

Exhibit B

[Letterhead of Secured Party]

[Date]

[NAME AND ADDRESS OF THE INTERMEDIARY]

Re: Notice of Sole Control
for Securities Account No. _____

Ladies and Gentlemen:

As referenced in the Agreement, dated _____, 20__ (the "Agreement"), among _____ (the "Debtor"), you and the undersigned (a copy of which is attached) we hereby give you notice of our sole control over the following securities entitlements with respect to securities account number _____ (the "Securities Account"):

- All security entitlements with respect to all financial assets now or hereafter credited to the Securities Account.

Select One

- The security entitlements with respect to the following financial assets credited to the Securities Account: _____

You are hereby instructed not to accept any direction, instructions or entitlement orders with respect to the security entitlements described above from any person other than the undersigned, unless otherwise ordered by a court of competent jurisdiction.

You are instructed to deliver a copy of this notice by facsimile transmission to the Debtor.

Very truly yours,

[NAME OF SECURED PARTY]

By: _____
Name:
Title:

cc: _____

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