

Heightened Risk Security Deposits
Client Acknowledgement

To: My introducing broker dealer (“my broker dealer” or “introducing broker”) and COR Clearing, LLC, its officers, directors, parents, subsidiaries and affiliates (hereinafter collectively “COR”). COR and my broker dealer and/or introducing broker are hereinafter collectively referred to as “You” or “Your.”

I, the undersigned, acknowledge and affirm in connection with my desire to deposit and/or sell the below referenced security, or any other security in the same issuer obtained through a follow on conversion of a convertible promissory note or convertible preferred shares, that I am aware of and agree to the following terms and conditions:

1. I understand that delivery by me of these securities in certificate form does not constitute “good delivery” according to the policies of COR.
2. I acknowledge that these securities are owned by me and were acquired in a bona fide and legal transaction. Furthermore, I acknowledge there is no reason for concern by COR that these security positions will be called back by the issuer or subject to a stop transfer by the transfer agent.
3. I am aware that a sale of these securities may not be permitted by COR until such time that COR is satisfied that they are eligible for sale and transfer, without fear of impairment or violation of law or industry rule. I am also aware that my broker dealer and COR will take reasonable precautions to determine that, at present, there are no pending restrictions or a STOP transfer pertaining to any certificate. Finally, I understand that COR may require confirmation that the shares are fully paid and non assessable.
4. I acknowledge that I may not be able to sell the securities at the time of my choosing and the market price for these securities may change substantially between the time that I initially make the deposit and the time when I am actually able to make a sale. I acknowledge and accept the risk in this regard.
5. I acknowledge that it is the policy of COR to not allow Heightened Risk Securities to be transferred between and/or among accounts.
6. I acknowledge that it is the policy of COR to not facilitate the “free delivery” of securities deposited in certificate form to other DTC members. Should I desire to receive my securities, I acknowledge that COR will request a certificate representing my ownership in the issue to be delivered to me or my broker dealer, whichever is appropriate, through the issuer’s transfer agent and I will be responsible for all costs associated with such request..
7. I acknowledge that it is the policy of COR to deny the facilitation of third party wires. Should I desire that funds be wired out of my account I acknowledge that COR will only wire those proceeds to a like name account and accept full responsibility for the information provided to COR instructing it to send the wire.
8. I acknowledge that COR (at the instruction of my broker dealer) may impose reasonable charges for its services in connection with, inter-alia, the receipt, verification, and cost of financing of the referenced securities and agree to be bound by such. I acknowledge that I have been informed of the associated charges included in the attached Heightened Risk Securities Fee Schedule and Exhibit A to this Client Acknowledgement.
9. I acknowledge these securities are not the subject of any unrestricted sales of restricted securities.
10. In consideration of Your acceptance of these securities, I agree to indemnify and hold You harmless against any liability, loss or expense (including any legal fees and expenses reasonably incurred by You) arising out of the sale and/or transfer of these securities including but not limited to failure of these securities to transfer promptly or buy-in resulting from failure to deliver shares to the purchasing broker.

Client Print Name/Title

Date

Client Signature

Corporation Name

Introducing Broker Principal Acknowledgement

Print Name/Title

Signature

Date

Certificate Number

Number of Shares/Issuer

Policy Relating to Heightened Risk Security Deposits
Client Acknowledgement

Exhibit A

Deposit Review Fees:

See attached Heightened Risk Security Fee Schedule

The review fee for the deposit of restricted shares is generally \$1,000 per deposit, unless otherwise specified, and \$400 per “follow on” conversion for multiple conversions of the same promissory note (or preferred shares) within a six month time frame. The review fee for the deposit of Independently Registered Shares of Non-NMS Stocks, in which the depositing shareholder is listed by name in a registration statement, is generally \$250 per deposit, unless otherwise specified.

