***SAMPLE FORM***

(Please submit this vote on church letterhead.)

***CERTIFICATE OF VOTE***

I, of , County, Massachusetts, certify that (i) I am the duly elected and qualified Clerk of

(the “Parish”), located at

, Massachusetts, and (ii) at a meeting of the Vestry of the

Parish, duly called and held on at which a quorum was present, voting and acting throughout, the following vote was passed, and is still in full force and effect:

**VOTED:** That, , Senior Warden, and , Treasurer, be and hereby are authorized and directed on behalf of the Parish to borrow up to

$ from the Protestant Episcopal Diocese of Massachusetts (the “Diocese”) and execute and deliver to the Diocese (a) a promissory note evidencing such borrowing; (b) a mortgage covering the premises situated at

, , , County, Massachusetts, securing said note; and (c) any and all other documents necessary to accomplishing the foregoing.

Clerk

COMMONWEALTH OF MASSACHUSETTS

COUNTY OF

Before me, the undersigned notary public, on this day of , 20 , personally appeared ,who is personally known to me or was proved to me through a current document issued by a federal or state government agency bearing a photographic image of the signatory's face and signature, to be the person whose name is signed on the foregoing instrument and acknowledged to me that he/she signed it as his/her free act and deed and the free act and deed of , as Clerk of the Parish, for its stated purpose.

**[Notary Seal]**

**Address of Premises is:**