

**Restricted Securities Guidelines**  
**Restricted Transfers**

Effective [March 20, 2000] all restricted certificates presented to us for transfer must be submitted in good order for transfer or they will be immediately rejected with a notice of deficiencies to be cured. The Paperless Legal Program does not eliminate the requirement for appropriate legal opinion, releases or other documents set forth in this Section.

**"In good order for transfer" means that the following documentation must accompany the certificate(s):**

1. An appropriate endorsement with Medallion signature guarantee;
2. Corporate resolution where appropriate. The corporate seal should be affixed, and the resolution dated within thirty days of submission to the Transfer Agent. If the registered owner is a corporation, the endorsement must include the officers title, and he signed by an officer other than the one executing the assignment;
3. A copy of the appropriate opinion from Issuer's counsel, addressed to the Transfer Agent, covering the specific transfer or reference to a blanket opinion previously issued covering multiple transfers including the one submitted;
4. A certification of sale (past tense) from the presenter/broker, if appropriate. If the sale is covered by a Registration Statement, a certification of sale pursuant to the Prospectus with a reference to the date of the Prospectus.