



STATE OF CONNECTICUT
 DEPARTMENT OF BANKING
 SECURITIES AND BUSINESS INVESTMENTS DIVISION
 260 CONSTITUTION PLAZA • HARTFORD, CT 06103-1800



MODEL ACCREDITED INVESTOR EXEMPTION
UNIFORM NOTICE OF TRANSACTION

NOTICE OF SALE OF SECURITIES PURSUANT TO ACCREDITED
INVESTOR EXEMPTION

1. Issuer Name: _____
 Address: _____

 Phone No.: _____

2. Form of Organization (Check one):
 Corporation Limited Liability Company
 Limited Partnership Unincorporated Association
 Other (Specify) _____
 Issuer's state of incorporation or jurisdiction of organization: _____
 Date of incorporation of organization: _____

3. Officers and directors (or persons acting in a similar capacity). Include Names, Addresses and Phone Numbers:

4. This Offering: Description of Security	Price Per Security	Number of Securities to be Offered	Aggregate Dollar Amount
Debt			
Equity (common or preferred)			
Convertible Security			
Partnership Interests/Other (Specify)			

5. Description of Business:

6. Name of Broker-dealer who has solicited or intends to solicit purchasers in this state.

Address: _____

By filing this Notice of Transaction, the Issuer of these securities hereby represents that: (1) Sales of securities shall be made only to accredited investors as defined in 17 CFR 230.501(a); (2) the Issuer is not an issuer in the development stage that either has no specific business plan or purpose or has indicated that its business plan is to engage in a merger or acquisition with an unidentified

company or companies, or other entity or person; and (3) the Issuer reasonably believes that all purchasers are purchasing for investment and not with the view to or for sale in connection with a distribution of the security. Any resale of a security sold in reliance on this exemption within 12 months of sale, except a resale to an accredited investor or pursuant to a registration statement effective under applicable state securities law, shall be presumed to be with a view to distribution and not for investment. Securities issued under this exemption may only be resold pursuant to registration or an exemption under applicable state securities law.

The undersigned represents that the Issuer is familiar with the conditions that must be satisfied to be entitled to the Accredited Investor Exemption of the state in which this notice is filed and understands that the Issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The Issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer (Print or type): _____

Signature: _____

Name (Print or type): _____

Title (Print or type): _____

Date: _____