

**Shareholder Representation Letter  
for Nonaffiliates  
Rule 144(b)(1)(i)/ Rule 144(b)(1)(ii)**

To: 144Opinions.com, a division of FitzGerald Yap Kreditor, LLP

Date: \_\_\_\_\_

Company Name \_\_\_\_\_

or Ticker Symbol: \_\_\_\_\_

I am requesting the removal of the restrictive legend from the below referenced stock certificate(s) of the Company named above in the manner permitted by Rule 144 of the Securities Act of 1933 ("Rule 144").

Date of Certificate	Certificate Number	Shareholder Name on Certificate	Number of Shares

In accordance with the requirements of Rule 144, I hereby represent:

1. I acquired the Shares from:

- a.  the Company;
- b.  a non-affiliate of the Company;
- c.  an affiliate of the Company; or
- d.  do not know.

2. Please attach any documents showing how you acquired the Shares (i.e., stock purchase agreement or agreement for services, etc.) or, if there are no documents, please explain how you acquired the Shares (i.e., through a private placement, etc.):

---

---

---

---

3. Please attach any documents showing the date you paid for the Shares (i.e., cancelled checks, etc.) or, if there are no documents, please provide further explanation of how and when you paid consideration in full for the Shares:

---

---

---

4. I am not an underwriter with respect to the Shares, nor will these Shares be part of any proposed transaction deemed to be a distribution of securities of the Company.
5. I have sold or have the immediate intention to sell the Shares on the public market. I have deposited or will deposit the Shares with my broker for sale on the public market.
6. I understand that after 90 days, the legal opinion may no longer be accepted by the transfer agent or brokerage firm pursuant to those firms' policies.
7. I am not now, and have not been during the past 90 days, an officer, director, or shareholder of 10% or more of the outstanding shares of common stock of the Company or in any other way considered an affiliate of the Company as defined by Rule 144(a)(1). Moreover, I am not acting in concert with any affiliate in selling these securities and have not agreed to do so.
8. I am not aware of any material, non-public information about the Company.
9. Based on my knowledge and review of the publicly available information regarding the Company, I believe the Company is not a "shell company" as defined in Rule 144(i)(1).
10. Based on my knowledge and review of the publicly available information published by the Company, there is current public information available about the Company as required by Rule 144.
11. I confirm that this transaction is not part of a plan or scheme to evade the registration requirements of the Securities Act of 1933.

I am familiar with Rule 144 and all applicable conditions. You may rely on these representations when processing my request for removal of the restrictive legend under Rule 144.

Signature of shareholder: \_\_\_\_\_  
(or shareholder representative if shares are held by an entity)

Print name of shareholder: \_\_\_\_\_

Shareholder phone number: \_\_\_\_\_

Shareholder email address: \_\_\_\_\_

If shares are held in an entity's name, print your title here: \_\_\_\_\_

Please complete and email to [abolduc@fyklaw.com](mailto:abolduc@fyklaw.com) or fax to (949) 788-8980. If you have any questions, please call (949) 788-8900.