

“Accredited Investor”

The undersigned is an “Accredited Investor” as such term is defined under Rule 501(a) of Regulation D of the Act by virtue of coming within any of the following categories at the time of the sale of the Membership Interests. **The undersigned has INITIALED each category below applicable to it as a purchaser of the Membership Interests:**

- _____ (1) Any natural person whose individual net worth, or joint net worth with that person’s spouse, at the time of his purchase exceeds \$1,000,000;
- _____ (2) Any natural person who had an individual income in excess of \$200,000 in each of the two most recent years or joint income with that person’s 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;
- _____ (3) Any bank as defined in Section 3(a)(2) of the Act or any savings and loan association or other institution as defined in Section 3(a)(5)(A) of the Act whether acting in its individual or fiduciary capacity;
- _____ (4) Any broker or dealer registered pursuant to Section 15 of the Securities Exchange Act of 1934;
- _____ (5) Any insurance company as defined in Section 2(13) of the Act;
- _____ (6) Any investment company registered under the Investment Company Act of 1940, as amended (the “Investment Company Act”), or a business development company as defined in Section 2(a)(48) of the Investment Company Act;
- _____ (7) Any Small Business Investment Company licensed by the U.S. Small Business Administration under Section 301(c) or (d) of the Small Business Investment Act of 1958;
- _____ (8) Any plan established and maintained by a state, its political subdivisions, or any agency or instrumentality of a state or its political subdivisions for the benefit of its employees, if such plan has total assets in excess of \$5,000,000;
- _____ (9) Any employee benefit plan within the meaning of the Employee Retirement Income Security Act of 1974 (“ERISA”) if the investment decision is made by a plan fiduciary, as defined in Section 3(21) of ERISA, which is either a bank, savings and loan association, insurance company or registered investment adviser, or if the employee benefit plan has total assets in excess of \$5,000,000 or, if a self-directed plan, with investment decisions made solely by persons that are accredited investors;
- _____ (10) Any private business development company as defined in Section 202(a)(22) of the Investment Advisers Act of 1940;
- _____ (11) Any organization described in Section 501(c)(3) of the Internal Revenue Code, corporation, Massachusetts or similar business trust, partnership or limited liability company, not formed for the specific purpose of acquiring the securities offered, with total assets in excess of \$5,000,000;

***This is not an offer to sell any stock or membership units**

- _____ (12) Any trust, with total assets in excess of \$5,000,000 not formed for the specific purpose of acquiring the securities offered, whose purchase is directed by a person who has such knowledge and experience in financial and business matters that it is capable of evaluating the merits and risks of the prospective investment; and/or
- _____ (13) Any entity in which all of the equity owners are accredited investors.

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