

**Schedule D
COLLATERAL MAINTENANCE REQUIREMENTS**

Any security pledged as collateral must be of an ongoing quality and value satisfactory to Lender in its discretion.

If at any time the Obligations are greater than the market value of the Collateral multiplied by the applicable percentage valuations set forth below as Maximum Advance Rates, Debtor, immediately after oral or written notice from Lender, will either pledge to Lender such additional collateral as the Lender may require, to be satisfactory to Lender in its discretion, or repay the Obligations, such that the Obligations are less than the market value of the Collateral multiplied by the applicable percentage valuation. In addition to compliance with the following percentage valuations, all Collateral must be of an on-going quality and value satisfactory to Lender in its discretion. Lender reserves the right at any time to deem any security unacceptable as Collateral. Lender may, from time to time, in its discretion, adjust any of the following percentages, or remove any class of security from its list of acceptable Collateral. The maximum advance against Collateral denominated in an OECD currency other than the currency of the Obligations shall be reduced by 10% (and by 15% for Japanese Yen) or such other percentage as Lender may determine.

| <u>Securities</u> ¹ | Maximum Advance Rates | |
|---|---------------------------------|-----------------------------|
| | <u>Non-Purpose</u> ² | <u>Purpose</u> ³ |
| Certificates of Deposit or other assignable cash-like instruments issued by domestic commercial banks acceptable to Lender and maturing within one (1) year | 100 % | 100 % |
| Full faith U.S. Government Obligations ⁴ | | |
| - Maturing within 3 years | 90 % | 90 % |
| - Maturing in three years or more | 85 % | 85 % |
| Federal Agency, State and Municipal Obligations ⁵ | 80 % | 80 % |
| U.S. Corporate Senior Debt Obligations | 80 % | 80 % |
| NYSE, NASDAQ or AMEX Listed Common Stock (except "Other Securities") ⁶ | 75 % | 50 % |
| Mutual Fund Shares ^{6,7} | 50 % | 50 % |
| Debt Securities Convertible into "Margin Stock" | 70 % | 50 % |
| Other Securities: | _____ % | _____ % |

1. *With the exception of cash-like instruments, full faith U.S. Government Obligations or securities, if any, listed above as "Other Securities", a minimum of four (4) different securities must be held for the Maximum Advance Rate. Should any single security within a collateral package equal or exceed thirty (30%) percent of the total market value of the collateral pledged, the Maximum Advance Rate of that collateral package shall be fifty (50%) percent. Without limiting the other provisions hereof, the issuer of any securities pledged as collateral (including securities listed as "Other Securities") must carry a minimum long term senior debt rating of Baa3 as established by Moody's Investor Services or BBB- as established by Standard & Poors Corporation.*
2. *A Non-Purpose Loan is a loan for any purpose other than purchasing or carrying "Margin Stock."*
3. *A Purpose Loan is a loan for the purpose of purchasing or carrying "Margin Stock."*
4. *Full-faith US Government Obligations are assumed to bear current-pay fixed interest rate to receive the indicated Maximum Advance Rates.*
5. *Tax-exempt municipal bonds pledged as collateral can cause their holder to lose interest deductibility with respect to the interest expense to the extent that the securities are liened. The securities will not lose their overall tax-exempt status. Debtor should consult their personal tax advisor for advice as to their particular situation.*

Confidential
Confidential

46178v12