

## RULE 144 BROKER'S REPRESENTATION LETTER – NON-AFFILIATE

Dear \_\_\_\_\_ :

We have been requested by \_\_\_\_\_ (the "Seller") to sell up to \_\_\_\_\_ shares of common stock (the "Securities") of \_\_\_\_\_ (the "Company") pursuant to the provisions of Rule 144 adopted under the Securities Act of 1933 (the "Act"). We were provided with a representation letter from Seller stating that Seller is not an affiliate of the issuer and was not an affiliate during the 90-day period prior to the sale. In order to obtain the removal, of the legend and stop order relating to the Securities and to permit their sale, we hereby represent, warrant and agree as follows:

1. The Company is in compliance with the current public information requirements of Rule 144(c).
2. Reporting Issuer/Non-Reporting Issuer (mark one box)
  - Reporting Issuer: The Company
    - a) has been subject to such 1934 Exchange Act filing requirements for at least 90 days
    - b) has filed all reports required by Rule 144(c), and
    - c) has not been at any time within the 12 month period preceding the date hereof, a shell issuer as described in Rule 144(i)(1)

**OR**

- Non-Reporting Issuer: The Company
  - a) is not subject to the reporting requirements of the 1934 Exchange Act,
  - b) has fully complied with the current public information requirements of Rule 144(c), and
  - c) has never been a shell company as described in Rule 144(i)(1)

Sincerely,

\_\_\_\_\_  
(Broker/Dealer)

By:\_\_\_\_\_