Illiquid Transaction Fees:

When COR is assessed an illiquid or market maker domination charge of greater than \$25,000 by NSCC, COR passes a charge through to the account(s) which created the charge. The pass-through charge applied to each account is a percentage of the charge for which the account is responsible. **COR’s standard charge is the broker call rate plus COR’s margin rate (i.e. currently, equal to an annualized interest rate of 6%).**

For example, if COR received an illiquid charge of \$100,000, then COR would multiply \$100,000 by 6% for a result of \$6,000. This \$6,000 would then be divided by 365 to get a daily charge of \$16.44. The resulting \$16.44 daily charge will be passed through to the account holder for each day the trade remained open during the settlement period.

If multiple accounts create an illiquid or market maker domination charge, then the charge passed through is proportional to each account’s share of COR’s unsettled share position. Each day NSCC recalculates the capital requirements charged to COR. The accounts causing COR to post funds with NSCC will continue to be charged until COR is no longer being charged or until delivery has been made of the accounts’ shares.

Client accounts will be charged a penalty illiquid charge rate (above the customary illiquid charge rate) if positions are traded without COR’s legal department and risk desk approval.

I understand that I can contact my broker for further details relating to these fees.

| | |
|------------------------|-------------|
| Client Initials | Date |
|------------------------|-------------|

| | |
|---------------------------|-------------|
| Principal Initials | Date |
|---------------------------|-------------|

COR Clearing LLC
Heightened Risk Security Policy Questionnaire

(This questionnaire must be executed by the CCO or a supervisory principal of the correspondent firm prior to submission to COR Clearing)

- 1. Account Name: _____
- 2. Account Number: _____
- 3. Account Address: _____
- 4. Issuer Name: _____
- 5. Issuer Symbol: _____
- 6. Number of Shares to be received, deposited or DWAC'd in: _____
- 7. Number of Shares currently beneficially owned or controlled by client: _____
- 8. Total Aggregate Number of Shares beneficially owned or controlled by client (including family members, corporations, partnerships, etc.) in the last twelve (12) months: _____
- 9. List all Options, Warrants, other Derivative Securities, Promissory Notes, and other items readily convertible into equity and debt of the issuer beneficially owned or controlled by client (including family members, corporations, partnerships, etc):

- 10. Provide the Aggregate Number of Shares that would be beneficially owned or controlled by client (including family members, corporations, partnerships, etc.), if Options, Warrants, Derivative Securities, Promissory Notes, etc., are converted to the equity securities of the issuer: _____
- 10. Certificate Number(s) and Issue Dates (where applicable) (please attach copies of front and back): _____
- 11. Where traded: _____
- 12. How did client acquire the shares: _____
- 13. When did client acquire the shares: _____
- 14. From whom or what entity did client acquire the shares: _____
- 15. What consideration was given by client for acquisition of the shares: _____
- 16. Is the client now or has the client ever been an officer, director, control person, or person or entity who owns or controls 5% of the issued and outstanding shares of the issuer (for purposes of calculating 5%, the clients ownership and/or interest in anything readily convertible into shares of the issuer must also be considered): _____
- 17. Were the shares issued the client under an effective registration statement? (If so, please provide information regarding the type of registration statement, date filed, and evidence of issuance in accordance with the registration statement):

- 18. Does the certificate currently contain a restrictive legend: _____

COR Clearing LLC
Heightened Risk Security Policy Questionnaire (cont'd)

19. For certificates not issued in accordance with an effective registration statement, or in accordance with an exemption or exception from registration, please provide all documents and information (including an opinion of counsel) that support removal of the restrictive legend. Please also provide your understanding as to why the certificates do not contain any restrictive legend and/or were issued in accordance with an exemption or exception from the registration requirements; _____
20. Is the issuer a shell issuer or development stage company, or has it been one within the preceding twelve(12) months: _____
21. Is the issuer fully reporting in accordance with the Securities Act of 1933 or the Securities Exchange Act of 1934 (which one): _____
22. Is the issuer current in its reporting obligations: _____
23. Does the client have any relationship with the issuer or its subsidiaries: _____
24. Has the customer made, or will the customer make, any payment to any person or entity in connection with the customer's proposed sale of the securities: _____
- _____

