

**DISCLOSURE AND NOTICE OF INTENT TO VOLUNTARILY
COMPLY WITH ABANDONED OR UNCLAIMED PROPERTY LAW
PURSUANT TO 12 Del. C. § 1173**

This Voluntary Self Disclosure Agreement (“Agreement”) is entered into between the State of Delaware, by and through the Delaware Secretary of State (“STATE”), acting by its undersigned duly authorized representative, and _____, and certain subsidiaries and affiliated entities, as listed in attachment A, a corporation incorporated under the laws of the _____, (“HOLDER”), acting by its duly authorized officer.

WHEREAS, the Holder is now coming forward in good faith to comply with the Abandoned or Unclaimed Property Law, and

WHEREAS, the State desires to induce the Holder’s compliance with the Abandoned or Unclaimed Property Law.

NOW THEREFORE, in consideration of the mutual promises hereinafter set forth, the parties agree as follows:

The Holder has reviewed the provisions of 12 Del. C. § 1173, and by signing this VDA-1 enrollment form, attests to the fact that the Holder, including all subsidiaries and/or related entities who intend to participate as detailed below, is eligible to enter into an unclaimed property voluntary self-disclosure agreement pursuant to 12 Del. C. § 1173(e). Should the Holder, or any subsidiary and/or related entity participating, be deemed ineligible pursuant to Section 1173(e) or any other provision of Delaware law, then this Form VDA-1 enrollment shall be deemed null and void only with respect to those entities which are deemed ineligible to participate.

The Holder shall complete a review of its books and records and file reports for all abandoned property related to all transaction years beginning January 1, 2003 (i.e., property presumed abandoned pursuant to the Abandoned or Unclaimed Property Law) to the present. Holder’s review shall be completed in a manner which is consistent with the “Department of State Abandoned or Unclaimed Property Voluntary Disclosure Agreement Program Regulations Relating to Estimation,” the “Secretary of State’s Implementing Guidelines Abandoned or Unclaimed Property Voluntary Disclosure Agreement Program” and the associated deliverables as outlined in these documents.

The State agrees that, upon its satisfactory review and approval of the reports and materials submitted by the Holder, and upon payment of the abandoned property to the State or the establishment of a payment plan by the Holder that is accepted by the State, the State will enter into its form Voluntary Self Disclosure Agreement with the Holder, granting the Holder the protections contemplated by that agreement.

The Holder agrees to enter into a Voluntary Self Disclosure Agreement with the State and to either pay the abandoned or unclaimed property due to the State under the Abandoned or Unclaimed Property Law, or enter into a plan for its payment, no later than the two year anniversary of the effective date of this Agreement. If the Holder fails to enter into a Voluntary Self Disclosure Agreement and make payment or enter into a plan for payment within 30 days after the two years have expired, may be referred to the State Escheator for examination

pursuant to Section 1172 of Title 12 of the Delaware Code. However, the Holder and State shall work together in good faith to complete the Program as soon as practicable.

The Holder understands that time is of the essence and the Holder's delay in completing its review may result in either

- (i) removal of the Holder from the program, or
- (ii) the imposition of interest on the abandoned property payable to the State, notwithstanding the parties' expectation that by the terms of the form Voluntary Self Disclosure Agreement to be executed after the Holder's review of its books and records that interest is to be waived. In the event of such delay, the form Voluntary Self Disclosure Agreement will be amended to provide for the imposition of interest on all abandoned property payable to the State from the due date of the report(s).

Holder Signature and Information

Date: _____ By: _____

Name: _____

Title: _____

Name and Title of designated Holder contact: _____

Holder Address: _____

Holder Contact Telephone number: _____

Holder Contact E-mail: _____

Holder FEIN: _____

Holder Advocate contact information:

Contact Information	Advocate	Advocate
Name		
Title		
Company		
Address		
Phone		
Email Address		

State Signature

ACCEPTED: Date: _____ By: _____
The Honorable Jeffrey W. Bullock
Secretary of State
State of Delaware

Send via e-mail to SOS.VDA@state.de.us a PDF copy of Form VDA-1 which has been executed by an officer of the company.

Alternatively, Holders may send a copy of Form VDA-1 which has been executed by an officer of the company to:

Secretary of State, State of Delaware
ATTN: SOS VDA Program
Townsend Building, 1st Floor
401 Federal Street, Suite 3
Dover, Delaware 19901

