

QUARTERLY REPORT FORM

NUMBER _____

REGISTRATION IN THE NAME OF _____

AUTHORIZING THE SALE AND DISTRIBUTION OF _____

1. THE FOLLOWING REPORT IS FOR THE QUARTER ENDING _____, 20____.

2. SECURITIES SOLD:	NO. OF SHARES/UNITS	DOLLAR AMOUNT
THIS QUARTER	_____	_____
PRIOR QUARTERS	_____	_____
TOTAL TO DATE	_____	_____

ON A SEPARATE SHEET LIST ALL INVESTORS SOLD THIS QUARTERS SHOWING THE AMOUNT BOUGHT BY EACH INVESTOR AND DATE OF PURCHASE (EXHIBIT "A").

3. SELLING COST:	AMOUNT	PERCENT OF SALES
THIS QUARTER	_____	_____
PRIOR QUARTERS	_____	_____

4. IMPOUND (IF APPLICABLE)

IMPOUND AGENT (Bank-Savings & Loan, etc.) _____

ADDRESS _____

TOTAL AMOUNT OF IMPOUND TO BE REACHED _____

DATE IMPOUND EXPIRES _____

AMOUNT IMPOUNDED THIS QUARTER	\$ _____
AMOUNT IMPOUNDED PRIOR QUARTER	\$ _____
TOTAL IN IMPOUND ACCOUNT TO DATE	\$ _____

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5. FINANCE STATEMENT (*ATTACH AS EXHIBIT "B")

A. BALANCE SHEET*

B. PROFIT AND LOSS STATEMENT*

6. OFFERING CIRCULAR OR PROSPECTUS (CHECK ONE)

NO MATERIAL CHANGES HAVE OCCURRED SINCE THE LAST OFFERING CIRCULAR FILED.

MATERIAL CHANGES HAVE OCCURRED REQUIRING REVISION OF LAST OFFERING CIRCULAR FILED.

A COPY OF THE PRESENT CIRCULAR, RED-LINED AS TO CHANGES, IS ENCLOSED FOR APPROVAL.

7. I CERTIFY THAT ALL THE ABOVE STATEMENTS AND DATA ARE TRUE, CORRECT, AND COMPLETE.

DATE _____ BY _____

A FILING FEE OF \$10.00 MUST BE SUBMITTED WITH THIS REPORT. MAKE CHECKS PAYABLE TO "STATE TREASURER"

On this _____ day of _____, A.D. 20____, before me, the undersigned, a Notary Public in and for the State of _____, duly commissioned and sworn, personally appeared to me known to be the above-named individual.

Witness my hand and official seal hereto affixed the day and year in this certificate above written.

Notary Public in and for the state of _____

_____ residing at _____