



Special Entity Section 303A Interim Written Affirmation

This form is to be used by an open-end fund or an issuer that has only debt or preferred securities listed on the New York Stock Exchange and, pursuant to the General Application section of Section 303A, is subject solely to the requirements of Sections 303A.06, 303A.12(b) and 303A.12(c).

_____ (the "Issuer") hereby notifies the New York
(Insert Issuer name and ticker symbol)

Stock Exchange ("NYSE") that, as of _____, the following event has occurred
(Insert date)

(check all that apply):

- An audit committee member who was deemed independent is no longer independent
- A member has been added to the audit committee
- A member has been removed from the audit committee resulting in the Issuer no longer having a Securities Exchange Act Rule 10A-3 ("Rule 10A-3") compliant audit committee
- The Issuer or a member of its audit committee is no longer eligible to rely on or is choosing to no longer rely on a previously applicable exemption provided by Rule 10A-3 with respect to its audit committee

A detailed description of each event checked above must be included as Addendum A to this Interim Written Affirmation.

A. Issuer is in Compliance

If the Issuer is in compliance with Section 303A.06¹ following the event checked above, it must check the box below.

- The Issuer hereby affirms to the NYSE that, as of the date of this Interim Written Affirmation, it is in full compliance with Rule 10A-3.

B. Issuer is not in Compliance²

If the Issuer is not in compliance with Rule 10A-3 following the event checked above, it must check the box below and provide detailed disclosure on Exhibit A noting the reason for such noncompliance and a specific timetable for its return to compliance.

- The Issuer hereby affirms to the NYSE that, as of the date of this Interim Written Affirmation, it is not in compliance with Rule 10A-3.

C. Additional Information

1) To the extent that the Issuer has checked the box above indicating that an audit committee member is no longer independent, the Issuer has provided the name of that member on Addendum A.

¹ Section 303A.06 incorporates the requirements of Rule 10A-3 promulgated by the Securities and Exchange Commission under the Securities Exchange Act of 1934.

² To the extent that this Interim Written Affirmation has been signed by the Issuer's CEO, the Issuer need not also submit a notice of noncompliance as required by Section 303A.12(b).

2) To the extent that the Issuer has checked the box above indicating that a member has been added to the audit committee, such member satisfies the requirements set out in Rule 10A-3. Attached on Exhibit B is a list of those individuals who currently comprise the full membership of the audit committee of the board of directors. With respect to the newly added member of the audit committee who is also a director, the Issuer has provided a brief biography for that director, including disclosure regarding share ownership in the Issuer and a brief description of any existing business relationships and/or fee arrangements with the Issuer, as applicable. If any or all such biographical information is available through an EDGAR filing, the Issuer can specify the location of such disclosure on Exhibit B in lieu of restating the information.

3) To the extent that the Issuer has checked the box above indicating that a member has been removed from the audit committee resulting in the Issuer no longer having a Rule 10A-3 compliant audit committee, the Issuer has provided the name of that individual on Addendum A.

4) To the extent the Issuer has checked the box indicating that it, or a member of its audit committee, is no longer eligible to rely on or is choosing to no longer rely on a previously applicable exemption provided by Rule 10A-3 and, as a result, is now required to have an audit committee or restructure its audit committee, attached on Exhibit B is a list of those individuals who currently comprise the full membership of the audit committee of the board of directors. With respect to each member of the audit committee who is also a director of the Issuer, the Issuer has provided a brief biography for that director, including disclosure regarding share ownership in the Issuer and a brief description of any existing business relationships and/or fee arrangements with the Issuer, as applicable. If any or all such biographical information is available through an EDGAR filing, the Issuer can specify the location of such disclosure on Exhibit B in lieu of restating the information.

Affirmation

This Affirmation is signed by a duly authorized officer of, and on behalf of

(Name of Issuer)

By: _____

Print Name: _____

Title: _____

Date: _____

The completed form may be sent, faxed or emailed to:

Corporate Governance Department
NYSE Regulation, Inc.
20 Broad Street, 13th Floor
New York, NY 10005
Telephone: 212-656-4542

Fax: 212-656-5780

Email: corporategovernance@nyse.com

Note: THE NYSE WILL NOT ACCEPT IF RETYPED, MODIFIED OR IF ANY TEXT OR FOOTNOTES ARE DELETED. If you have any questions regarding applicability to your Issuer's circumstances, please call the Corporate Governance department prior to submission.