

**Exhibit C**

[Letterhead of Secured Party]

[Date]

[NAME AND ADDRESS OF THE INTERMEDIARY]

Re: Termination of Agreement

You are hereby notified that the Agreement, dated \_\_\_\_\_, 20\_\_ (the "Agreement"), among you, \_\_\_\_\_ (the "Debtor") and the undersigned (a copy of which is attached) is terminated and you have no further obligations to the undersigned pursuant to such Agreement. Notwithstanding any previous instructions to you, you are hereby instructed to accept all future directions with respect to Securities Account number \_\_\_\_\_ from the Debtor. This notice terminates any obligations you may have to the undersigned with respect to such account; however, nothing contained in this notice shall alter any obligations which you may otherwise owe to the Debtor pursuant to any other agreement.

You are instructed to deliver a copy of this notice by facsimile transmission to [insert name of Debtor].

Very truly yours,

[NAME OF SECURED PARTY]

By: \_\_\_\_\_  
Name:

cc:

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