



RETURN ALL FORMS TO YOUR BROKER/DEALER.

SEC RULE 701 SELLER'S LETTER

Please complete this form if you wish to sell securities under SEC Rules 701(g)(3) and 144. If you have any questions pertaining to this transaction, please call your broker/dealer, _____ ("Broker")

CORRESPONDENT NAME

DATE mm/dd/yyyy

A. CUSTOMER INFORMATION

NAME _____ BROKERAGE ACCOUNT NUMBER _____

JOINT OWNER (IF ANY) _____

ADDRESS _____ DAYTIME TELEPHONE NUMBER _____

CITY _____ STATE _____ ZIP CODE _____

B. CERTIFICATION

In connection with a proposed sale by me of _____ shares of Common Stock of _____ NUMBER OF SHARES

_____ ("the Company") under SEC Rules 701(g)(3) and 144 of The Securities Act of _____ NAME OF COMPANY

1933, I hereby represent to you that:

1. I acquired and fully paid for the securities under a written Company employee compensatory benefit plan or a written contract relating to my compensation in a transaction that was exempt from registration pursuant to SEC Rule 701(a).

NAME OF PLAN _____

DATE SHARES ACQUIRED _____ DATE PAYMENT MADE FOR SHARES _____ DATE OF OPTION GRANT (IF APPLICABLE) _____

- 2. I have previously received a copy of the employee compensatory benefit plan, or the written contract relating to the compensation, under which the above-mentioned shares were issued.
- 3. At present, I am , I am not , an officer, director, or 10% shareholder of the Company, or otherwise an "affiliate" of the Company within the meaning of Rule 144(a).
- 4. I have not made, and will not make, any payment in connection with the execution of the above order to any persons other than Broker.
- 5. I have not solicited or arranged for the solicitation of orders to buy in anticipation of or in connection with this transaction.



6. I am not aware of any material adverse information with regard to the Company which has not been publicly disclosed. If prior to the completion of the execution to the order to sell the above-referenced shares I become aware of any such information, I agree to notify you immediately.
7. I am not aware of any facts or circumstances indicating that I am or might be deemed an underwriter within the meaning of the Securities Act of 1933 with respect to such securities. I am not individually or together with others engaged in making a distribution.
8. I understand that you will not pay me the net proceeds of the sale made pursuant to this order until the certificates representing the securities sold have been transferred by the issuer or its transfer agent at the issuer's instructions to the purchasers or to you for delivery to the purchaser, and until you have been paid in full by the buying brokers. I also understand that if for any reason the shares being sold cannot be transferred, you will be required to purchase shares in the open market to cover my sale.

I hereby accept responsibility for any such buy-in and any deficit resulting therefrom.

C. SIGNATURE

I am familiar with Securities and Exchange Commission Rules 701(g)(3) and 144 under the Securities Act of 1933 as amended and agree that you may rely on the above statement in executing the order referred to above. I declare I have answered the questions on this Seller's Certification honestly and to the best of my knowledge. I understand National Financial Services LLC ("NFS") and Broker will use this information to assist me with selling these securities. I will not hold NFS or Broker liable for any misinformation I provide or for any losses related to transactions initiated in reliance upon this Seller's Certification.

X _____
 SIGNATURE DATE *mm/dd/yyyy*

X _____
 SIGNATURE (IF JOINT ACCOUNT) DATE *mm/dd/yyyy*