

**COMMONWEALTH OF VIRGINIA  
VIRGINIA LOTTERY**



**BUSINESS ENTITY DISCLOSURE FORM  
for Preferred Casino Gaming Operator**

## Business Entity Disclosure Form

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NAME OF BUSINESS ENTITY (DO NOT ABBREVIATE)

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Name as it appears on the Certificate of Incorporation, charter, by-laws, partnership agreement, formation documents or other official document.

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D/B/A or Trade Name(s)

### PERSON TO BE CONTACTED IN REFERENCE TO THIS APPLICATION:

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Name and Title

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E-Mail Address

Telephone (Area Code) Number

Fax Number

### PRINCIPAL BUSINESS ADDRESS OF THE BUSINESS ENTITY:

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STREET LOCATION

Number/Street

City

State

Zip Code

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MAILING ADDRESS (if different)

Number/Street

City

State

Zip Code

---

COUNTRY TELEPHONE

Area Code

Number

Fax Number

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WEBSITE (URL)

### ADDRESS FROM WHICH THE BUSINESS ENTITY IS OR WILL BE CONDUCTING ANY BUSINESS, AS PART OF AN AGREEMENT WITH A CASINO HOTEL:

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STREET LOCATION

Number/Street

City

State

Zip Code

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COUNTRY TELEPHONE

Area Code

Number

Fax Number

ITEM 1. INCORPORATION OR FORMATION

A. Provide the date and place of incorporation or formation:

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Date

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Place of incorporation or formation

ITEM 2. OTHER NAMES AND ADDRESSES OF THE BUSINESS ENTITY

A. List all other names under which the business entity has done business and give the approximate time periods during which these names were being used:

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B. Use Attachment 2B to provide the following information about all other addresses presently used by the business entity and all addresses from which the business entity is presently doing business:

NUMBER AND STREET	CITY	STATE	ZIP CODE
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C. Use Attachment 2C to provide the following information on all addresses, other than those listed in Item 2B, which the business entity held, or from which it was conducting business during the last 10 year period, and give the approximate time periods during which such addresses were held:

NUMBER AND STREET	CITY	STATE	ZIP CODE	DATES	
				FROM	TO

ITEM 3. DESCRIPTION OF PRESENT BUSINESS

Provide as Attachment 3, a description of the business done and intended to be done by the business entity and its parent, holding, subsidiary and intermediary companies or business entities and the general development of such business during the past five years, or such shorter period as the business entity or its parent, subsidiary and intermediary companies or business entities may have been engaged in business. The description shall include information on matters such as the following:

- A. Competitive conditions in the industry or industries involved and the competitive position of the business entity, if known.
- B. The principal products produced and services rendered by the business entity and its parent, intermediary and subsidiary companies, the principal markets for said products or services and the methods of distribution.
- C. The sources and availability of raw materials essential to the business of the entity.
- D. The importance to the business and the duration and effect of, all material patents, trademarks, licenses, franchises, and concessions held.
- E. In describing developments, provide information such as the following: the nature and results of any bankruptcy, receivership or similar proceedings with respect to the business entity or its parent, intermediary or subsidiary companies; the nature and results of any other material reorganization, readjustment or succession of the business entity or any of its subsidiaries; the acquisition or disposition of any material amount of assets otherwise than in the ordinary course of business; and any material changes in the mode of conducting the business.

ITEM 4. DESCRIPTION OF FORMER BUSINESS

Provide as Attachment 4, a description of any former business, not listed in response to Item 3, which the business entity or any parent, intermediary or subsidiary company engaged in during the last 10 year period and the reasons for the cessation of such business. Also indicate the approximate time period during which each such business was conducted.

ITEM 5. DESCRIPTION OF LONG TERM DEBT

Provide as Attachment 5, a description of the nature, type, terms, covenants, conditions and priorities of all outstanding bonds, loans, mortgages, trust deeds, notes, debentures, or other forms of indebtedness issued or executed (including loans made by shareholders, or to be issued or executed by the business entity, which mature more than one year from the date of issuance or which, by their terms, are renewable for a period of more than one year from the date of issuance (or, in the space below, provide a specific cross-reference to the applicable document(s) filed with this application that contain(s) all of the requested information.

ITEM 6. HOLDERS OF LONG TERM DEBT

Use Attachment 6 to provide the following information for each person or entity holding any outstanding bonds, loans, mortgages, trust deeds, notes, debentures, or other forms of indebtedness executed or issued by the business entity, which mature more than one year from the date of issuance or which, by their terms, are renewable for a period of more than one year from the date of issuance.

NAME AND ADDRESS	DATE OF BIRTH	TYPE AND CLASS OF DEBT INSTRUMENT HELD	DOLLAR AMOUNT OF DEBT HELD (Both Original Amount and Current Balance)
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ITEM 7. OTHER INDEBTEDNESS AND SECURITY DEVICES

Provide as Attachment 7, a description of the nature, type, terms, conditions and covenants of all outstanding loans, mortgages, trust deeds, pledges, lines of credit, or other evidence of indebtedness or security devices utilized by the business entity other than those described in response to Items 5 and 6 (or, in the space below, provide a specific cross-reference to the applicable document(s) filed with this application that contain(s) all of the requested information).

ITEM 8. HOLDERS OF OTHER INDEBTEDNESS

Use Attachment 8 to provide the following information with respect to each holder of any outstanding loan, mortgage, trust deed, pledge or other evidence of indebtedness or security device described in response to Item 17. (Note: At the time the casino license application is submitted, some or all of the persons listed in response to this item may be required by the Lottery to submit a completed Personal History Disclosure Form 1 or Business Entity Disclosure Form, as the case may be).

NAME AND ADDRESS	DATE OF BIRTH	TYPE OF DEBT INSTRUMENT HELD	DOLLAR AMOUNT OF DEBT HELD (Both Original Amount and Current Balance)
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ITEM 9. SECURITIES OPTIONS

A. Provide as Attachment 9A, a detailed description of any options existing or to be created with respect to securities issued by the business entity, which description shall include, but not be limited to, the title and amount of securities subject to option, the year or years during which the options were or will be granted, the conditions under which the options were or will be granted, the consideration for granting the option and the year or years during which, and the terms under which, optionees became or will become, entitled to exercise the options, and when such options expire (or include as Attachment 19A copies of any outstanding option plans or proxy statements that provide the requested information). (Note: For the purpose of this application, option shall mean right, warrant or option to subscribe to or purchase any securities issued by the business entity).

B. Use Attachment 9B to provide the following information regarding all persons holding the options described in Item 9A.

NAME	BENEFICIAL OWNER'S ADDRESS	OPTIONS HELD	MARKET VALUE (AT ISSUANCE)
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ITEM 10. FINANCIAL INSTITUTIONS

Use Attachment 10 to provide the following information with respect to each bank, savings and loan association or other financial institution, whether domestic or foreign, in which the business entity has or has had an account over the last 10 year period, regardless of whether such account was held in the name of the business entity, a nominee of the business entity or was otherwise under the direct or indirect control of the business entity.

NAME AND ADDRESS	TYPE OF ACCOUNT(S)	ACCOUNT NUMBER(S)	TIME PERIOD ACCOUNT HELD	
			FROM	TO

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ITEM 11. SECURITIES OR OTHER OWNERSHIP INTEREST HELD BY THE BUSINESS ENTITY

Use Attachment 11 to provide the following information about each company in which the business entity holds shares or an interest.

NAME AND ADDRESS OF COMPANY	TYPE OF SECURITIES OR OTHER OWNERSHIP INTEREST HELD	PURCHASE PRICE PER SHARE OR INTEREST	NUMBER OF SHARES HELD	% OF OWNERSHIP MORE THAN 5%
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ITEM 12. EXISTING LITIGATION

Provide as Attachment 12, a description of all existing civil litigation to which the business entity, its parent or any subsidiary, is presently a party, whether in this state or in another jurisdiction. Do not include any litigation in which the damages may not reasonably be expected to exceed \$100,000, or litigation in which damages may be expected to exceed \$100,000, but which involve claims against the business entity which are fully and completely covered under an insurance policy held by the business entity with a licensed insurance carrier. This description must include the title and docket number of the litigation, the name and location of the court before which it is pending, the identity of all parties to the litigation, and the general nature of all claims being made.