Signature of CCO or Supervisory Principal

Date

Printed Name of CCO or Supervisory Principal

Signature of Client (as required per correspondent)

Date

Printed Name of Client

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

ISSUER LETTER FOR CERTIFICATES 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>:

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 without encumbrance, are issued as fully paid, non-assessable shares, and are now freely tradable. Any restrictive legend currently existing on said shares can now be lifted under Section 4 (1) and/or Rule 144 of the Securities Act of 1933. Further, 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.

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

ISSUER LETTER FOR CONVERTIBLE SECURITIES

“ISSUER LETTERHEAD”

<Date>

Principal of Broker Dealer

Name of Broker Dealer

Street Address

City, ST Zip code

Dear <Principals Name>:

This letter shall confirm that <Name of Customer> has entered a <Name of Convertible/Exercisable Securities Agreement> dated <Date> for the principal sum of <Amount of Consideration> (the “Securities Agreement”).

As a condition of accepting common shares from the conversion/exercise of the Securities Agreement (the “Common Shares”) for deposit to the account of <Customer> carried by your clearing firm, you have requested this letter to verify the authenticity of the Common Shares.

Per the terms of the Securities Agreement, <Customer> has a right to convert or exercise into <Number of Shares> Common Shares as of today’s date, and up to <Number of Shares> Common Shares at future conversion/exercise dates under the conversion metrics available .

<Issuer>hereby confirms that the above referenced Common Shares have been and will continue to be issued as fully paid, non-assessable, without encumbrance. Any restrictive legend existing on the Common Shares at the time of issuance can be lifted under Section 4 (1) and/or Rule 144 of the Securities Act of 1933 as of <Date>. After such date, the Common Shares shall be freely tradable. Further, there is no action, proceeding or investigation pending or threatened which questions the validity of the issuance of the Common 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 the Common Shares represented 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

REFUSAL ATTESTATION

FOR

ISSUER LETTER FOR CERTIFICATES CARRYING A LEGEND

<Date>

COR Clearing, LLC
Attn: Corporate Services
1200 Landmark Center, Suite 800
Omaha, NE 68102

Dear COR Clearing:

I am writing to notify you that **<Correspondent Firm>** has been unsuccessful in its efforts to obtain an letter from **<Name of Issuer>** confirming that the shares described below have been validly issued, can now have any restrictive legend removed, and can thereafter be traded without being subject to any further lock-up, holding period, or other restrictions.

Certificate Number(s): _____

Number of Shares: _____

Total Number of Shares: _____

Therefore, **<Correspondent Firm>** and **<Shareholder Name>** hereby agree to have any restrictive legend still remaining on the subject shares certificate(s) removed by the issuer's transfer agent prior to initiating a sale of these shares.

I understand that my firm **<Correspondent Firm>** and **<Name of Registered Rep.>** will be penalized as described in COR Clearing's Heightened Risk Securities Guidebook in the event that we attempt to sell the subject shares prior to receiving confirmation that any certificate legends have been removed.

Sincerely,
<Correspondent Firm>

Signature of Principal: _____

Print Name of Principal: _____

**TRANSFER AGENT'S STATEMENT OF WARRANTY FOR
CERTIFICATED SECURITIES**

Transfer Agent: _____ Fax: _____

To : <Issuer's Transfer Agent >

Please confirm that there are no **STOPS** regarding the certificate specified below, a copy of which is attached hereto (see attached). Furthermore, kindly confirm that the certificate identified is validly issued as indicated on its face and that to your knowledge there are no adverse claims pertaining to this certificate.

