
CERTIFICATE OF INCUMBENCY

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NeoCorp Enterprises Inc.
766 Discovery Blvd
Denver, Colorado
67557

I, Oscar McArthur, as the Secretary of NeoCorp Enterprises Inc. (the 'Corporation'), a corporation duly incorporated and existing under the laws of the the State of Colorado, hereby certify as follows:

1. That I am the duly elected, qualified and acting Secretary of the Corporation and it is my duty to maintain its records, minutes and seal.
2. That pursuant to the Corporation's By-Laws, as amended, I have the power and authority to execute this certificate on behalf of the Corporation.
3. The signing Officers of the Corporation are as follows:

NAME	TITLE	SPECIMEN SIGNATURE
Robert Jones	CEO	_____

This sample represents only part of a completed document.
The remainder of the document has been intentionally omitted.