



Matt M. Rosendale
Commissioner of Securities & Insurance
Montana State Auditor
840 Helena Ave
Helena, MT 59601

Phone: 406.444.2040
800.332.6148
Fax: 406.444.5558
www.csimt.gov

APPLICATION FOR EXEMPTION FROM REGISTRATION

1. Name, address, and telephone number of issuer.

2. Name, address, and telephone number of contact person.

3. Description of Securities.

| Type | Units | Amount | Units in MT | Amt. in MT |
|-------|-------|--------|-------------|------------|
| _____ | _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ | _____ |

4(a). List the states in which it is proposed to offer the securities for sale.

4(b). List the states in which the securities are eligible for sale.

4(c). List the states which have refused, by order or otherwise, to authorize the sale of the securities, or have revoked or suspended the right to sell the securities, or in which an application has been withdrawn.

5. State the federal statute or rule under which the offering will be made.

6(a). Furnish the indicated information about each officer, director and promoter, and every individual who directly or indirectly owns or controls 10% or more of any class of security in the issuer.

| Name | Position | % OWNERSHIP BEFORE OFFERING | % OWNERSHIP AFTER OFFERING |
|-------|----------|--------------------------------|-------------------------------|
| _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ |

6(b). Provide the name of each listed person who, during the previous ten years, has been charged with or convicted of a felony, or entered a plea of guilty or nolo contendere to a felony charge involving fraud (including violation of any laws), embezzlement, fraudulent conversion, misappropriation of property or restraint of trade. Include the identity and location of the court and the penalty imposed or sought.

6(c). Provide the name of each listed person who, during the preceding ten years, has filed in bankruptcy or been adjudged bankrupt, or been recognized as insolvent. Provide the names of listed persons who have been a principal, director, executive officer, or general partner of a natural or artificial person who has filed in bankruptcy, been adjudged bankrupt, or been reorganized due to insolvency. Include the nature and date of the action.

7. Offering:

(a) Provide the names and addresses of the sales persons.

(b) Describe all commissions and other expenses of the sale.

(c) State whether investors are required to buy a minimum amount of the issue. If yes, describe:

(d) If the offering is limited to a special group, describe the limitations. Examples are employees of the issuer, a certain number of individuals (as required to qualify under subchapter S of the Internal Revenue Code), persons of certain suitability characteristics, or any other limitations.

(e) State whether a disclosure document is used in connection with sales or offers of the security. _____

8. Describe the restrictions on subsequent transfer of any interest in the securities. State whether the certificates bear a legend notifying holders of restrictions.

9. Summarize the business of the issuer.

10. State the use of net proceeds from sale of the issue. Suggested categories are: rent, utilities, payroll (by position or type), purchase or lease of types of equipment or inventory, payment of notes, accounts payable, marketing or promotion costs, taxes, professional and advisory fees, permits and licenses, insurance, salaries to officers and directors, wages and supplies. Categories will vary depending on the plans of the company.

| Anticipated use of net proceeds | Amount |
|---------------------------------|--------|
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |

The omission of a material fact or misstatement of a material fact to investors constitutes a violation of the Securities Act of Montana, giving rise to administrative, civil, or criminal liabilities.

DATED This _____ day of _____, 20____.

Title: _____

UNIFORM CONSENT TO SERVICE OF PROCESS

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, _____,
organized under the laws of the State of _____ for the
purpose of complying with the laws of the State of Montana relating to the sales of
securities, hereby irrevocably appoints the Montana State Auditor, and the
successors in such office, its attorney in the State of Montana upon whom may be
served any notice, process or pleading in any action or proceeding against it arising
out of or connection with the sales of securities or out of violation of the aforesaid
laws of said State; and the undersigned does hereby consent that any such action or
proceeding against it may be commenced in any court of competent jurisdiction and
proper venue within said State of service of process upon said officer with the same
effect as if the undersigned were organized or created under laws of said State and
had lawfully been served with process in said State.

It is requested that a copy of any notice, process or pleading served
hereunder be mailed to:

(Name & Address)

DATED _____, 20_____.

By: _____

Title: _____

By: _____

Title: _____