

_____, the undersigned officer, personally appeared _____ and _____, known personally to me to be the _____ and _____, respectively, of the above-named corporation, and that they, as such officers, being authorized to do so, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by themselves as such officers.

IN WITNESS WHEREOF I have hereunto set my hand and official seal.

(NOTARIAL SEAL) (Notary Public)
My commission expires:

INDIVIDUAL OR PARTNERSHIP ACKNOWLEDGEMENT

STATE OF _____)
COUNTY OF _____) ss.

On this _____ day of _____, 20 ____, before me _____, the undersigned officer, personally appeared _____ (Name of Notary)

_____ known personally to me to be the same person(s) whose names(s) is (are) signed to the foregoing instrument, and acknowledged the execution thereof for the uses and purposes therein set forth.

IN WITNESS WHEREOF I have hereunto set my hand and official seal.

(NOTARIAL SEAL) (Notary Public)
My commission expires

CERTIFICATION

FRANCHISE EXEMPT. PAGE 3

I certify under penalty of law that I have read and know the contents of this application and the documents attached as exhibits and incorporated by reference and that the statements in all these documents are true and correct.

Executed at _____, _____, 20

D. Present employer:

E. Present title:

F. Social Security number:

G. Birth date:

H. Employment or occupation during the past 5 years. For each such employment state the name of the employer, position held and beginning and ending dates for each such employment.

2. State whether the person identified in 1 above:

A. Has any administrative, civil or criminal action pending against him alleging a violation of any franchise law, business opportunity law, securities law, fraud, embezzlement, fraudulent conversion, restraint of trade, unfair or deceptive practices, misappropriation of property or any comparable allegations?

YES _____ NO

B. Has been convicted of a felony or pleaded nolo contendere to a felony charge?

FRANCHISE EXEMPT. PAGE 5

C. Has during the 10 year period immediately preceding the date of the offering circular:

(1) been convicted or a misdemeanor or pleaded nolo contendere to a misdemeanor charge or been held liable in a civil action by final judgment if such misdemeanor or civil action involved a violation of any franchise law, business opportunity law, securities law, fraud, embezzlement, fraudulent conversion, restraint of trade, unfair or deceptive practices, misappropriation or property or any comparable violation of law?

YES _____ NO

(2) entered into or been named in any consent judgment, decree, order or assurance under any federal or state franchise, business opportunity, securities,

anti-trust, monopoly, trade practice, or trade regulation?

YES _____ NO

- (3) been subject to any order of any national securities association or national securities exchange (as defined in the Securities and Exchange Act of 1934) suspending or expelling such person from membership in such association or exchange?

YES _____ NO

D. With respect to each question above answered "YES" state:

- (1) the name of each person or entity involved;
- (2) the court, agency, association or exchange involved;
- (3) a summary of the allegations;
- (4) if applicable, the date of the conviction, judgement, decree, order or assurance; and
- (5) the penalty imposed, damages assessed and nature thereof, and terms and conditions of the judgment, decree, order or assurance.

FRANCHISE EXEMPT. PAGE 6

GUARANTEE OF PERFORMANCE

For value received

located at _____,
(Address)

absolutely and unconditionally guarantees the performance by
_____, located at

(Address)

of all the obligations of

under its franchise registration in the state of

_____ dated _____
(Name of state or province) (Effective date of renewal)

and of its Franchise Agreement. This guarantee continues until all

obligations of _____ under
the franchise registration and franchise agreement are satisfied.
_____ is not discharged from
liability if a claim by the franchisee against
_____ remains outstanding. Notice
of acceptance is waived. Notice of default on the part of
_____ is not waived. This guarantee is
binding on _____ and on its successors
and assignees. _____ executed this
agreement at _____ PARENT
_____ on the
____ day of _____, 20____.

(Parent)

By: _____

Title: _____

FRANCHISE EXEMPT. PAGE 7

FOR YOUR INFORMATION

You may obtain instructions for preparing a Uniform Franchise
Offering Circular and a Uniform Application by sending a request
and a check for \$10 to NASAA to:

NORTH AMERICAN SECURITIES
ADMINISTRATORS ASSOCIATION, INC.
10 G STREET, N.E., SUITE 710
WASHINGTON, DC 20002
(202) 737-0900

(202) 783-3571 (facsimile)

Copies of the Franchise Investment Act, Title 19, Chapter 28.1 of
the Rhode Island General Laws may be obtained for \$10 for up to 20
pages from:

COMMERCE CLEARING HOUSE
2700 LAKE COOK ROAD
RIVERWOOD, IL 60015
ATTN: MARY JO POPE
LEGISLATIVE DEPARTMENT

(847) 940-4600 EXT. 2336

FRANCHISE EXEMPT. PAGE 8

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