

C. FINRA Rule 5131 "Anti-Spinning" Certification

FINRA Rule 5131 prohibits the allocation of new issues to officers and directors of Public and Covered Non-Public Companies in certain circumstances. The undersigned makes the following certification with respect to each account(s) in which an opportunity to purchase and/or allocate new issues may be offered (check all boxes that apply):

Public Company Affiliation

No person having a beneficial interest in the account(s) is an executive officer or director of a public company, or a person who is materially supported by such executive officer or director.

Covered Non-Public Company Affiliation

No person having a beneficial interest in the account(s) is an executive officer or director of a covered non-public company, or a person who is materially supported by such executive officer or director.

A person(s) having a beneficial interest in the account(s) is an executive officer or director of a covered non-public company or a person who is materially supported by such person but the company is a family investment vehicle or other type of business entity that would have no former, current or prospective investment banking services client relationship with J.P. Morgan Securities LLC (e.g., certain family office accounts, personal investment companies, personal holding companies, professional firms and similar businesses, etc.).

Nature of Covered Non-Public Company Business: _____

For purposes of Section B and C above, the following definitions should apply:

- (i) "Beneficial interest": Any economic interest, including the right to share in gains or losses, other than management or performance based fees for operating a collective investment account, or other fees for acting in a fiduciary capacity.
- (ii) "Material support": Directly or indirectly providing more than 25% of a person's income in the prior calendar year. Members of the immediate family living in the same household are deemed to be providing each other with material support.
- (iii) "Executive officer or director": Any (i) person named as an executive officer or director in a U.S. public company's most recent proxy filed with the SEC or in an annual report filed with the SEC on Form 10-K or Form 20-F, (ii) director of a foreign company that is registered with the SEC under the '34 Act, as amended, or (iii) director of a covered non-public company, or (iv) executive officer of a covered non-public company.
- (iv) "Public Company": Any company that is registered under Section 12 of the Securities Exchange or files period reports pursuant to Section 15(d) thereof.
- (v) "Covered non-public company": Any non-public company satisfying the following criteria: (i) income of at least \$1 million in the last fiscal year or in two of the last three fiscal years and shareholders' equity of at least \$15 million; (ii) shareholders' equity of at least \$30 million and two-year operating history, or (iii) total assets and total revenue of at least \$75 million in the latest fiscal year or in two of the last three fiscal years.
- (vi) "Investment banking services": Includes, without limitation, acting as an underwriter, participating in a selling group in an offering for the issuer or otherwise acting in furtherance of a public offering of the issuer; acting as a financial advisor in a merger, acquisition or other corporate reorganization; providing venture capital, equity lines of credit, private investment, public equity transactions (PIPEs) or similar investments or otherwise acting in furtherance of a private offering of the issuer; or serving as placement agent for the issuer.

D. Signature

By signing below, you certify that the account(s) referenced above is eligible to purchase shares of new issues in accordance with FINRA Rules 5130 (the "New Issue Rule") and 5131 (the "IPO Allocation Rule").

Additionally, you hereby confirm to JP Morgan that the undersigned is authorized to provide this Certification. The undersigned understands and acknowledges that JP Morgan is relying upon this Certification and the undersigned agrees to promptly inform the undersigned's JP Morgan Investment Professional, in writing, if, at any time, any of the representations in this Certification ceases to be true and accurate.

Date March 29, 2011

Signature [Handwritten Signature]
Jeffrey Epstein - President
(Typed or Printed Name) (Title, if applicable)

Signature _____
(Typed or Printed Name) (Title, if applicable)

E. J.P. Morgan Use Only

To be used by Supervisory Management only.

Account(s) Approved By:

Dated March 29, 2011

[Handwritten Signature] Timothy Fineman
March 2011