


**Investment Advisor ("IA") Information (This portion to be completed by IA.)**

Complete only if you answered "Yes" to the question in the IA information box at the top of the first page of the Account Application.

1. Is it intended that this account will hold assets belonging to persons or entities other than your firm, your firm employees or yourself, or relatives of you or your firm members?  
 Yes (Continue to Question 2.)  
 No (Skip Question 2, and complete and sign Signature section below.)
2. Do you disclose custody on SEC Form ADV?  
 Yes (Complete and sign Signature section below AND complete Custody Rule Compliance Certificate.)  
 No (Contact your Service Team.)

**Signature**

I hereby represent and warrant that the answers provided are true and accurate, and that if the answers become materially inaccurate, false or otherwise misleading, I will notify Schwab promptly.

IA Firm Name _____	IA Master Account Number _____	Service Team _____
 _____	Signature _____	Date _____ (mm/dd/yyyy)
Print Name and Title _____		

Please select one:

- This is a new account. Please complete Sections 1 through 4.
- This is a change in authorized officers/agents of an existing account. Skip to Section 4, Organizational Authorization to Transfer.  
Schwab Account Number (if known) \_\_\_\_\_

**1. Type of Organization** (Select only one.)

- Corporation
- Limited Liability Company  
Select one:  
(If neither option is selected, account will be treated as a partnership for tax purposes.)
  - LLC treated as a partnership for tax purposes (1099 tax reporting)
  - LLC treated as a corporation for tax purposes (no 1099 tax reporting)
- Non-incorporated Organization

**2. Select Any That Apply**

- Charitable/Nonprofit Organization (Margin and options features are not available.)
- Sole Owner Organization  
(Note: If this is a Sole Proprietor Organization, please use the Sole Proprietorship Confirmation Letter instead.)

For Charles Schwab Use Only

Account Number _____	Date Approved (mm/dd/yyyy) _____
Print Name of Approver _____	Signature _____



### 3. Certification of Organization Resolutions

**Note: If the president and secretary are the same, a different officer must sign for the secretary. If the organization is a one-person corporation, indicate Sole Owner Organization in Section 2.**

I, \_\_\_\_\_, the \_\_\_\_\_ of  
 Print Name Title: Head of Organization

\_\_\_\_\_, an organization organized under the laws of the State of \_\_\_\_\_, pursuant to the resolutions shown below, certified by the Secretary or Officer (or person performing similar functions), authorize you to open an account in the name of the organization; the undersigned also encloses your Account Application executed on behalf of the organization. This authorization shall continue in force until revoked by the organization by a written notice delivered to Schwab.

Signature: Head of Organization

Date \_\_\_\_\_  
 (mm/dd/yyyy)

I, \_\_\_\_\_, Secretary of the  
 Print Name

above organization or person filling a similar position, hereby certify the following resolutions were adopted by the board of directors (or, if no board of directors, board of managers or similar governing body, the person[s] duly authorized by the charter documents of the organization), and that no action has been taken to rescind or amend the resolutions and that the same are now in full force and effect.

I further certify that the organization is duly organized and existing and has the power to take the action called for by the resolutions shown below.

Signature: Secretary/Officer

Print Name

Date \_\_\_\_\_  
 (mm/dd/yyyy)

#### Note: No special board action is required.

#### Resolutions Adopted by the Board of Directors Authorizing the Establishment and Maintenance of Brokerage Account

**First:** That the duly elected officers of the organization (or, in the case of a limited liability company, the member[s] or duly authorized manager[s] or officer[s]) be authorized and empowered to establish and maintain one or more accounts with Charles Schwab & Co., Inc. ("Schwab") for the purpose of purchasing, investing in or otherwise acquiring, selling, possessing, transferring, exchanging, endorsing, assigning or otherwise disposing of, or turning to account of or realizing upon, and generally dealing in and with any forms of securities including, but not by way of limitation, shares, stocks, bonds, debentures, notes, subscription warrants, participation certificates, rights to subscribe, option warrants, stock purchase warrants, futures, certificates of deposit, mortgages, chooses in action, evidences of indebtedness, commercial paper, certificates of indebtedness and certificates of interest of any and every kind and nature whatsoever, whether represented by trust, participating and/or other certificates or otherwise.