Please sign and return this form together with the additional document(s) requested below to COR Clearing, LLC (COR), via facsimile or mail, at your earliest convenience. The fax number for COR is 402-384-6161. By executing your signature below, pursuant to U.C.C. Article 8, you as transfer agent, warrant to COR that:

- (1) the certificate is genuine, validly issued and freely transferable;
- (2) the transfer agent's own participation in the issue of the security is within its capacity and within the scope of the authority received by the transfer agent from the issuer; and
- (3) the transfer agent has reasonable grounds to believe that the certificated security is in the form and within the amount the issuer is authorized to issue.

Moreover U.C.C. Article 8 imposes on transfer agents strict liability for failure to satisfy certain affirmative obligations in registering the transfer of a certificate. Among other things, the transfer agent has an express statutory obligation to confirm that:

- (1) the person seeking registration of the transfer is eligible to have the security registered in its name; (2) the endorsement is made by the appropriate person or his authorized agent; (3) reasonable assurance is given that the endorsement is genuine and authorized; (4) the transfer does not violate certain restrictions; and (5) the transfer is in fact rightful or to a protected purchaser.

Attn: COR – Certificate Transfer Dept Date: _____

From : _____
(Transfer Agent Name)

Description (Name of Security) (Cusip) (Number of Shares) (Certificate Number) Certificate

(Certificate Holder of Record)

This is a letter to notify you that there are no **STOPS** regarding the above specified certificate. Moreover, this certificate is validly issued as indicated on its face and as of this date, there are no adverse claims pertaining to this certificate. If at any subsequent time we, as the transfer agent, are made aware of **any** adverse claim with respect to this certificate we further warrant that we shall immediately notify COR within 24 hours in writing.

(Representative of Transfer Agent) (Title)

_____ (Printed Name)

Notary Stamp or Medallion:

**TRANSFER AGENT'S STATEMENT OF
WARRANTY FOR CERTIFICATED SECURITIES
REFUSAL LETTER**

Transfer Agent: _____ Fax: _____
To : <Issuer's Transfer Agent >

Please confirm that there are no **STOPS** regarding the certificate specified below, a copy of which is attached hereto (see attached). Furthermore, kindly confirm that the certificate identified is validly issued as indicated on its face and that to your knowledge there are no adverse claims pertaining to this certificate.

Please sign and return this form together with the additional document(s) requested below to COR Clearing, LLC (COR), via facsimile or mail, at your earliest convenience. The fax number for COR is 402-384-6161.

By executing your signature below, pursuant to U.C.C. Article 8, you as transfer agent, warrant to COR that:

1. the certificate is genuine, validly issued and freely transferable;
2. the transfer agent's own participation in the issue of the security is within its capacity and within the scope of the authority received by the transfer agent from the issuer; and
3. the transfer agent has reasonable grounds to believe that the certificated security is in the form and within the amount the issuer is authorized to issue.

Moreover U.C.C. Article 8 imposes on transfer agents strict liability for failure to satisfy certain affirmative obligations in registering the transfer of a certificate.

Among other things, the transfer agent has an express statutory obligation to confirm that:

(1) the person seeking registration of the transfer is eligible to have the security registered in its name; (2) the endorsement is made by the appropriate person or his authorized agent; (3) reasonable assurance is given that the endorsement is genuine and authorized; (4) the transfer does not violate certain restrictions; and (5) the transfer is in fact rightful or to a protected purchaser.

Attn: COR – Certificate Transfer Dept

Date: _____

From : _____
(Transfer Agent Name)

Certificate Description (Name of Security) (Cusip) (Number of Shares) (Certificate Number)

(Certificate Holder of Record)

This is a letter to notify you that there are no **STOPS** regarding the above specified certificate. Moreover, this certificate is validly issued as indicated on its face and as of this date, there are no adverse claims pertaining to this certificate. If at any subsequent time we, as the transfer agent, are made aware of **any** adverse claim with respect to this certificate we further warrant that we shall immediately notify COR within 24 hours in writing.

This confirms that (Correspondent Firm) attempted to obtain the above information from:

Transfer agent (Full name and phone number)

This agent has refused to sign and/or medallion the requested information.

