



201 Bridgeland Avenue  
Toronto, Ontario M6A 1Y7  
Tel: (416) 256-4000  
Fax: (416) 256-4001  
Email: info@zeifmans.ca  
www.zeifmans.ca

Ronald C. Rutman, CA  
Partner  
Tel: (416) 256-4000 ext. 22  
rutman@zeifmans.ca

February 12, 2008

Mr. Daniel Gordon  
Friedberg Mercantile Group  
BCE Place, 181 Bay Street  
Suite 250, P.O. Box 866  
Toronto, Ontario M5J 2T3

Re: Har Carmel Ltd.

Enclosed lease find a Stock Certificate in the amount of 208,416 common shares in Response Genetics, which should be deposited to the account of Har Carmel Ltd.

Although the Certificate states the security to be restricted, we understand that the restriction has now been lifted.

Your prompt attention to this matter would be greatly appreciated.

Yours very truly,

ZEIFMANS LLP

Ronald C. Rutman  
Partner

RCR/s/s  
Encl.

**CORPORATE RESOLUTION  
FOR SOLE SIGNING OFFICERS  
AFFIDAVIT**

The undersigned, being the sole officer of HAR (AMEC LTD (The "Corporation")), hereby resolves that I have the power to sell assign and transfer any assets for and in the name of the Corporation, and, for the purposes hereof, the undersigned, being the sole officer of the Corporation, is hereby authorized to execute on behalf of the Corporation all such conveyances, transfers and other documents, to affix the corporate seal (if any) of the Corporation and to do all things necessary to give effect to this resolution.

Furthermore, the undersigned, President and sole officer, hereby certifies that (i) the foregoing is a true copy of a resolution of the sole officer of the Corporation, and that the resolution is still in full force and effect, unamended, and (ii) the undersigned is the sole director and officer of the Corporation on the date indicated below.

Declared before me at Winnipeg on the 12 day of Feb, year 2008.

Signature of Declarant  
[Handwritten Signature]

Verification only to be completed by S.T.A.M.P. Medallion Program member:

We the undersigned, \_\_\_\_\_, by our duly authorized officer, do hereby certify that the signature of the Officer of the Corporation appearing above is that of the sole director and officer of the Corporation.

\_\_\_\_\_  
Affix Stamp Here.

# POWER OF ATTORNEY TO TRANSFER BONDS-SHARES

KNOW ALL MEN BY THESE PRESENTS that for value received

I/we

have bargained, sold, assigned and transferred unto

the following bonds/shares of

Certificate or Bond No.	Maturity Date	No. of Shares	Par Value	Registration
-------------------------	---------------	---------------	-----------	--------------

AND do hereby constitute and appoint

true and lawful Attorney, irrevocably, for and in name and stead to transfer the said bonds/shares, and for that purpose to make and execute all necessary acts of assignment and transfer thereof and to substitute one or more persons with like full power, hereby ratifying and confirming all that the said Attorney or substitutes shall lawfully do by virtue hereof.

Dated at NEW YORK this 12 day of FEB, 2008

Witness to signature of Transferor.

HAR CARMEZ LTD  
By: Guy Brown Director

Signature of Transferor

Signature of Transferor is hereby guaranteed.

Signature must correspond exactly with name of registered

first name(s) and complete address(es)