

SHAREHOLDERS' REPRESENTATION LETTER

(NON-AFFILIATE – REPORTING COMPANY OR NON-REPORTING COMPANY, ONE YEAR HOLDING PERIOD)

RE: Request to remove the legend of _____ shares of Common Stock (the “Shares”) of _____ (the “Issuer”) pursuant to Rule 144 under the Securities Act of 1933, as amended (“Rule 144”).

Dear Sirs:

I am familiar with Rule 144 and agree that, in connection with the matters described below; you are relying on the statements made herein. As such, evidenced by my signature below, I attest to the accuracy of the representations:

- (1) I have sold, or am in the process of selling, the above referenced shares.
- (2) I am not an affiliate of the Company and has not been such an affiliate for at least the three-month period immediately preceding the date hereof.
- (3) The transactions that have occurred to come into possession of the shares have not been part of a plan or scheme to evade the registration requirements of the Act.
- (4) I am not acting on behalf of the Company, its subsidiary, or its affiliates to distribute shares to the public.
- (5) The Shareholder does not have any affiliation or arrangement with any affiliate to the extent that it could be viewed as a control relationship.
- (6) Over one year has elapsed between the date of investment in the Company and the date of this letter, as determined according to Rule 144(d)(1)(iii).
- (7) In my review of available information provided to me, or available publicly, the Issuer is not, nor has been during the past twelve months, a “blank check” or “shell” company under the Rule as those are defined; or has met the conditions of Rule 144 (i)(2).
- (8) The Shareholder is not aware of any failure to meet any condition or requirement of the Act which would render a proposed sale of the securities described above a "distribution" or which would render me an "underwriter" as those terms are defined in the Act.

Very truly yours,

Shareholder Signature

Joint Signature (if applicable)

Print Name

Joint Printed Name (if applicable)

Date