

**ISSUER LETTER FOR CERTIFICATES NOT CARRYING A LEGEND**

**"ISSUER LETTERHEAD"**

<Date>

Principal of Broker Dealer  
Name of Broker Dealer  
Street Address  
City, ST Zip code

Dear <Principals Name>:

We understand that <Name of Customer> has delivered <number of shares and issue> in the following denominations to <Name of Broker Dealer>, as negotiable and free trading shares:

**Certificate Number**

**Number of Shares**

**Total Number of Shares**

As a condition of accepting these shares for deposit to the account of <Customer> carried by your clearing firm, you have requested this letter which serves to confirm the authenticity of the certificates referenced above.

<Issuer> confirms that the above referenced shares are fully registered, unrestricted, without encumbrance, negotiable, free-trading, and are issued as fully paid and non-assessable shares. There is no action, proceeding or investigation pending or threatened which questions the validity of the issuance of the shares to <Customer> or any of the forgoing representations.

<Issuer> hereby acknowledges that for purposes of settling the contemplated sale transaction by <Customer> that we have no claims pending that would adversely affect the settlement of any sale transaction engaged in by <Customer>. We further acknowledge and agree that there is no other agreement or understanding between <Customer> and <Issuer> that would preclude <customer> from selling or otherwise disposing of shares represented above.

<Issuer> has notified its transfer agent to confirm with you that there are no "stop transfer" orders or other restrictions against the certificates referenced above.

Yours Truly,

Signature  
Officer of the Issuer

**Witnessed** before me in the  
City of \_\_\_\_\_  
In the State of \_\_\_\_\_  
This \_\_\_\_\_ day of , 20\_\_\_\_

\_\_\_\_\_  
**Notary /Principal of Correspondent**