

INVESTMENT ADVISORY REGISTRANT'S CERTIFICATE (State Registered Advisers)

NOTE: This report must be signed by a general partner if the applicant is a partnership or the executive officer if a corporation or other form of association.

The undersigned, being duly sworn, deposes and says that he/she is the

_____ of _____
(title) (Applicant)

a _____; that, in such capacity, the undersigned is
(form of business organization)

authorized on behalf of the Applicant to execute this Registrant's Certificate; that the undersigned has examined the attached statement of financial condition of the Applicant as of the close of business on _____; that, to the best of the undersigned's
(date of financial statement)

knowledge and belief, the facts set forth in such Statement of Financial Condition are true and correct; and further, that neither the principal, nor any member, partner, officer or director of the Applicant, as the case may be, has any proprietary interest in any account classified solely as that of a customer, except as follows: .

In addition, the Applicant calculates its Net Tangible Assets as follows:

ALLOWABLE ASSETS: _____
LESS LIABILITIES: _____
NET TANGIBLE ASSETS: _____

Print Name of Signatory: _____

Subscribed and sworn to before me this
_____ day of _____, 200__.

Notary Public
My Commission Expires: