



V E R A F U N D

Accredited Investor definition

Any natural person whose individual net worth, or joint net worth with that person's spouse, exceeds \$1 million (excluding equity in that person's principal residence).

Any natural person who had an individual income in excess of \$200,000 in each of the two most recent years or joint income with that person's spouse in excess of \$300,000 in each of those years and has a reasonable expectation of reaching the same income level in the current year.

Any trust, with total assets in excess of \$5 million, not formed for the specific purpose of acquiring the securities offered, whose purchase is directed by a "sophisticated" person who is "sophisticated".

Any entity in which all the equity owners are accredited investors.

Any corporation, limited liability company or partnership, not formed for the specific purpose of acquiring the securities offered, with total assets in excess of \$5 million.

ACCREDITED OR SOPHISTICATED INVESTOR. We can only discuss the investment opportunity with accredited investors or investors who are sophisticated. Therefore, although we have discussed these qualifications with you on an informal basis and are comfortable that you are an accredited investor or an investor who is sophisticated in the context of the proposed investment, it is advisable that we confirm this status with you on a formal basis. Therefore please take a few moments to complete this Questionnaire.

The undersigned is an accredited investor and falls within one or more of the following classifications of the definition of such term under the Securities Act (please check where applicable):

(1) A natural person whose individual net worth (total assets less total liabilities) or joint net worth with his or her spouse, exceeds \$1,000,000.

(2) A natural person who had an individual income in excess of \$200,000 in each of the two most recent years or joint income with that person's spouse in excess of \$300,000 in each of those years and who reasonably expects the same income level in the current year. For purposes of this Purchase Agreement, the term "income" means an individual's adjusted gross income for federal income tax purposes increased by (i) any deduction for long-term capital gains under Section 1202 of the Internal Revenue Code of 1986, as amended ("**Code**"), (ii) any deduction for depletion under Section 611 *et seq.* of the Code, (iii) any exclusion for interest under Section 103 of the Code, and (iv) any losses of a partnership allocated to the individual partner as reported on Schedule E of Form 1040 (or any successor report).

(3) A corporation, partnership, business trust or charitable organization with assets in excess of \$5 million that was not formed to acquire securities offered by the company presenting this questionnaire and is directed by a person who has such knowledge and experience in financial and business matters that he or she is capable of evaluating the merits and risks of the investment

(4) An entity all of whose equity owners are "accredited investors" within the meaning of 17 C.F.R. Section 230.501(a).

(5) The undersigned is "sophisticated" in that he has such knowledge and experience in financial and business matters, and that he is capable of evaluating the merits and risks of an investment in the opportunity and the suitability of an investment in the opportunity with respect to his own financial situation. The undersigned's overall commitment to investments which are not readily marketable is not disproportionate to the undersigned net worth and will not exceed in the aggregate 10% of the undersigned's net worth, and if the undersigned were to invest in the Partnership, such investment would not cause such overall commitment to become excessive.

FOR OFFICE USE ONLY:

LP Name: _____ Packet #: _____
Issued to: _____ Date: _____ Issued

Dated: This ___ day of _____, 20

If an **Entity**:

If an **Individual**:

Name of Entity:

By: _____
(Signature)

Name: _____
(Please type or print)
or print)

Title: _____

Business Address:

Phone Number:

Mailing Address, if different
from business address:

By: _____
(Signature)

Name: _____
(Please type

Residence Address:

Phone Number:

Mailing Address, if different
from residence address:

