

NEW YORK STOCK EXCHANGE, INC.

(Must be completed by all financial
participants and membership applicants
Please provide the NYSE with 3 originally signed copies)

Financial Supplement to Application of

_____, Dated _____

Concerning the Member Organization

1. My net worth (including equities in real estate, securities and other property) is in excess of \$_____
2. The following is applicable only to partnerships.
 - (a) I (will) (will not) make a capital contribution to the firm of \$_____ in cash at _____% interest.
 - (b) I (will) (will not) share in _____% of profits and _____% of losses.
 - (c) I (will) (will not) have a drawing account as a charge against my interest in profits of \$_____ per _____
 - (d) I (will) (will not) have a salary in addition to my interest in profits of \$_____ per _____
3. The following is applicable only to corporations:
 - (a) I (will) (will not) (do) own _____ shares of voting stock representing _____% of the outstanding voting stock of the corporation for which I (will pay) (paid) \$_____. Please indicate the date of this transaction: _____
 - (b) I (will) (will not) (do) own _____ shares of non-voting stock representing _____% of the outstanding non-voting stock of the corporation for which I (will pay) (paid) \$_____. Please indicate the date of this transaction: _____
 - (c) I (will) (will not) (do) own (_____ debentures bearing _____% interest for which I (will pay) (paid) \$_____) (_____ participating debentures bearing _____% interest for which I (will pay) (paid) \$_____)
 - (d) I (will) (will not) have a salary of \$_____ per _____
 - (e) I (will) (will not) be an employee-director of the corporation.
 - (f) I (will) (will not) be an officer of the corporation. (State title to be held.) _____
 - (g) I (will) (will not) be a principal executive officer of the corporation. A principal executive officer must indicate her/his title and area or areas of executive responsibility: _____
 - (h) I (will) (will not) be an "approved person" of the corporation, pursuant to Article I, Sec. 3 (g) of the Constitution. (State if non-employee director or 5% holder of the outstanding voting stock of the member corporation): _____

Remaining questions applicable to all applicants:

4. I (will) (will not) make a subordinated loan to the member organization of \$_____ in cash, for which I will receive interest at the rate of _____%. The subordinated loan will expire _____.
5. I (will) (will not) become a contributor of a secured demand note in the amount of \$_____, for which I will receive interest at the rate of _____%.
6. In connection with my proposed capital arrangement with the member organization as stated above, no funds will be borrowed by me, nor have I given nor will I give any note, other obligation or acknowledgment in connection therewith (except as follows): _____

(Signature of Applicant)

I certify that the answers to Statements 2 through 5 above are correct.

(Signature of Member-Partner/Officer or Senior Partner/Officer of Firm)

NEW YORK STOCK EXCHANGE, INC.

AGREEMENT

(MUST BE COMPLETED BY ALL FINANCIAL PARTICIPANTS & MEMBERSHIP APPLICANTS)

FORM U-4 AD-G-3

IMPORTANT

The following section must be executed by all applicants in connection with the proposal outlined herein:

My application for approval by the Exchange is not being made in reliance upon the standing of the above named organization as a member organization of the New York Stock Exchange, Inc. ("Exchange") or upon the Exchange's surveillance of such organization or its capital position. I have made an investigation of such member organization and its partners, officers, directors and stockholders as I deem necessary and appropriate under the circumstances, including an examination of the latest certified audit by _____

Name of Auditor

dated _____ and a recent computation of net capital prepared by the member organization dated _____

Date

Date

I am not relying upon the Exchange to provide any information concerning or relating to such member organization and agree that the Exchange has no responsibility to disclose to me any information concerning or relating to such member organization which it may have now or obtained at any future time. I agree for myself, my personal representatives, successors and assigns that neither the Exchange, its Special Trust Fund, nor any investor, officer, trustee or employee of said Exchange or Fund shall be liable to me with respect to my investment or interest in such member organization or with respect to any repayment of any such investment.

The applicant, in signing this agreement, authorizes the New York Stock Exchange, Inc. to make available to any prospective employer, or to any Federal, State or Municipal agency, any information it may have concerning him and hereby releases the New York Stock Exchange, Inc. from any and all liability of whatsoever nature by reason of furnishing such information and agrees to abide by the Constitution and Rules of the Board of Directors of the New York Stock Exchange, Inc. as the same have been or shall be from time to time amended and as the same shall apply to applicant, this agreement to become effective in the event of the approval by the New York Stock Exchange, Inc. of my application. Moreover, it is clearly understood and agreed that the proposal outlined herein and in every supplementary sheet attached hereto may not become effective until it is approved by the Exchange.

The applicant agrees that (1) if any share of stock of the member corporation which is not a freely transferable security should at any time be acquired, held or owned by a person not approved by the Exchange, except the estate of a deceased stockholder for such period as may be allowed by the Exchange, or (2) if any person required to be approved by the Exchange as an approved person fails or ceases to be so approved, or (3) if any stockholder should violate her/his agreement with the Exchange, the member corporation may be deprived by the Exchange of all the privileges of a member corporation.

*The applicant agrees to comply with Rule 312(c) and Rule 313(b) and such other provisions of the Constitution and the Rules of the Board of Directors relating to approved persons as shall from time to time be in effect. The applicant agrees promptly to notify the Exchange, so long as it remains an approved person, of any acquisition or disposition by it of any security of such member corporation.

The applicant agrees that approval of my application by the New York Stock Exchange, Inc. may be withdrawn if, in the opinion of the Exchange the applicant has:

- (1) violated any provision of the Constitution or of any rule adopted by the Board of Directors applicable to it as the same may be from time to time in effect;
(2) violated any of its agreements with the Exchange;
(3) made any misstatements to the Exchange; or
(4) been guilty of (i) conduct inconsistent with just and equitable principles of trade, (ii) acts detrimental to the interest or welfare of the Exchange, or (iii) conduct contrary to an established practice of the Exchange.*

In consideration of the approval by the Exchange of my firm's application for me to become an allied member of the New York Stock Exchange, Inc., I hereby agree that unless the Exchange waives its required basic allied member examination, I will within three months following (i) six months after becoming an allied member without having passed such basic examination, or (ii) my failure to pass such basic examination after not more than three attempts, whichever occurs first, retire as a general partner of or promptly dispose of sufficient voting stock (other than any stock which is a freely transferable security) as may be necessary to reduce my ownership below 5% of the outstanding voting stock and cease to be an allied member in my member organization. I further state that I have read the Constitution and Rules of the Board of Directors of the New York Stock Exchange, Inc. and I hereby pledge myself to abide by the Constitution and Rules of the Board of Directors of the New York Stock Exchange, Inc. as the same have been or shall be from time to time amended.

The language enclosed in single asterisk (*) applies only to approved persons, while the language enclosed in double asterisks (**) applies only to proposed allied members. The language not enclosed by asterisk(s) applies to all applicants.

Date _____

(Signature of Applicant)

STATE OF _____
County _____ } ss.

Subscribed and sworn to before me this _____ day of _____ A.D., 19 _____

Notary Public

My commission expires _____ County of _____ State of _____