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**CERTIFICATE** **OF** **INCUMBENCY**

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NeoCorp Enterprises Inc. 766 Discovery Blvd Denver, Colorado

67557

I, Oscar McArthur, as the Secretary of NeoCorp Enterprises Inc. (the 'Corporation'), a corporation duly incorporated and existing under the laws of the the State of Colorado, hereby certify as follows:

SAMPLE DOCUMENT

1. That I am the duly elected, qualified and acting Secretary of the Corporation and it is my duty to maintain its records, minutes and seal.

2. That pursuant to the Corporation's By-Laws, as amended, I have the power and authority to execute this certificate on behalf of the Corporation.

3. The signing Officers of the Corporation are as follows:

|  |  |  |
| --- | --- | --- |
| NAME | TITLE | SPECIMEN SIGNATURE |
| Robert Jones | CEO | \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |

This sample represents only part of a completed document. The remainder of the document has been intentionally omitted.

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