent may be executed in counterparts and by electronic transmission to the extent permitted by applicable law, and all counterparts shall constitute one and the same instrument.

RESOLVED FURTHER, that this consent shall be filed with the minutes of the proceedings of the Board in the form in which such minutes are maintained, as required by Section 141(f) of Title 8 of the Delaware Code.

IN WITNESS WHEREOF, the undersigned directors have executed this Unanimous Written Consent as of the dates set forth below.

_____

Jordan Ellis
Director
Date: _____

_____

Morgan Reed
Director
Date: _____

_____

Taylor Brooks
Director
Date: _____

DRAFTING AND COMPLETION NOTES

- Complete the Effective Date and confirm that each signatory is a serving director on that date.
- Before execution, review the Corporation's Certificate of Incorporation and Bylaws for restrictions on action by written consent, officer appointments, account authority, signature requirements and any reserved matters.
- Section 141(f) requires consent of all members of the Board for action without a meeting, unless the governing documents impose additional restrictions. File the executed consent with the Board minutes in the form in which those minutes are maintained.
- The officer appointments are framed under 8 Del. C. § 142(a)–(b). Confirm that the titles and duties are consistent with the Bylaws.
- The bank, account mandate, authorized signatories and approval controls are illustrative. The Bank may require its own forms, identity checks, beneficial-ownership information and specimen signatures. Confirm the Bank's mandate before use.
- Fictional company, individuals and bank. This is a drafting portfolio specimen, not an executed corporate record or a substitute for review of transaction-specific facts.

Principal statutory references: 8 Del. C. § 141(f) (board action by written or electronic consent); 8 Del. C. § 142(a)–(b) (officers, titles, duties and selection).