

# APPLICATION FOR COORDINATED STATE REVIEW (CER-1)

The Applicant requests that this filing be processed as a Coordinated State Review filing.

Please note Coordinated Equity Review is generally intended only for initial public offerings of common stock, preferred stock, warrants, rights and units comprised of equity securities that are also registered (or seeking registration) with the Securities and Exchange Commission. Blank check and blind pool offering do not qualify for coordinated review. Coordinated Equity Review may not be available on all offerings.

Please attach this request to the front of the Form U-1 filed as the Issuer's application for state registration and state in bold type in the cover letter accompanying the application that the application is pursuant to Coordinated Equity Review. Coordinated Equity Review is only available if the issuer intends to register in two or more of the participating states.

Please indicate below those states participating in Coordinated Equity Review in which you intend to file for registration. These states also should be listed in item 7 of the Form U-1 in addition to all other states in which application for registration is being made.<sup>1</sup> **Issuers are cautioned to identify all states in which they intend to utilize the CER registration process. In accordance with the CER Program Protocol, it may not be possible to include additional CER states at a later date.**

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| <input type="checkbox"/> Alabama (M)     | <input type="checkbox"/> Kansas (M)        | <input type="checkbox"/> New Jersey (D) <sup>2</sup> | <input type="checkbox"/> South Dakota (M)  |
| <input type="checkbox"/> Alaska (M)      | <input type="checkbox"/> Kentucky (M)      | <input type="checkbox"/> New Mexico (M)              | <input type="checkbox"/> Texas (M)         |
| <input type="checkbox"/> Arizona (M)     | <input type="checkbox"/> Maine (M)         | <input type="checkbox"/> Nevada (D)                  | <input type="checkbox"/> Utah (D)          |
| <input type="checkbox"/> Arkansas (M)    | <input type="checkbox"/> Maryland (D)      | <input type="checkbox"/> North Carolina (D)          | <input type="checkbox"/> Vermont (M)       |
| <input type="checkbox"/> California (M)  | <input type="checkbox"/> Massachusetts (M) | <input type="checkbox"/> North Dakota (M)            | <input type="checkbox"/> Virginia (M)      |
| <input type="checkbox"/> Connecticut (D) | <input type="checkbox"/> Michigan (M)      | <input type="checkbox"/> Oklahoma (M)                | <input type="checkbox"/> Washington (M)    |
| <input type="checkbox"/> Delaware (D)    | <input type="checkbox"/> Mississippi (M)   | <input type="checkbox"/> Oregon (M)                  | <input type="checkbox"/> West Virginia (D) |
| <input type="checkbox"/> Idaho (M)       | <input type="checkbox"/> Missouri (M)      | <input type="checkbox"/> Pennsylvania (M)            | <input type="checkbox"/> Wisconsin (D)     |
| <input type="checkbox"/> Indiana (M)     | <input type="checkbox"/> Montana (M)       | <input type="checkbox"/> Rhode Island (D)            |  |
| <input type="checkbox"/> Iowa (M)        | <input type="checkbox"/> New Hampshire (D) | <input type="checkbox"/> South Carolina (M)          |  |

M = Merit      D = Disclosure

The state of Pennsylvania is acting as the Program Administrator of the Coordinated Equity Review Project. Please file a copy of this form along with the Registration Statement and Prospectus with the Pennsylvania Securities Division even if the Issuer does not intend to register its shares for sale in Pennsylvania. There will be no additional fee for coordinated review. Do not send fees to Pennsylvania unless the issuer intends to register its securities in Pennsylvania.

<sup>1</sup> Because the states of Colorado, Florida, Georgia, Hawaii, Illinois, Louisiana, New York, Wyoming, and the District of Columbia provide automatic effectiveness for files coordinated with the Securities and Exchange Commission, those states are not included in the project.

<sup>2</sup> Though principally a Disclosure State, New Jersey reserves the right to make substantive comments in select areas.

The Applicant attests that all Registration Statements and Prospectuses will be identical in each of the states listed in the attached Form U-1 and that all applications will be filed contemporaneously in those states. Subsequent amendments to the Registration Statement will also be filed contemporaneously in the states identified above. The Coordinated Equity Review process will take a minimum of 30 days. The applicant should consider this time frame and file the CER-1 as soon as possible after filing with the SEC.

The Applicant understands that any application filed in a state subsequent to the initial filing may be reviewed separately and may involve application of non-CER standards. The Applicant should understand that the merit states participating in Coordinated Equity Review will be using certain NASAA Guidelines as the uniform standard. For information on the standards to be applied, please contact the Pennsylvania Securities Division at (717) 783-5130.

The Applicant agrees to resolve comments through the Lead Disclosure and the Lead Merit states until such time as the Lead states agree that the comment should be resolved through direct contact between the applicant and the state with the unresolved comment.

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Authorized Representative

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Print Name

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Title

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Name of Issuer