***ISSUER LETTER FOR CERTIFICATES OF SHARES***

***“ISSUER LETTERHEAD”***

***<Todays date>***

Shane Philbrick

*Cambria Capital, LLC*

*488 E Winchester Street, Ste 200*

*Salt Lake City, UT 84107*

Dear Mr. Shane Philbrick

Issuer understand that ***<Shareholder name>*** (the “Shareholder”)has delivered ***<(number of shares) shares of (Issuer name)>*** in the following denominations to Cambria Capital, LLC:

**Certificate Number(s):**

**Number of Shares:**

**Total Number of Shares:**

As a condition of accepting these shares for deposit to the account of the Shareholder carried by your clearing firm, you have requested this letter which serves to confirm the authenticity of the certificates referenced above.

***<Issuer Name>*** (the “Issuer”)confirms that the above referenced shares are without encumbrance, are issued as fully paid, non-assessable shares, and are now freely tradable. If any restrictive legend currently exists on the above shares, it can now be lifted under Section 4 (1) and/or Rule 144 of the Securities Act of 1933 (the “Act”). Further, there is no action, proceeding or investigation pending or threatened which questions the validity of the issuance of the shares to the Shareholder or any of the forgoing representations***.***

The Issuer hereby acknowledges that for purposes of settling the contemplated sale transaction by the Shareholder that issuer has no claims pending that would adversely affect the settlement of any sale transaction engaged in by the Shareholder. Issuer further acknowledge and agree that there is no other agreement or understanding between the Shareholderand the Issuer that would preclude the Shareholder from selling or otherwise disposing of shares represented above.

The Issuer represents that the Shareholder is not now and has not been, within the last 90 days, an affiliate of the Issuer, as defined by Section 4(a)(1) and/or Rule 144 of the Act.

Further, if the transaction above is in reliance upon Rule 144 of the Act, then the Issuer represents that it is not a shell/former shell company as defined by Rule 144 of the Act, or in the alternative, that if the Issuer was a former shell, then the Issuer has cured its shell status as set forth by Rule 144 of the Act.

Yours Truly,

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Signature Title

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Principal of Cambria Capital