



SUBSTITUTE ORIGINAL LISTING APPLICATION

_____ (“Company”)
Full name of Company

hereby applies to NYSE Arca, Inc. (“Exchange”) for the listing of _____

shares of its _____ par value _____ security,

in connection with the following transaction(s). Please check all that apply:

- | | |
|---|--|
| <input type="checkbox"/> Issuance of Purchase Rights | <input type="checkbox"/> Reincorporation |
| <input type="checkbox"/> Formation of Holding Company | <input type="checkbox"/> Reverse Stock Split |
| <input type="checkbox"/> Recapitalization | <input type="checkbox"/> Other _____ |
| | (Describe) |

Description of transaction: _____

Name of previous Company (if applicable): _____

Number of shares previously listed: _____

Number of shares to be listed with this application: _____

Total number of shares listed subsequent to this application: _____

Additional Information (as available):

Total number of listed shares held as Treasury stock: _____

Total number of listed shares which are reserved: _____

Total number of shares authorized: _____

CUSIP number for each security being listed:

Security: _____ CUSIP: _____

Security: _____ CUSIP: _____

This application should be accompanied by the following:

- 1) An Opinion of Counsel as to:
 - a. The legality of organization and valid existence of the applicant;
 - b. The applicant’s qualification in jurisdictions other than that of incorporation (if applicable);
 - c. The validity of authorization and issuance (or proposed issuance) of the securities applied for;

- d. Whether the securities are (or will be) fully paid and non-assessable, and whether personal liability attaches to ownership;
 - e. The date and nature of any order or proceeding of any federal or state regulatory authority prerequisite to issuance of any unissued securities covered by the application and, if such steps have not been completed, the present status thereof; and
 - f. If counsel, any partner of such counsel, or any member of a firm rendering the opinion is a director or officer of the company, that fact should be disclosed in the opinion.
 - g. If it is considered that registration under the Securities Act was not or will not be required in connection with the issuance of the subject securities, the opinion of counsel shall state the reasons why such registration was not or will not be required. If the shares are so registered, the opinion of counsel shall so state.
 - h. If it is considered that such securities are, or will be, temporarily or permanently exempt from registration under the Securities Exchange Act (e.g., pursuant to Rule 12a-5), the opinion of counsel shall state the reasons why such exemption is applicable..
- 2) A copy of the Prospectus (if required under the Securities Act of 1933), or a statement in the opinion in Item 1 above that such shares are exempt from such registration.
 - 3) A copy of the restated Articles of Incorporation and Bylaws and specimen stock certificate (as applicable)
 - 4) A copy of the Board resolution authorizing the referenced transaction and the continued listing on the Exchange, unless referenced in the opinion of counsel in Item 1 above.
 - 5) Amended transfer agent/registrar agreement (as applicable).
 - 6) A copy of the Securities Exchange Act registration statement (if applicable).
 - 7) A check payable to NYSE Arca, Inc. for the \$5,000 listing fee.

The Company is advised that the execution of this application in no way voids or nullifies the terms of the previously executed listing agreement between _____ and the Exchange.
(Previous, if applicable) Full name of Company

I, as _____ as _____
Name of Authorized Officer Title of Authorized Officer

hereby attest that the information presented and contained in this document is true and accurate as of _____, and that the Company is in full agreement with the terms and conditions contained herein.
Date

 Signature of Authorized Officer