

EXHIBIT E



2006100200223 Bk:26141 Pg:95
10/02/2006 10:4:00 OTHER Pg 1/1

MANAGER'S CERTIFICATE

Pursuant to the Operating Agreement of Link Development, LLC (the "Company"), the undersigned Stuart H. Sojcher, duly authorized agent of the Company, hereby certifies that he has been authorized and directed by all of the members of the Company to enter into a certain loan arrangement by and between the Company and BD Lending Trust, in connection with a Term Note dated September 29, 2006 in the original principal amount of \$600,000.00, and to execute and deliver any and all documents deemed reasonably necessary to effectuate said loan arrangement.

A true copy
Attest:

Stuart H. Sojcher, duly
authorized agent and not
Individually

Dated: September 29, 2006

LINK DEVELOPMENT LLC
CERTIFICATE OF MANAGER

2006100200224 Bk:26141 Pg:96
10/02/2006 10:04:00 OTHER Pg 1/2

I, Stuart H. Sojcher, do hereby certify that I am the duly elected and qualified Manager of Link Development LLC, a duly existing Massachusetts limited liability company, with a principal address of 229 Berkeley Street, Boston, Massachusetts, and that at a Special Meeting, held at held on September 29, 2006 at 12:00 p.m. at 229 Berkeley Street, Boston, Massachusetts, the following resolutions were unanimously passed:

RESOLUTION: That the limited liability company is hereby authorized to enter into a certain loan arrangement with Robert Wallace, Trustee of the BD Lending Trust, in the original principal amount of \$600,000.00, and to execute a Mortgage and Note, in connection with the real estate located at Route 1 and Lynn Fells Parkway at Sanders Drive and 1-12 Denise Drive at Diamond Street, in Saugus, Essex County, Massachusetts, and such other loan documents which may be necessary in connection therewith, in order to effectuate the loan arrangement with Robert Wallace, as Trustee of the BD Lending Trust.

RESOLUTION: That Stuart H. Sojcher, the manager of the limited liability company, is hereby authorized to execute any and all closing documents deemed necessary in order to secure and effectuate the loan arrangement.

RESOLUTION: That the manager of this limited liability company be, and hereby is, authorized, empowered and directed to take any and all such action, on behalf of the limited liability company and to execute and deliver any and all such documents, including, without limitation, any and all notes, mortgages, agreements, declarations, applications, affidavits, guarantees and other instruments, as he may deem necessary, advisable or proper, in order to carry into effect the purpose and intent of the foregoing resolution and in order to perform any obligations of the limited liability company, or any other agreements and documents executed and delivered by the limited liability company pursuant to or in connection with the foregoing resolution.

I certify that the above resolutions are in full force and effect and have not been revoked, rescinded or amended.


After Recording Return to:

STUART H. SOJCHER, ESQ.
229 Berkeley Street
Boston, MA 02116

WITNESS my hand and seal this 29th day of September, 2006.

A true record.

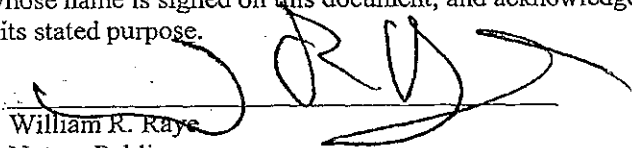
Attest


Stuart H. Sojcher, Manager
Hereunto duly authorized

COMMONWEALTH OF MASSACHUSETTS

County of Suffolk, ss.:

On this 29th day of September, 2006, before me, the undersigned notary public, personally appeared Stuart H. Sojcher, who proved to me through satisfactory evidence of identification which consisted of Massachusetts drivers license to be the person whose name is signed on this document, and acknowledged me that he signed it as Manager, voluntarily for its stated purpose.

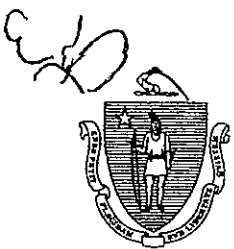

William R. Raye

Notary Public

My Commission Expires: March 24, 2011



WILLIAM R. RAYE
Notary Public
Commonwealth of Massachusetts
My Commission Expires 3/24/2011



The Commonwealth of Massachusetts

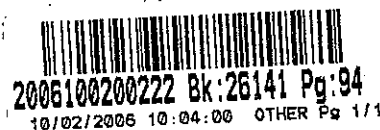
Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

William Francis Galvin
Secretary of the
Commonwealth

September 29, 2006

TO WHOM IT MAY CONCERN:

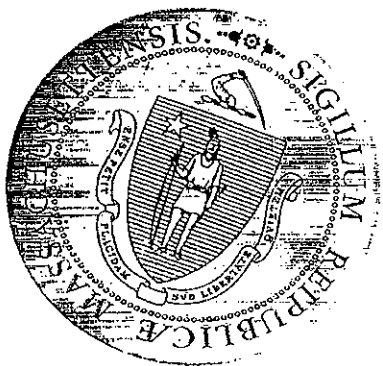


I hereby certify that a certificate of organization of Limited Liability Company was filed in this office by

LINK DEVELOPMENT, LLC

in accordance with the provisions of Massachusetts General Laws Chapter 156C on August 18, 2005.

I further certify that said Limited Liability Company has not filed a certificate of cancellation; and that, so far as appears of record, said Limited Liability Company has legal existence.



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

After Recording Return to:

STUART H. SOJCHER, ESQ.
229 Berkeley Street
Boston, MA 02116

Processed By:keb

