

STOCK CERTIFICATE

Stock Certificate No.: _____ Shares of Stock: _____
_____ [Company]

INCORPORATED UNDER THE LAWS OF THE STATE OF _____

This Certificate hereby certifies that _____ [Stockholder] owns _____ shares of (Check one) No Par Value Common Stock in _____ [Company], a _____ [State] corporation, transferable only on the books of the Corporation by the holder of this certificate in person, or by authorized agent, upon surrender of this certificate, properly endorsed or assigned.

This Certificate and the shares represented shall be held subject to all the provisions of the Certificate of Incorporation and the Bylaws of the Corporation and any amendments thereto, copies of which are on file at the principal office of the Corporation and made a part hereof as fully as though the provisions of said Certificate of Incorporation and Bylaws were imprinted in full on this certificate, to all of which the holder of this certificate by acceptance hereof, assents.

A statement of all of the rights, preferences, privileges and restrictions granted to or imposed upon the respective classes and/or series of shares of stock of the Company and upon the holders thereof may be obtained by any stockholder upon request and without charge, a copy of such statement.

IN WITNESS THEREOF, the Corporation has caused this certificate to be signed by its duly authorized officers President, _____ [President], and Secretary, _____ [Secretary], on _____, 20_____.

_____, President _____, Secretary

TRANSFER SECTION

For value received, I, _____ [Seller] hereby sell, assign and transfer to _____ [Stockholder] _____ shares represented by this certificate, and instruct the corporate Secretary to record this transfer on the books of the Corporation. Transfer restrictions, if any, are shown below.

Dated this _____ day of _____, 20_____.

(Signature)



NOTICE: The signature on the assignment must correspond with the name as written upon the face of this certificate, in every particular, without alteration or enlargement, or any change whatsoever.

The shares represented by this certificate have been acquired for investment and have not been registered under the Securities Act of 1933, as amended, or any applicable state securities laws. Such shares represented by this certificate may not be transferred, sold, pledged, or assigned unless so registered, or unless an exemption from such registration is available.

The stocks referenced herein are subject to the terms and conditions of an agreement by and among the company and the stockholders of the company. The holder of this certificate may make a written request to the secretary of the corporation at the principal office of the corporation for copies of the agreement, if any, at no charge. Any person accepting any interest in such stock shall be deemed to agree to and shall become bound by all the provisions of said agreement.

