



# Ally Demand Notes

Corporate Resolution For use by Corporations, Partnerships or Other entities only

For new Demand Notes or to change an existing resolution, complete and mail form to:

Ally Demand Notes  
The Northern Trust Company  
PO Box 75707  
Chicago, IL 60675-5707

Ally Demand Notes Number \_\_\_\_\_

NOTE: RETAIN A COPY OF THIS DOCUMENT FOR YOUR RECORDS. ANY MODIFICATION OF THE INFORMATION WILL REQUIRE A NEW COMPLETED FORM. THIS DOCUMENT IS IN FULL FORCE AND EFFECT UNTIL ANOTHER DULY EXECUTED FORM IS RECEIVED BY THE PROCESSING AGENT.

Dated and effective as of \_\_\_\_\_  New  Amendment to Form Dates \_\_\_\_\_

Name of Registered Owner \_\_\_\_\_

BusinessAddress \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ Zip \_\_\_\_\_

Registered Owner is a  S Corporation  C Corporation  LLC  Other: \_\_\_\_\_  
(such as non-profit organization, sole proprietorship, investment club, etc.)

The undersigned does hereby certify that (s)he is authorized to furnish this Certificate on behalf of the above named Registered Owner and that the following named persons are currently officers/trustees/general partners/other authorized signatories of the Registered Owner, and any of them ("Authorized Person(s)") is/are currently authorized under the applicable governing documents and law to act for and on behalf of the Registered Owner with respect to Ally Demand Notes, including without limitation the purchase, sale and redemption thereof and disposition of any proceeds thereof, and to execute and deliver any instrument deemed necessary or appropriate by Ally or any Processing Agent for Ally to effectuate the authority hereby conferred or confirmed:

Name	Title	Specimen Signature
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

For and on behalf of the Registered Owner the undersigned hereby (a) confirm that Ally Demand Notes, the Processing Agent and their respective successors and assigns shall be entitled to rely without inquiry or investigation of any kind upon the instruction of any person(s) purporting to be (an) Authorized Person(s) as named in the Certificate form last received by the Processing Agent until the Processing Agent has received an amended Certificate form and has had a reasonable opportunity to act thereon; and (b) agrees to indemnify, hold harmless and reimburse Ally Demand Notes, the Processing Agent and their respective successors and assigns for, from and against any and all losses, damages, claims, demands and attorneys' fees incurred or paid as a result of such reliance by an of them upon this Certificate.

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

Type or Print Name: \_\_\_\_\_

Title: \_\_\_\_\_

(FOR CORPORATIONS ONLY) **Note: Medallion Signature Guarantee Stamp or Corporate Seal Required.**

I, \_\_\_\_\_ Secretary of the above named Registered Owner, do hereby certify that at a meeting on \_\_\_\_\_ at which quorum was present throughout, the Board of Directors of the Corporation duly adopted a resolution, which is in full force and effect and has not been modified and is in accordance with the Registered Owner's articles/certificate of incorporation and by-laws, which resolution did the following: (1) empowered the above named Authorized Person(s) to effect transactions with respect to Ally Demand Notes on the terms described above; (2) authorized the Secretary or any Assistant Secretary to certify from time to time the names and titles of the Authorized Person(s) and to notify Ally Demand Notes and the Processing Agent when changes in office or authority occur; and (3) authorized the Secretary or any Assistant Secretary to certify that such a resolution has been duly adopted and will remain in full force and effect until the Processing Agent receives a duly executed amendment to the Certification Form and has had a reasonable opportunity to act thereon.

MEDALLION SIGNATURE  
GUARANTEED STAMP\*\*  
(or Corporate Seal)

Witness my hand on behalf of the Corporation  
this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_\_.

\_\_\_\_\_  
Secretary\*\*

The undersigned officer (other than the Secretary) hereby certifies that the foregoing instrument has been signed by the Secretary of the Corporation.

MEDALLION SIGNATURE  
GUARANTEED STAMP\*\*  
(or Corporate Seal)

\_\_\_\_\_  
Certifying Officer of the Corporation\*\*

FOR ALL NON-CORPORATE ENTITIES

The undersigned officer hereby certifies that the foregoing instrument has been signed by the indicated \_\_\_\_\_  
(Title) of the non-corporate entity

MEDALLION SIGNATURE  
GUARANTEED STAMP\*\*

\_\_\_\_\_  
Certifying Officer of the Corporation\*\*

MEDALLION SIGNATURE GUARANTEE STAMP

\*\* A Medallion Signature Guarantee Stamp is designed to protect you and Ally Demand Notes against improper transactions or requests by unauthorized persons. It can be obtained through a commercial bank, trust company or by a member of a national securities exchange.  
**A NOTARIZED SIGNATURE IS NOT ACCEPTABLE.**

Investments in Ally Demand Notes do not constitute deposits of any type with the agent bank.

Reference is hereby made to the prospectus and any supplements or replacements, as well as other documents referred to therein, for a full statement of the company's and the processing agent's duties. Such documents shall prevail over this form to the extent of any conflict or inconsistency.

MAILING ADDRESSES

Regular Mail:  
Ally Demand Notes  
The Northern Trust Company  
PO Box 75707  
Chicago, IL 60675-5707

Overnight Mail:  
Ally Demand Notes  
The Northern Trust Company  
801 S Canal Street, C2N  
Chicago, IL 60607

For more information, visit our website:  
[www.demandnotes.com](http://www.demandnotes.com), or call 800.684.8823,  
Monday - Friday, 8:30a.m. - 7p.m. (ET)