

# APPLICATION FOR COORDINATED STATE REVIEW (CR-EQUITY-1)

Amended 8/29/03

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

**Please note** Coordinated Review-EQUITY (CR-EQUITY) generally is intended only for initial public offerings of common stock, preferred stock, warrants, rights and units comprised of equity securities that also are seeking registration under Section 5 of the Securities Act of 1933. CR-EQUITY is not available for Regulation A offerings. Blank check and blind pool offerings do not qualify for CR-EQUITY. CR-EQUITY may not be available on an offering even if the offering fits within the initial screening criteria.

Attach this request to the front of the Form U-1, Uniform Application to Register Securities and state in **bold type** in the cover letter accompanying the application that the application is pursuant to CR-EQUITY. CR-EQUITY is available only if the issuer intends to register in two or more of the participating states.

Set forth below are the states participating in CR-EQUITY. Please indicate the CR-EQUITY states in which you intend to file an application to register your securities. 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 CR-EQUITY registration process. In accordance with the CR-EQUITY Protocol, it may not be possible to include additional states at a later date. The review process will not begin until such time as all states identified on the CR-EQUITY-1 have received an application to register securities.**

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

M =Merit            D=Disclosure

---

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

(Though designated Disclosure Jurisdictions, District of Columbia, New Jersey and West Virginia reserve the right to make substantive comments in select areas.)

The state of Pennsylvania is acting as CR-EQUITY Administrator. Please file a copy of this form along with the Registration Statement and Prospectus with the Pennsylvania Securities Commission even if the issuer does not intend to register its shares for sale in Pennsylvania. There is no additional fee for coordinated review. Do not send fees to Pennsylvania unless the issuer intends to register its securities in Pennsylvania.

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 CR-EQUITY process will take a minimum of 30 days. The applicant should consider this time frame and file the CR-EQUITY-1 as soon as possible after filing with the Securities and Exchange Commission.

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-CR-EQUITY standards. The Applicant should understand that the merit states participating in CR-EQUITY will be using certain NASAA Guidelines as the uniform standard. For information on the standards to be applied, please contact the Pennsylvania Securities Commission at (717) 787-5401.

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.

Authorized Representative

---

Print Name

---

Title

---

Name of Issuer

---