

SMALL BUSINESS  
SECURITIES OFFERING APPLICATION  
FORM CR -- SCOR -- MID-ATLANTIC REGION

The Company requests that this registration filing be reviewed under the CR -- SCOR -- Mid-Atlantic Region Program.

Regional Review for small business securities offerings is available only to offerings exempt under U.S. Securities & Exchange Commission (SEC) Regulation D, Rule 504, or offerings qualified under SEC Regulation A, with Model A or Model B<sup>1</sup> disclosure. Please refer to the North American Securities Administrators Association SCOR Policy Statement, NASAA Rep. (CCH) ¶ 411 (April 28, 1996), for the qualifications for SCOR and Regulation A offerings, 17 CFR § 230.254 and the CR -- SCOR -- Mid-Atlantic Region Review Program Overview and Checklist.

Please attach this form to the front of the Form U-1 filed as part of the Company's application for registration and state in the cover letter accompanying the application that the applicant requests Regional Review. Send a copy of this form and the cover letter to each jurisdiction in which the Company intends to register and to the Program Administrator State (even if the Company does not intend to register in the Program Administrator State). Regional Review is only available if the Company intends to register in two or more of the Participating States in the table below.

Please indicate on the table below the Regional Review jurisdictions in which the Company intends to apply for registration. These jurisdictions should also be listed in item 7 of the Form U-1 in addition to all other jurisdictions in which application for registration is being made.

- |                          |                   |
|--------------------------|-------------------|
| • • Delaware             | • • New Jersey    |
| • • District of Columbia | • • Virginia      |
| • • Maryland             | • • West Virginia |
| • • Pennsylvania         |                   |

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<sup>1</sup> The U.S. Securities & Exchange Commission designates in the instructions to its Form 1-A the Model A format to be the Form U-7, and the Model B format to be the traditional Form 1-A narrative offering statement disclosure.

## **Lead State**

Upon filing, the Program Administrator State will identify a Lead State and Lead Examiner to coordinate the review of the registration application.

## **Program Administrator State**

Maryland is acting as the Program Administrator State for the CR -- SCOR --Mid-Atlantic Region. For information, please contact the Maryland Securities Division, Securities Registration Unit, 200 Saint Paul Place, Baltimore, Maryland 21202; Telephone 410-576-7050; Fax 410-576-6532.

## **Filing Fees**

The Company shall pay the normal filing fees for each jurisdiction in which it files. There is no additional fee for regional review. Do not send a fee to the Program Administrator State unless the Company intends to register its securities in that state.

## **Filings and Amendments**

The Company shall file the appropriate application forms, including this Form, the Form U-1 and the disclosure document, contemporaneously in all of the Participating States in which it is registering. (Remember to file this Form and the Form U-1 with the Program Administrator State even if the company is not registering in that state.) Subsequent amendments shall also be filed contemporaneously in the jurisdictions in which the offering is intended to be registered. When filing an amendment to the disclosure document, the Company shall file an additional copy of the amendment marked by underlining to indicate precisely the changes made by the amendments. Amendments to the disclosure document need not be filed with the Program Administrator State, unless the amendment materially changes the offering.

## **Regional Review Comment Process**

The Company agrees to resolve all comments through the Lead State unless the Lead State directs the Company to resolve the comment with the commenting jurisdiction. The initial comment period may take a minimum of twenty-four (24) business days. The Company understands that any application filed in an additional jurisdiction after the initial filing of this Form will lengthen the time for review. Final clearance of a Regional Review filing requires that all comments be resolved and all registration standards be met. The Company should also understand that the Participating States will be applying certain uniform standards for review of the registration application. For information on the registration standards to be applied in CR -- SCOR -- Mid-Atlantic Region, please contact the Program Administrator State.

### **Adding Additional Jurisdictions After Clearance**

After the Lead State has given notice of clearance, no assurance can be given that the addition of another jurisdiction to the offering will be accorded Regional Review. The Company should give careful consideration at the time of its initial filing of the jurisdictions in which it desires Regional Review.

### **Waiver of Automatic Effectiveness**

The Company waives automatic effectiveness in the jurisdictions identified above.

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Authorized Representative for the Company

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Print Name

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Title

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Name of Company