

**SCHEDULE A
To Letter of Agreement**

FORM OF CERTIFICATE¹

The undersigned, the _____ and _____ of
(Title) (Title)
_____ (the "Borrower") hereby certifies, with reference to Operating Circular
(Name of Borrower)

No. 10, effective as of October 15, 2006, as amended or supplemented from time to time thereafter ("OC-10"; terms used but not defined herein have the meaning specified therein), as agreed to by the Borrower by Letter of Agreement dated _____ to the Bank as follows:
(Date of Letter of Agreement)

(a) attached hereto are true, correct and complete, as of the date of this Certificate, copies of the official document that specifies the official name or names of the Borrower in its jurisdiction of organization ("Organizational Document").

(b) The information listed below is true and correct as of the date of this certificate:

1. Borrower's current mailing address is: _____

2. Borrower's jurisdiction of organization is²: _____

3. Borrower's Organizational number is (indicate n/a if not applicable): _____

4. Borrower's ABA number is : _____

IN WITNESS WHEREOF, the undersigned has signed this Certificate on _____.

Signature ³

Name: _____

Title: _____

Signature ⁴

Name: _____

Title: _____

¹ Borrowers that have previously provided the documents and information requested in this Certificate need only certify that the previously provided documents and information have not changed.

² Borrowers operating under a Federal charter (*e.g.*, national banks or Federal savings banks or associations) (*see* 12 U.S.C. §§ 22 and 1464(a), and 12 C.F.R. § 552.3), please specify the State of the Borrower's main office or home office.

³ One signatory should be someone authorized to sign documents on behalf of the Borrower as provided in the Authorizing Resolutions for Borrowers required by OC-10.

⁴ The other signatory should be in-house or outside counsel to the Borrower.