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144K Letter with Legal Opinion

I am the owner of _____ shares of the common stock ("the Stock") of ("the Company"). The purpose of this letter is to induce you to allow the re-issuance of a certificate to me evidencing the Stock with the removal of the standard "restrictive" legend. In order to induce you to remove the "restrictive" legend, I represent to you that:

1. I acquired and fully paid for the stock at least two years ago, excluding any period during which I had a short position in, or had an option to dispose of any securities of the Company.

My date of acquisition was ____/____/_____

2. I am not and have not been during the preceding three months an officer or director of the Company or during that period an "affiliate" of the Company within the meaning of Rule 144(a)

3. I do not know or have any reason to believe that the Company is not current in its reports to the Securities and Exchange Commission under the Securities Act of 1934.

4. I am unaware of any material adverse information with regard to the Company that has not been publicly disclosed.

5. I have obtained and attached opinion of legal counsel stating that the "restrictive" legend can be removed.

(Signature)

(Print Name)

Date: