

## STATUS CERTIFICATION LETTER

[Letterhead of service provider]

Re: Accredited Investor Verification of \_\_\_\_\_ [NAME OF INVESTOR]

\_\_\_\_\_ [NAME OF INVESTOR] ("Investor") has requested that the undersigned provide this Status Certification Letter (this "Certification Letter") to verify the Investor's status as an "accredited investor" as defined by Rule 501(a) of the Securities Act of 1933, in connection with the Investor's purchase of units offered by companies who are advertising the sale of securities.

The undersigned certifies that [I/we/it] [am/are/is]:

- a registered broker-dealer registered with FINRA;
- an investment adviser registered with the Securities and Exchange Commission;
- a licensed attorney in good standing in the State of \_\_\_\_\_, State Bar No. \_\_\_\_\_; or
- a certified public accountant duly registered and in good standing in the State of \_\_\_\_\_, CPA License/Certification No. \_\_\_\_\_.

Based on the review of the supporting documentation identified below, I hereby attest that the Investor satisfies one of the following criteria to qualify as an accredited investor (select only one):

- an individual (not a partnership, corporation, etc.) whose individual net worth, or joint net worth with his or her spouse, presently exceeds \$1,000,000, exclusive of the value of his or her primary residence;<sup>1</sup>
- an individual (not a partnership, corporation, etc.) who had an income in excess of \$200,000 in each of the two most recent years, or joint income with his or her spouse in excess of \$300,000 in each of those years and has a reasonable expectation of reaching the same income level in the current year;
- an entity such as an Individual Retirement Account (IRA) or Self Employed Person (SEP) Retirement Account, and all beneficial owners meet one of the standards defined in bullets 1 and 2 above;
- an employee benefit plan within the meaning of Title 1 of ERISA and the plan has total assets in excess of \$5,000,000;
- a corporation, partnership, Massachusetts business trust, or non-profit organization within the meaning of Section 501(c)(3) of the Internal Revenue Code with total assets in excess of \$5,000,000;
- a trust with total assets in excess of \$5,000,000;
- a business in which all Investors are Accredited Investors; or
- a bank, insurance company, registered investment company, business development company, or small business investment company.

In connection with this Certification Letter, the undersigned has reviewed the original or photocopies of the following documents:

- Forms 1040 and supporting Forms W-2, Forms 1099, Schedules K-1 of Form 1065 for the two-most recent years;
- Bank statements, brokerage statements, certificates of deposit or tax assessments;
- Credit report from at least one of the nationwide consumer reporting agencies; and
- Other documents (please specify and attach a list if necessary) \_\_\_\_\_.

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<sup>1</sup> In calculating net worth you must exclude equity in the Investor's primary residence and deduct any negative equity in the primary residence (if any, as stated by the Investor) or any indebtedness incurred on the primary residence within the sixty (60) days prior to verification.

This Certification Letter will operate as verification on which an offeror may reasonably rely, provided such verification is dated within ninety (90) days of Investor's subscription to the offeror's offering:

SIGNATURE: \_\_\_\_\_

NAME: \_\_\_\_\_

COMPANY: \_\_\_\_\_

TITLE: \_\_\_\_\_

DATE: \_\_\_\_\_