Signature and Date ***Correspondent Firm Principal***

SELLER'S REPRESENTATION LETTER – NON-AFFILIATE

Deposit of Free Trading Shares

To whom it may concern:

I, the undersigned, submit this form to you in order to present all facts necessary to request authorization to sell the shares in _____ (the "Company") as set forth below without being subject to trading restriction placed on affiliates .

| (ISSUER) | (COMMON, PREFERRED, ETC.) | (CUSIP) | (QUANTITY) |
|----------|---------------------------|---------|------------|
|----------|---------------------------|---------|------------|

1. The undersigned is not at present and has not been during the preceding three months, an officer, director or 10% shareholder of the Company or in any other way an "affiliate" or "control person" of the Company.
2. I fully paid all consideration for, was the beneficial owner of, and bore the full risk of ownership on these securities since the later of the date the securities were acquired from the Issuer or from an affiliate of the Issuer. The shares were acquired on: _____
3. Below is a brief explanation of how these shares were acquired:

4. Manner of payment:

5. I know of no important development affecting the Company or its business or products which has not been made public, and I confirm that I have requested you to sell such shares for personal reasons and not because of any information which I may have with respect to the Company or its current or prospective operations.

The undersigned represents that the information furnished above is correct and complete to the best of his knowledge, information and belief. In the event that any of the information furnished is found to be no longer accurate or complete, the undersigned will promptly notify COR Clearing LLC in writing.

| | |
|------------------------------------|-----------------------|
| Account Holder Signature(s): _____ | Account Number: _____ |
| Printed Account Name(s): _____ | Date: _____ |

SELLER'S REPRESENTATION LETTER – NON-AFFILIATE

Deposit of Restricted Shares

To whom it may concern:

I, the undersigned, submit this form to you in order to present all facts necessary, pursuant to SEC rule 144 of the Securities ACT on 1933 by a **non-affiliate** of the Issuer, to request and authorize the transfer agent for (the "Company") to remove the restrictive legend and any stop transfer instructions from the following issue:

| (ISSUER) | (COMMON, PREFERRED, ETC.) | (CUSIP) | (QUANTITY) |
|----------|---------------------------|---------|------------|
|----------|---------------------------|---------|------------|

1. The undersigned is not at present and has not been during the preceding three months, an officer, director or 10% shareholder of the Company or in any other way an "affiliate" of the Company within the meaning of Rule 144(a)(1).
2. My holding period: (mark one box)
†
 - Beneficial owner for at least 6 months but less than 1 year*
 - Beneficial owner for one year or more

The shares are "restricted securities," as that term is used in Rule 144(a)(3), and I fully paid all consideration for, was the beneficial owner of, and bore the full risk of ownership on these securities since the later of the date the securities were acquired from the Issuer or from an affiliate of the Issuer. The shares were acquired on: _____

*If the holding period is for at least 6 months but less than 1 year, the company:

- (a) has been subject to the 1934 Exchange Act for at least 90 days
- (b) has complied with the current public information requirements set forth in Rule 144 (c), and
- (c) has filed all of its required 1934 Act reports

3. Below is a brief explanation of how these shares were acquired:

4. Manner of payment: _____
5. I know of no important development affecting the Company or its business or products which has not been made public, and I confirm that I have requested you to sell such shares for personal reasons and not because of any information which I may have with respect to the Company or its current or prospective operations.