**Second:** That the fullest authority at all times with respect to any such commitment or with respect to any transaction deemed by any of the officers and/or agents to be proper in connection therewith is hereby conferred, including authority (without limiting the generality of the foregoing) to give written or oral instructions to Schwab with respect to said transactions; to bind and obligate the organization 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 organization with or through Schwab; to pay in cash or by checks and/or drafts drawn upon

the funds of the organization such sums as may be necessary in connection with any of the said accounts; to deliver securities to Schwab; to order the transfer or delivery thereof to any other person whatsoever and/or to order the transfer of record of any securities in order to pass title thereto; to direct the sale or exercise of any rights with respect to any securities; to sign for the organization all releases, powers of attorney and/or other documents in connection with any such account, and agree to any terms or conditions to control any such account; to direct Schwab to surrender any securities to the proper party for the purpose of effecting any exchange or conversion, or for the purpose of deposit with any protective or similar committee or otherwise; to accept delivery of any securities; to appoint any other person or persons to do any and all things which any of the 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.

**Third:** That Schwab may deal with any and all of the persons directly or indirectly by the foregoing resolution empowered, as though it is dealing with the organization directly.

**Fourth:** That the Secretary (or person performing similar functions) of the organization be authorized, empowered and directed to certify, under the seal of the organization (if there is one), or otherwise, to Schwab:

- (a) a true copy of these resolutions;
- (b) specimen signatures of each and every person by these resolutions empowered;
- (c) a certificate (which, if required by Schwab, shall be supported by an opinion of the general counsel of the organization or other

counsel satisfactory to Schwab) that the organization is duly organized and existing, that its charter empowers it to transact the business by these resolutions defined, and that no limitation has been imposed upon such powers by the bylaws or otherwise.

**Fifth:** That Schwab may rely upon any certification given in accordance with these resolutions, as continuing fully effective unless and until Schwab shall receive due written notice of a change in or the rescission of the authority so evidenced; and the dispatch or receipt of any other form of notice shall not constitute a waiver of this provision, nor shall the fact that any person hereby empowered ceases to be an officer (or person holding other positions of authority) of the organization or becomes an officer (or person holding other positions of authority) under some other title in any way affect the powers hereby conferred. The failure to supply any specimen signature shall not invalidate any transaction if the transaction is in accordance with authority actually granted.

**Sixth:** That in the event of any change in the office or powers or persons hereby empowered, the Secretary (or person performing similar functions) shall certify such changes to Schwab in writing in the manner hereinabove provided, which notification, when received, shall be adequate both to terminate the powers of the persons theretofore authorized, and to empower the persons thereby substituted.

**Seventh:** That the foregoing resolutions and the certificates actually furnished to Schwab by the Secretary of the organization (or person performing similar functions) pursuant thereto, be and they hereby are made irrevocable until written notice of the revocation thereof shall have been received by Schwab.

3. Certification of Organization Resolutions (Continued)

Eighth: That the organization authorizes its officers and authorized agents named below, subject to approval by Schwab, to maintain a margin and short account and to purchase securities on margin; to sell securities which the organization does not own (e.g., short sales) and/or to borrow securities in connection therewith; to borrow money; to secure the

performance of the organization's obligations to the accounts; and to grant authority to brokers, acting as principal or otherwise, to pledge, repledge, hypothecate, or rehypothecate assets of the organization pursuant to the terms and conditions of the Account Agreement.

\_\_\_\_ Secretary, initial here if applicable.

Ninth: That the organization authorizes its officers and authorized agents named below to trade options including, without limitation, the purchase of puts and calls and the sale of covered and uncovered puts and calls.

\_\_\_\_ Secretary, initial here if applicable.

Please note that a margin account must have been authorized in the Eighth Article above.

