

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION
DIVISION OF SECURITIES AND RETAIL FRANCHISING

REGISTRATION BY QUALIFICATION

§ 13.1-510

1. Name and address of issuer: _____

2. Name and address of registrant: _____

3. Name, address and telephone number of correspondent to whom notice and communications regarding the application may be sent:

Telephone: _____

4.	Description of Securities	Offering Price	Number	Amount
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				Total: _____

5. Fee (1/10 of 1% of the "Amount" in 4 above; minimum fee \$250; maximum fee \$500): \$ _____

The registrant, after making reasonable inquiry, believes that the facts herein stated are true.

Registrant _____

By _____

Date _____

Title _____

INSTRUCTIONS

1. A registration statement shall become effective when the Commission so orders.
2. The following statement must appear in the prospectus:

THE VIRGINIA STATE CORPORATION COMMISSION DOES NOT PASS UPON
THE ADEQUACY OR ACCURACY OF THIS PROSPECTUS OR UPON THE
MERITS OF THIS OFFERING AND THE COMMISSION EXPRESSES NO OPINION
AS TO THE QUALITY OF THIS SECURITY.

3. The information required by § 13.1-510 (b) (1) - (15) may be provided by:
 - cross reference sheet(s) *
 - or
 - exhibit booklet

* You should underscore the corresponding information in the prospectus with an appropriate "cross-reference" made in the margin of the prospectus indicating the code section referenced. Any information not found in the prospectus should be attached to the cross reference sheet. Areas not applicable should be footnoted with an explanation.