The undersigned represents that the information furnished above is correct and complete to the best of his knowledge, information and belief. In the event that any of the information furnished is found to be no longer accurate or complete, the undersigned will promptly notify COR Clearing LLC in writing.

| | |
|--|--|
| Account Holder Signature(s): _____ Printed Account Name(s): _____ | Account Number: _____ Date: _____ |
|--|--|

SELLER'S REPRESENTATION LETTER – NON-AFFILIATE

Deposit of Free Trading Shares

ACQUIRED VIA: SHELF OFFERING, REGISTERED DIRECT, & OR SECONDARY OFFERINGS

To whom it may concern:

I, the undersigned, submit this form to you in order to present all facts necessary to request authorization to sell the shares in _____ (the "Company") as set forth below without being subject to trading restriction placed on affiliates .

| (ISSUER) | (COMMON, PREFERRED, ETC.) | (CUSIP) | (QUANTITY) |
|----------|---------------------------|---------|------------|
|----------|---------------------------|---------|------------|

1. The undersigned is not at present and has not been during the preceding three months, an officer, director or 10% shareholder of the Company or in any other way an "affiliate" or "control person" of the Company.
2. The undersigned has entered into an irrevocable contract on (trade date _____) which requires payment by the settlement date _____. Evidence of consideration will be provided to COR on or prior to the settlement date. The undersigned is the beneficial owner of, and bore the full risk of ownership on these securities since the date the securities were acquired from the Issuer or from an affiliate of the Issuer. The shares were acquired on: _____.
3. Below is a brief explanation of how these shares were acquired:

4. Manner of payment:

5. The understand knows of no important development affecting the Company or its business or products which has not been made public, and will confirm that it has requested you to sell such shares for personal reasons and not because of any information which I may have with respect to the Company or its current or prospective operations.

The undersigned represents that the information furnished above is correct and complete to the best of its knowledge, information and belief. In the event that any of the information furnished is found to be no longer accurate or complete, at the time the undersigned seeks to sell the securities, the undersigned will promptly notify COR Clearing LLC in writing prior to such sale.

| | |
|------------------------------------|-----------------------|
| Account Holder Signature(s): _____ | Account Number: _____ |
| Printed Account Name(s): _____ | Date: _____ |

PHYSICAL CERTIFICATE DEPOSIT ATTESTATION

Deposit of NMS Listed Securities

To whom it may concern:

I, the undersigned, submit this form to you in order to request authorization to deposit and sell the shares set forth below (the "Shares").

Description of the Shares:

| (ISSUER) | (SHARE TYPE: COMMON, PREFERRED, ETC.) | (CUSIP) | (QUANTITY) |
|----------|---------------------------------------|---------|------------|
| | | | |

Please check all that apply:

- The Shares were originally issued carrying a restrictive legend as of _____ (date), and have not been registered.
- The Shares are free trading and were originally issued as of _____ (date), and registered in a registration statement that became effective _____ (date).
- The Shares were purchased directly from the issuer.
- The Shares were purchased from a third party as of _____ (date).

The undersigned represents that the information furnished above is correct and complete to the best of his or her knowledge. In the event that any of the information furnished is found to be no longer accurate or complete, at the time the undersigned seeks to sell the securities, the undersigned will promptly notify COR Clearing LLC in writing prior to such sale.

| | |
|------------------------------------|-----------------------|
| Account Holder Signature(s): _____ | Account Number: _____ |
| Printed Account Name(s): _____ | Date: _____ |

**ELECTRONIC DEPOSIT ATTESTATION
FOR NMS STOCK**

To whom it may concern:

I, the undersigned, submit this form to you in order to request authorization to deposit and sell the shares set forth below (the "Shares").

Description of the Shares:

| (ISSUER) | (SHARE TYPE: COMMON, PREFERRED, ETC.) | (CUSIP) | (QUANTITY) |
|----------|---------------------------------------|---------|------------|
| | | | |

Please check all that apply:

- The Shares were originally issued as restricted as of _____ (date), and the restriction has not been removed.
- The Shares were originally issued as restricted as of _____ (date), and the restriction has been removed.
- The Shares were purchased directly from the issuer.
- The Shares were purchased from a third party as of _____ (date).
- The Shares have been registered in a registration statement that became effective _____ (date).
If you checked the box above, please describe the type of registration statement:

- Registered Direct Offering
- Resale Registration Statement
- Follow-on Registration Statement
- S-8 Registration Statement
- Other: _____

- The Shares have been derived from another security.
If you checked the box above, please describe how the Shares were derived:

- Promissory Note Conversion
- Preferred Share Conversion
- Warrant Exercise
- Corporate Action (Stock Dividend or Split)
- Other: _____

The undersigned represents that the information furnished above is correct and complete to the best of his or her knowledge. In the event that any of the information furnished is found to be no longer accurate or complete, at the time the undersigned seeks to sell the securities, the undersigned will promptly notify COR Clearing LLC in writing prior to such sale.

