



WASHINGTON STATE GAMBLING COMMISSION
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 WEB SITE: www.wsgc.wa.gov

INSTITUTIONAL LENDER CERTIFICATION FORM

INSTRUCTIONS: Complete this form by supplying the requested information in the blank spaces as indicated, provide supporting documentation, then execute and sign the completed form with the assistance of a Notary Public, or other similar official. Forward the executed form to the Washington State Gambling Commission. Questions shall be directed to the Financial Investigations Unit of the Washington State Gambling Commission.

CORPORATE LICENSEE INFORMATION

IN THE MATTER OF _____
 (Corporate Name of Licensee)
 doing business as _____
 (Trade Name)
 (hereafter referred to as the "Licensee")

INSTITUTIONAL LENDER:

COMES NOW _____ of full age, before the Washington State
 (Affiant)

Gambling Commission, who certifies and says under oath and penalty of perjury:

1. I am the _____
 (Position)
 of _____
 (Lending Company)

(hereafter referred to as "Institutional Lender" or "Lender"). As such, I am fully empowered to make the representations contained within this Certification. I am fully familiar with the facts represented herein, and I am fully empowered to bind the Investment Company to the terms and provisions contained herein, because _____

 (Attach additional sheet, if necessary, to fully explain the basis of your authority)

2. If applicable, the Institutional Lender is registered with the Securities and Exchange Commission or other federal regulatory agency as follows:

 (Attach additional sheet if necessary)

Please provide a copy of the Lender Company's registrations with the SEC as an investment company, if any.

3. Institutional Lender, with their principal place of business at

Address: _____

(City)

(State)

(Zip)

(County)

have provided within all managed groups of funds or accounts identified below (Attach additional sheet if necessary):

(Fund)

(Fund Manager)

(Date of Birth)

(Social Security Number)

(Fund)

(Fund Manager)

(Date of Birth)

(Social Security Number)

(Fund)

(Fund Manager)

(Date of Birth)

(Social Security Number)

a combined total of \$ _____ (hereafter referred to as "loan") to: _____
(Licensee)

which represents approximately _____% of total loaned to the licensee. Collateral for the loan is

4. The funds from the lenders were loaned for investment purposes only, and are held in the ordinary course of business as an institutional lender and not for the purpose of causing, directly or indirectly, the election or appointment of any director or management member of Licensee. Nor is the loan for the purpose of causing, directly or indirectly, any change in the chartering documents (including articles of incorporation, bylaws, and other documents), or other operating agreements, management, directorship, policies, or operations of the Licensee. Further, the lender provided the loan disclosed above solely for investment purposes, and have no involvement in the business activities of Licensee, nor does the lender have any intention of influencing or affecting, or participating in the affairs of the Licensee.

5. If the lender, individually or collectively with other lenders, subsequently is determined to influence or affect the affairs of the Licensee, they shall provide notice of such intent to Licensee so they may file with the Washington State Gambling Commission the appropriate application for licensure/suitability before any action is taken that may influence or affect the affairs of the Licensee; the lender shall not be permitted to sell the loan or its repayment, in whole or part, to another party without providing notice to the Licensee so that the Licensee can provide appropriate disclosures to the Washington State Gambling Commission.

6. For purposes of this Certificate and the matters set forth herein, the lender acknowledges that they are bound by and shall comply with all regulations enacted by the Washington State Gambling Commission and, to such extent, is subject to the jurisdiction of the courts of Washington and consents to Washington as the choice of forum in the event any dispute, question, or controversy arises regarding the application of these regulations.

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7. On a separate page, identify the name, address, telephone number, date of birth, and social security, federal tax identification number, or foreign national identification number of the following classes of persons or entities:
- a. Any person or entity which holds, possesses or controls, directly or indirectly the beneficial ownership (including, but not limited to, Voting Securities and other equivalent) of 10% or more of your company or any one fund lending funds to or holding shares of the Licensee;
 - b. Officers and directors, or their equivalent, of the lender;
 - c. Any person or entity which has direct or indirect control over the loan to the Licensee, to include any individual or organization that you have assigned the loan to, or owns 10% or more of the lender's interest in the loan.
 - d. Any person or entity which has direct or indirect power to direct or control the lender's exercise of their rights as a lender and/or secured party with regard to the loan to the licensee;
 - e. Lender's affiliates.

8. On a separate page, identify all securities of the Licensee that are or were, directly or indirectly, beneficially owned by the lender (including their affiliates) within the preceding year, setting forth a description of the securities, their amount, and the dates of their acquisition. Also provide any detail of prior funds the lender has provided to the Licensee.

9. On a separate page, identify and list all regulatory agencies with which the lender or its affiliates file, periodic reports, and the name, address, and telephone number of the person, if known, to contact at each agency regarding company's' regulatory compliance.

10. On a separate page, disclose all criminal and regulatory sanctions imposed during the preceding ten years, and all administrative and court proceedings filed by any regulatory agency during the preceding five years, concerning the lender, their affiliates, any current officer or director, or any former officer or director or tenure ended within the preceding twelve months. As pertains to any former officer or director, such information need only be provided to the extent it relates to actions arising out of or during such person's tenure with the lender (including their affiliates). Documentation which supports disposition of aforementioned listed activities shall be submitted.

11. I certify that the statements made by me herein, and all attachments submitted herewith, are true, correct, and complete to the best of my knowledge and belief, under penalty of perjury.

Sworn to this _____ day of _____, _____.
(Day) (Month) (Year)

Affiant: _____

Position: _____

Lender Company: _____

