

**GOODWIN COLLEGE EDUCATIONAL SERVICES, INC.**  
**Resolutions of the Board of Directors**  
**September 7, 2016**

**Resolution GCES 16-04**

**CORPORATE RESOLUTION TO ELECT THE OFFICERS OF GOODWIN COLLEGE EDUCATIONAL SERVICES, INC**

The Undersigned Secretary of Goodwin College Educational Services, Inc. hereby certifies that the following resolution was duly adopted by the Board of Directors on September 7, 2016, and that such resolution has not been modified or rescinded as of the date hereof:

**WHEREAS**, in accordance with the Corporate By Laws of Goodwin College Educational Services, Inc. At all times the Board shall consist Ex-Officio of those persons who at the time are voting members of the Board of Trustees of Goodwin College, Inc., and

**WHEREAS**, Officers shall be elected from among the Ex-Officio Directors at the annual meeting of the Board of Directors and shall each serve a term of one year

**NOW THEREFORE, BE IT**

**RESOLVED**, that the following directors be, and they hereby are, elected to serve as officers of the Board of Directors in the office or offices set forth below next to their respective names until their respective successors shall have been duly elected and shall have qualified:

Name	Office
Maria Ellis, MD	Chair
Se-Min Sohn	Vice Chair
Mark Scheinberg	Secretary
A. Raymond Madorin	Treasurer

Signed: \_\_\_\_\_

Mark E. Scheinberg, Secretary

Date: \_\_\_\_\_

9/7/2016

Signed: \_\_\_\_\_

Maria Ellis, M.D., Chair

Date: \_\_\_\_\_

9/7/2016