Account Holder Signature(s): _____ Account Number: _____

Printed Account Name(s): _____ Date: _____

**Policy Relating to Stock Certificate Deposits
Client Acknowledgement**

To: My introducing broker dealer (“my broker dealer” or “introducing broker”) and COR Clearing, LLC. its officers, directors, parents, subsidiaries and affiliates (hereinafter collectively “COR”) . COR and my broker dealer and/or introducing broker are hereinafter collectively referred to as “You” or “Your”.

I, the undersigned, acknowledge and affirm in connection with my desire to deposit and/or sell the below referenced certificate that I am aware of and agree to the following terms and conditions:

1. I understand that delivery by me of these securities in certificate form does not constitute “good delivery” according to the policies of COR.
2. I acknowledge that these certificates are owned by me and were acquired in a bona fide and legal transaction. Furthermore I acknowledge there is no reason for concern by COR that these certificates will be called back by the issuer or subject to a stop transfer by the transfer agent.
3. I am aware that a sale of these securities may not be permitted by COR until such time that COR is satisfied that they are eligible for sale and transfer, without fear of impairment or violation of law or industry rule. I am also aware that COR will take reasonable precautions to determine that, at present, there are no pending restrictions or a STOP transfer pertaining to the certificate. Finally, I understand that COR may require confirmation that the shares are fully paid and non assessable.
4. I acknowledge that I may not be able to sell the securities at the time of my choosing and the market price for these securities may change substantially between the time that I initially make the deposit and the time when I am actually able to make a sale. I acknowledge and accept the risk in this regard.
5. I acknowledge that it is the policy of COR to not allow securities deposited in certificate form to be transferred between and/or among accounts.
6. I acknowledge that it is the policy of COR to not facilitate the “free delivery” of securities deposited in certificate form to other DTC members. Should I desire to receive my securities, I acknowledge that COR will request a certificate representing my ownership in the issue to be delivered to me through the issuer’s transfer agent and I will be responsible for all costs associated with such request.
7. I acknowledge that it is the policy of COR to deny the facilitation of third party wires. Should I desire that funds be wired out of my account I acknowledge that COR will only wire those proceeds to a like name account and accept full responsibility for the information provided to COR instructing them to send the wire.
8. I acknowledge that COR (at the instruction of my broker dealer) may impose reasonable charges for its services in connection with, inter-alia, the receipt, verification, and cost of financing of the referenced securities and agree to be bound by such. I acknowledge that I have been informed of the associated charges included in Exhibit A.
9. I acknowledge these securities are not subject of any unrestricted sales of unregistered securities.
10. In consideration of your acceptance of these securities, I agree to indemnify and hold You harmless against any liability, loss or expense (including any legal fees and expenses reasonably incurred by You) arising out of the sale and/or transfer of these securities including but not limited to failure of these securities to transfer promptly or buy-in resulting from failure to deliver shares to the purchasing broker.

Print Name/Title

Date

Signature

Corporation Name

Principal Approval

Print Name/Title

Signature

Date

Certificate Number

Number of Shares/Issuer

**Policy Relating to Stock Certificate Deposits
Client Acknowledgement**

Exhibit A

Receipt/Verification fee: \$150 - \$500 plus associated out-of-pocket costs

Illiquid transaction fee:

Charges for transactions in what NSCC deems to be illiquid securities will be imposed based on the value attributed to the position by NSCC.

- \$.00 to \$3 Million – Broker Call plus 4% from trade date through and including settlement date;
- Greater than \$3.0 Million to \$5 Million – Broker Call plus 5% from trade date through and including settlement date;
- Greater than \$5.0 Million to \$10 Million – Broker Call plus 6% from trade date through and including settlement date; and
- Greater than \$10.0 Million – Broker Call plus 8% from trade date through and including settlement date.

I understand that I can contact my broker for further details relating to these fees.

Client Initials

Date

Client Initials

Date

**Policy Relating to DWAC Deposits
Client Acknowledgement**

To: My introducing broker dealer (“my broker dealer”) and EQT Clearing LLC, its officers, directors, parents, subsidiaries and affiliates (hereinafter collectively “LC”) LC and my broker dealer are hereinafter collectively referred to as “You”.

I, the undersigned, acknowledge and affirm in connection with my desire to deposit and/or sell the below referenced securities and that I am aware of and agree to the following terms and conditions:

1. I acknowledge that these securities are owned by me and were acquired in a bona fide and legal transaction. Furthermore I acknowledge there is no reason for concern by LC that these securities will be called back by the issuer or subject to a recall by the transfer agent.
2. I am aware that a sale of these securities may not be permitted by LC until such time that LC is satisfied that they are eligible for sale, without fear of impairment or violation of law or industry rule. I am also aware that LC will take reasonable precautions to determine that, at present, there are no pending restrictions. Finally, I understand that LC may require confirmation that the shares are fully paid and non assessable.
3. I acknowledge that I may not be able to sell the securities at the time of my choosing and the market price for these securities may change substantially between the time that I initially make the deposit and the time when I am actually able to make a sale. I acknowledge and accept the risk in this regard.
4. I acknowledge that it is the policy of LC to not allow securities deposited via DWACs to be transferred between and/or among accounts.
5. I acknowledge that it is the policy of LC to not facilitate the “free delivery” of securities deposited via DWAC to other DTC members. Should I desire to receive my securities, I acknowledge that LC will request a certificate representing my ownership in the issue to be delivered to me through the issuer’s transfer agent and I will be responsible for all costs associated with such request..
6. I acknowledge that it is the policy of LC to deny the facilitation of third party wires. Should I desire that funds be wired out of my account I acknowledge that LC will only wire those proceeds to a like name account and accept full responsibility for the information provided to LC instructing them to send the wire.
7. I acknowledge that LC (at the instruction of the broker dealer) may impose reasonable charges for its services in connection with, inter-alia, the receipt, verification, and cost of financing of the referenced securities and agree to be bound by such. I acknowledge that I have been informed of the associated charges included in Exhibit A..
8. I acknowledge these securities are not subject of any unrestricted sales of unregistered securities.
9. In consideration of your acceptance of these securities, I agree to indemnify and hold You harmless against any liability, loss or expense (including any legal fees and expenses reasonably incurred by You) arising out of the sale and/or transfer of these securities including but not limited to failure of these securities to transfer promptly or buy-in resulting from failure to deliver shares to the purchasing broker.

Print Name/Title

Date

Signature

Corporation Name

Principal Approval

Print Name/Title

Signature

Date

Number of Shares/Issuer

**Policy Relating to Stock Certificate Deposits
Client Acknowledgement**

Exhibit A

Receipt/Verification fee: \$150 - \$500 plus associated out-of-pocket costs

Illiquid transaction fee:

Charges for transactions in what NSCC deems to be illiquid securities will be imposed based on the value attributed to the position by NSCC.

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- Greater than \$3.0 Million to \$5 Million – Broker Call plus 5% from trade date through and including settlement date;
- Greater than \$5.0 Million to \$10 Million – Broker Call plus 6% from trade date through and including settlement date; and
- Greater than \$10.0 Million – Broker Call plus 8% from trade date through and including settlement date.

I understand that I can contact my broker for further details relating to these fees.

Client Initials

Date

Principal Initials

Date