

**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





**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

**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)
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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)
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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): _____	Account Number: _____
Printed Account Name(s): _____	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)
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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: _____