4. Organizational Authorization to Transfer

I, \_\_\_\_\_, being the Secretary or Officer of \_\_\_\_\_, Print Name

an organization organized and existing under and by virtue of the laws of the State of \_\_\_\_\_, certify that the following is a true and complete copy of resolutions duly adopted by the board of directors (or, if no board of directors, board of managers or similar governing body exists, the person[s] duly authorized by the charter document of this organization); that said resolutions are still in force and effect and have not been rescinded; and that said resolutions are not in conflict with the charter or bylaws of this organization:

RESOLVED: That any of the officers and/or authorized agents that are identified immediately below (or, in the case of a limited liability company, the member[s] or authorized manager[s] or officer[s]) be, and they hereby are, fully authorized and empowered to transfer, convert, endorse, sell, assign, set over and deliver any and all shares of stock, bonds, debentures, notes, subscription warrants, stock purchase warrants, evidences of indebtedness or other securities now or hereafter standing in the name of or owned by this organization and to make, execute and deliver, under the corporate seal of this organization (if there is one), any and all written instruments of assignment and transfer necessary or proper to effectuate the authority hereby conferred.

Signature: Authorized Agent Print Name Date (mm/dd/yyyy)
Signature: Authorized Agent Print Name Date (mm/dd/yyyy)
Signature: Authorized Agent Print Name Date (mm/dd/yyyy)
Signature: Authorized Agent Print Name Date (mm/dd/yyyy)

For Charles Schwab Use Only Account Number



**FURTHER RESOLVED:** That any of the aforementioned authorized agent(s) of the organization, and the organization itself, authorizes Schwab to inquire from any source, including a consumer reporting agency, as to their creditworthiness and ongoing eligibility for the account (and that of their spouse[s], if applicable, if they live in a community-property state) at any time throughout the life of the account, and thereafter for debt collection or investigative purposes.

**FURTHER RESOLVED:** That whenever there shall be annexed to any instrument of assignment and transfer, executed pursuant to and in accordance with the foregoing resolution, a certificate of the Secretary or an Assistant Secretary (or person performing similar functions) of this organization in office at the date of such certificate, and such certificate shall set forth these resolutions and shall state that these resolutions are in full force and effect and shall also set forth the names of the persons who are then officers of this organization, then all persons to whom such instrument with the annexed certificate shall thereafter come, shall be entitled, without further inquiry or investigation and regardless of the date of such certificate, to assume and to act in reliance upon the assumption that the shares of stock or other securities named in such instrument were theretofore duly and properly transferred, endorsed, sold, assigned, set over and delivered by this organization, and that with respect to such securities the authority of these resolutions and of such officers is still in full force and effect. I further certify that the following is a true and correct list of the present officers of this organization.

\_\_\_\_\_  
President (Print Name)

\_\_\_\_\_  
Vice President (Print Name)

\_\_\_\_\_  
Secretary/Officer (Print Name)

\_\_\_\_\_  
Treasurer (Print Name)

**Please sign here.**

▶ \_\_\_\_\_ Date \_\_\_\_\_  
Signature: Secretary/Officer Print Name (mm/dd/yyyy)

**CORPORATE SEAL OR SECRETARY'S SIGNATURE AND SEAL OF NOTARY REQUIRED.**

**IF NO CORPORATE SEAL, PLEASE HAVE SECRETARY'S SIGNATURE NOTARIZED.**

(AFFIX CORPORATE SEAL)

State of \_\_\_\_\_, County of \_\_\_\_\_  
On \_\_\_\_\_ before me, \_\_\_\_\_,  
(mm/dd/yyyy) (Name and Title of the Notarizing Officer)  
personally appeared \_\_\_\_\_,  
(Name of Person[s] Signing Instrument)  
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.\*  
I certify under PENALTY OF PERJURY under the laws of the State of \_\_\_\_\_ that the foregoing paragraph is true and correct.  
WITNESS my hand and official seal.  
Notary Public \_\_\_\_\_ Expiration Date \_\_\_\_\_  
(Signature of Notarizing Officer) (mm/dd/yyyy)  
\*Notaries outside of California may attach the appropriate notarizing declaration in lieu of the above.

(NOTARY SEAL)