

**QIBLIST CERTIFICATION  
 CERTIFICATE OF RULE 144A QUALIFIED INSTITUTIONAL BUYER  
 AND SECTION 3(C)(7) QUALIFIED PURCHASER**

I. In connection with a purchase or purchases of privately offered securities pursuant to Rule 144A under the Securities Act of 1933, the undersigned certifies that it is familiar with Rule 144A, agrees that persons selling securities to the undersigned in reliance upon Rule 144A may rely on the information contained in this certificate and represents and warrants that:

- (i) It is a Qualified Institutional Buyer ("QIB") (as described in Annex A hereto) of the following type:  
**Corporation** (Insert type of institution as it appears in bold in Annex A hereto (e.g., insurance company, investment adviser, etc.))
- (ii) as of December 26, 2011 (Insert a specific date on or after the last day of the undersigned's most recently ended fiscal year.), the undersigned owned or invested on a discretionary basis \$ 200 million (Insert a specific dollar amount.) of "eligible securities" (as set forth in Annex A):
- (iii) if the amount specified in clause (ii) above is less than \$100,000,000 but not less than \$10,000,000, the undersigned is a dealer registered under Section 15 of the Securities Exchange Act of 1934 (the "Exchange Act");
- (iv) if the amount specified in clause (ii) above is less than \$10,000,000, the undersigned is a dealer registered pursuant to Section 15 of the Exchange Act acting in a riskless principal transaction on behalf of a QIB;
- (v) if the undersigned decides to purchase Rule 144A securities for the accounts of others, it will only purchase Rule 144A securities for accounts that independently qualify as QIBs as defined in Rule 144A; and
- (vi) the undersigned's current fiscal year ends on December 31<sup>st</sup>, 2011.

II. The undersigned certifies that it has read Annex B-"Restrictions on Sales of Book-Entry Securities Designated QIB/QP or 3(c)(7)" attached hereto. For the purposes of determining that the undersigned is a "Qualified Purchaser" as defined in Sections 3(c)(7) and 2(a)(51) and the related rules of the Investment Company Act of 1940, as amended, the undersigned represents and warrants that:

- (i) it is not a:  
 "dealer" described in (ii) of Annex A that owns and invests on a discretionary basis less than \$25,000,000 in eligible "securities" (excluding securities constituting the whole or part of an unsold allotment to or subscription as a participant in a public offering); or  
 "plan" described in (f) or (g) of Annex A or a "trust fund" described in (h) of Annex A that holds assets for such a plan, the investment decisions of which are made by the beneficiaries of the plan and not solely by the fiduciary, trustee or sponsor of the plan;
- (ii) the undersigned is not an entity that was formed for the specific purpose of investing in Section 3(c)(7) securities (or if it was formed for such purpose, then each beneficial owner of its securities is a Qualified Purchaser);
- (iii) if the undersigned was formed prior to April 30, 1996 and is an investment company excepted from the Investment Company Act pursuant to Section 3(c)(1) or Section 3(c)(7) thereof, then its treatment as a Qualified Purchaser has been consented to (in the manner required by Section 2(a)(51)(C) of the Investment Company Act and rules thereunder) by its beneficial owners who acquired their interests on or before April 30, 1996; and
- (iv) Each of the sub-accounts listed and attached hereto can independently make the representations and warranties in this Part II. If the undersigned decides to purchase securities designated QIB/QP or 3(c)(7) for the accounts of others, it will only purchase for accounts which can, and each such account will be deemed to, make the representations and warranties in Part I(i) above and this Part II. (An insurance company may purchase for one or more of its separate accounts without regard to whether such separate account could independently make those representations and warranties.)

III. The undersigned agrees to promptly advise you if any of the representations or warranties in this certificate ceases to be true.

IV. The undersigned certifies that the undersigned is the institution's chief financial officer, a person fulfilling an equivalent function, or other executive officer of the purchaser. If the institution is a member of a "family of investment companies", the certification must be submitted by an executive officer of such institution's investment advisor.

Institution Name <b>Financial Trust Company Inc.</b>	Name Address, City, State, Zip <b>6100 Red Hook Quarter STE B-3 St Thomas, 00802</b>	
Name of Authorized Signatory <b>Jeffrey Epstein</b>	Tax ID No / EIN [REDACTED]	Includes affiliates and wholly owned subsidiaries (check if applicable) <input type="checkbox"/>
Title of Authorized Signatory <i>President</i>	Telephone [REDACTED]	
Signature of Authorized Signatory <i>[Signature]</i>	Email Address <b>jeevacation@gmail.com</b>	

This Certificate will be deemed valid for the Institution named above. If there are additional institutions (e.g. subaccounts or mutual funds) to be designated as Qualified Institutional Buyers by this Certificate, please provide a list of such Institutions.