CERTIFICATE of AUTHORITY

(Partnership)

I, Name, a Principal of Name of Partnership, do hereby certify that:

(1) I am a Principal of Name of Partnership, a partnership (the "Partnership") and Partner-in-Charge of the Name of Office consulting Office of the Partnership;

(2) I maintain and have custody of a copy of the Partnership Agreement of the Partnership and a list of the General Partners and Principals of the Partnership assigned to the Name of Office;

(3) I am duly authorized to issue certificates with respect to such Partnership Agreements and such General Partners and Principals;

(4) I have attached hereto as Certificate Exhibit A, a true, accurate and complete excerpt of the relevant provision of the Partnership Agreement of the Partnership setting forth the authority of a Principal of the Partnership to enter into and sign agreements in the name of and on behalf of the Partnership;

(5) Name, is on the date hereof, and since or before Month, 20Year has been, a Principal of the Partnership as referred to in Certificate Exhibit A attached hereto;

(6) As a Principal of the Partnership she/he is fully authorized on behalf of and in the name of the Partnership to enter into and to take any and all actions to execute, acknowledge and deliver the contract with the State of New Hampshire, acting through the Department of Health and Human Services, providing for the performance by the Partnership of certain management consulting services, and any and all documents, agreements and other instruments (and any amendments, revisions, or modifications thereto) as she/he may deem necessary, desirable or appropriate to accomplish the same;

(7) The signature of Name, as Principal of the Partnership affixed to any instrument or document described in or contemplated by the preceding paragraph shall be exclusive evidence of the authority of said Principal to bind the Partnership thereby;

(8) The excerpt of the Partnership Agreement of the Partnership attached as Certificate Exhibit A has not been revoked, annulled, or amended in any manner whatsoever and remains in full force and effect as of the date hereof;

(9) The following persons, whose signatures appear below, have been duly appointed or assigned to and now occupy the positions indicated below in the Partnership:

_____

(Signature of Partnership Representative) (Partnership Representative Name & Title)

_____

(Signature of Partnership Representative) (Partnership Representative Name & Title)

IN WITNESS WHEREOF, I have hereunto set my hand as a Principal of the Partnership this

_____day of _____, 20___

_____
Principal Name

STATE OF _____

COUNTY OF_____

On this the _____ day of_____, 20___, before me, _____, the undersigned Officer, personally appeared _____, who acknowledged her/himself to be the _____, of _____, a corporation, and that she/he, as such _____ being authorized to do so, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by her/himself as _____.

IN WITNESS WHEREOF I hereunto set my hand and official seal.

_____
Notary Public/Justice of the Peace

My Commission Expires: