

- i) that has total assets exceeding \$5,000,000; or
- ii) the investment decisions of which are made by:
 - a) an investment adviser or commodity trading advisor subject to regulation under the Investment Advisers Act of 1940 (15 U.S.C. 80b-1 et seq.) or the Commodity Exchange Act;
 - b) a foreign person performing a similar role or function subject to foreign regulation;
 - c) a financial institution; or
 - d) an insurance company or a regulated subsidiary or affiliate of such an insurance company.

___ 4. Other. Please contact your J.P. Morgan representative for further documentation requirements if the undersigned is **(i)** a financial institution acting for its own account;¹ **(ii)** an insurance company acting for its own account; **(iii)** an investment company regulated under the Investment Company Act of 1940 acting for its own account; **(iv)** a commodity pool acting for its own account; **(v)** a governmental entity; **(vi)** a broker-dealer regulated under the Securities Exchange Act of 1934 acting for its own account; **(vii)** an investment bank holding company, as defined in section 17(i) of the Securities Exchange Act of 1934 acting for its own account; **(viii)** a futures commission merchant regulated under the Commodity Exchange Act acting for its own account; **(ix)** a floor broker or floor trader acting for his or her own account subject to regulation under the Commodity Exchange Act; **(x)** an investment adviser subject to regulation under the Investment Advisers Act of 1940; **(xi)** a commodity trading advisor subject to regulation under the Commodity Exchange Act; or **(xii)** any other person that the Commodity Futures Trading Commission has determined to be eligible in light of the financial or other qualifications of the person.

B. The undersigned agrees to promptly advise J.P. Morgan if any of the representations or warranties in this Certificate cease to be true.

C. The undersigned will indemnify and hold all J.P. Morgan affiliates harmless from any claim, loss, liability or expense, including, without limitation, collection costs, reproduction and search costs and the reasonable fees and disbursements of counsel and other advisers incurred by them as a result of the undersigned's breach of any of the foregoing representations or warranties or if any of the foregoing representations or warranties are not true, complete and correct in all respects.

Account Title: FINANCIAL TRUST COMPANY INC
Account Number: Ending in 1005

FINANCIAL TRUST COMPANY INC
 ATTN DARREN K INDYKE
 301 E 66TH ST APT 10B
 NEW YORK, NY 10065-6298

(x) _____
 Authorized Signature _____ Date _____
 Name (if different from above): _____
 Title (if different from above): _____

¹ The term "financial institution" means (A) a corporation operating under the fifth undesignated paragraph of section 25 of the Federal Reserve Act (12 U.S.C. § 603), commonly known as "an agreement corporation"; (B) a corporation organized under section 25A of the Federal Reserve Act (12 U.S.C. § 611 et seq.), commonly known as an "Edge Act corporation"; (C) an institution that is regulated by the Farm Credit Administration; (D) a Federal credit union or State credit union (as defined in 12 U.S.C. § 1752); (E) a depository institution (as defined in 12 U.S.C. § 1813); (F) a foreign bank or a branch or agency of a foreign bank (each as defined in 12 U.S.C. § 3101); (G) any financial holding company (as defined in 12 U.S.C. § 1841); (H) a trust company; or (I) a similarly regulated subsidiary or affiliate of an entity described in any of subparagraphs (A) through (H).