

Convention between the United States and Germany with respect to any payment described in such provisions and received or to be received by it in connection with this Agreement.

(b) *Payee Tax Representations.*

For purposes of Section 3(f) of this Agreement, Party B makes the following representations:

- (1) In relation to Darren K. Indyke acting as trustee for and on behalf of The Haze Trust (and Southern Financial LLC and Southern Trust Company Inc.):

[It is a U.S. person, and it is a corporation that is the beneficial owner of all payments to be made to it under this Agreement, or it is a [corporation/partnership/trust/other _____], organized under the State of Tennessee, and its taxpayer identification number is [_____].

Or

- (1) In relation to Southern Financial LLC and Southern Trust Company Inc.:

It is (A) a “foreign person” within the meaning of the applicable U.S. Treasury Regulations concerning information reporting and backup withholding tax, (B) organized under the laws of _____, and (C) treated as a [corporation/partnership/trust/other _____] for U.S. federal income tax purposes. No payment received or to be received by it in connection with this Agreement is effectively connected with the conduct of a trade or business conducted in the United States.]

Please confirm which of the above reps would be appropriate in relation to Southern Financial LLC and Southern Trust Company Inc.

- (2) It is fully eligible for the benefits of the “Business Profits” or “Industrial and Commercial Profits” provision, as the case may be, the “Interest” provision, “Dividends” provision or the “Other Income” provision (if any) of the Specified Treaty with respect to any payment described in such provisions and received or to be received by it in connection with this Agreement and no such payment is attributable to a trade or business carried on by it through a permanent establishment in the Specified Jurisdiction.

“*Specified Treaty*” means the income tax treaty, if any, between United States and United Kingdom, France, Singapore, Belgium, Australia, Netherlands, Austria, Canada, New Zealand, Switzerland or Germany.

“*Specified Jurisdiction*” means the jurisdiction of Party A’s branch office from which payment is made.

Part 3. Agreement to Deliver Documents.

- (a) For the purpose of Section 4(a)(i), the documents to be delivered are:

Party required to deliver document	Form/Document/Certificate	Date by which to be delivered
Party A	A properly executed: United States Internal Revenue Service Form W-9 (or any successor thereto), a	(i) Upon execution of this Agreement, (ii) promptly upon reasonable demand by Party B and (iii) promptly