

Certificate of Financial Liability

I, the undersigned, as [Title] of [Legal Name of Respondent], hereby declare, affirm, and certify that:

(1) The contents of the following statements attached to this certificate are true and correct:

- Statement of Financial Position – Balance Sheet
- Results of Operations – Income Statement
- Audited Annual Financial Report for the three prior fiscal years
- If applicable, Disclosure Statement

(2) Except as otherwise disclosed and explained in a Disclosure Statement attached hereto,

- a. none of Respondent or any of its subsidiaries or affiliates (collectively, the “Respondent Parties”) is the subject of any bankruptcy, reorganization or insolvency proceeding,
- b. no petition in bankruptcy has been filed against any of the Respondent Parties in the last ten (10) years,
- c. none of the Respondent Parties has made an assignment for the benefit of creditors or taken advantage of any creditors rights laws,
- d. none of the Respondent Parties is contemplating either the filing of a petition by it under any creditors rights laws or the liquidation of all or a major portion of any of Respondent Parties’ assets or properties, and
- e. Respondent has no knowledge of any person contemplating the filing of any such petition against any of the Respondent Parties.

For the purposes of this certificate, “creditors rights laws” shall mean with respect to any Person any existing or future law of any jurisdiction, domestic or foreign, relating to bankruptcy, insolvency, reorganization, conservatorship, arrangement, adjustment, winding-up, liquidation, dissolution, composition or other relief with respect to its debts or debtors.

(3) Except as otherwise disclosed and explained in a Disclosure Statement attached hereto, there are no actions, suits or proceedings at law or in equity by or before any governmental authority or other agency now pending or, to Respondent’s knowledge, threatened in writing against or affecting Respondent, which actions, suits or proceedings, if determined against Respondent, could materially adversely affect the condition (financial or otherwise) or business of Respondent and, to Respondent’s knowledge, Borrower is not in default with respect to any order, ruling or decree of any court, arbitration body, or governmental authority.

Date: _____

By: _____

Printed Name and Title: _____

Firm’s Employer Identification No.: _____

Firm’s Telephone No. _____ Firm’s Fax No. _____

Firm’s E-mail Address: _____