ITEM 13. ANTITRUST, TRADE REGULATION AND SECURITIES JUDGMENTS; STATUTORY AND REGULATORY VIOLATIONS

A. Has the business entity ever had a judgment, order, consent decree or consent order, pertaining to a violation or alleged violation of the federal antitrust, trade regulation or securities laws, or similar laws of any state, province or country entered against it?

Yes  No

B. In the past 10 years, has the business entity had a judgment, order, consent decree or consent order, pertaining to a violation or alleged violation of any state or federal statute, regulation or code that resulted in a fine or penalty of \$50,000 or more, entered against it?

Yes No

If yes to either question, use Attachment 13 to provide the following information for each judgment, order, consent decree or consent order:

DATE OF OFFENSE	NATURE OF OFFENSE	TITLE OF CASE AND DOCKET NUMBER	NAME AND ADDRESS OF COURT OR AGENCY	NATURE OF JUDGMENT, DECREE OR ORDER	DATE ENTERED
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ITEM 14. BANKRUPTCY OR INSOLVENCY PROCEEDINGS AND APPOINTED RECEIVER, AGENT OR TRUSTEE

A. Has the business entity, its parent or any intermediary company, had any petition under any provision of the Federal Bankruptcy Code or under any state insolvency law, filed by or against it in the last 10-year period?

Yes  No

B. Has the business entity, its parent or any intermediary company, sought relief under any provision of the Federal Bankruptcy Code or under any state insolvency law in the last 10-year period?

Yes No

If yes to either question, use Attachment 14A to provide the following information for each bankruptcy or insolvency proceeding:

DATE PETITION FILED OR RELIEF SOUGHT	TITLE OF CASE AND DOCKET NUMBER	NAME AND ADDRESS OF COURT OR AGENCY	NATURE OF JUDGMENT OR RELIEF	DATE ENTERED
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ITEM 14. BANKRUPTCY OR INSOLVENCY PROCEEDINGS AND APPOINTED RECEIVER, AGENT OR TRUSTEE (Continued)

C. Has any receiver, fiscal agent, trustee, reorganization trustee or similar officer, been appointed in the last 10-year period by a court for the business or property of the business entity or its parent, holding, intermediary or subsidiary companies?

Yes  No

If yes to any of the above questions, use Attachment 14C to provide the following information for each proceeding:

NAME OF PERSON APPOINTED	DATE APPOINTED	COURT	REASON FOR APPOINTMENT
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ITEM 15. LICENSES

A. During the last 10-year period, has the business entity, its parent or any subsidiary, ever had any license or certificate issued by a government agency in this state or any other jurisdiction, denied, suspended or revoked?

Yes  No

If yes, use Attachment 15A to provide the following information for each license or certificate denied, suspended or revoked.

TYPE OF LICENSE OR CERTIFICATE	NAME AND LOCATION OF GOVERNMENTAL AGENCY	ACTION TAKEN	DATE	REASON FOR ACTION TAKEN
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B. Has the business entity, its parent or any subsidiary, ever applied in any jurisdiction for a license, permit, or other authorization, to participate in lawful gambling operations (including casino gaming, horse racing, dog racing, pari-mutuel operation, lottery, sports betting, etc.)?

Yes  No

If yes, use Attachment 15B to provide the following information for each license, permit or other authorization applied for:

NAME AND ADDRESS OF LICENSING AGENCY	DATE OF APPLICATION	DISPOSITION (GRANTED, DENIED, PENDING)	TYPE OF GAMBLING ACTIVITY	IF ISSUED, GIVE APPROPRIATE LICENSE, PERMIT, OR OTHER SUCH NUMBER, AND THE EXPIRATION DATE
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ITEM 16. FINANCIAL STATEMENTS

- A. Provide as Attachment 16A, an audited financial statement which shall include but not be limited to, an income statement, balance sheet, statement of sources, and application of funds and all notes to such statements and related financial schedules, for the last fiscal year prepared in accordance with the Securities Act of 1933, the Securities Exchange Act of 1934, the Public Utility Holding Company Act of 1935, and the Investment Company Act of 1940.
- B. Provide as Attachment 16B, copies of all financial statements prepared in the last five years, with respect to the business entity and any exceptions taken to such statements by the independent auditor retained by the business entity and the management response thereto.

ITEM 17. ANNUAL REPORTS

- A. Provide as Attachment 17A, a copy of all annual reports of the business entity that were submitted to shareholders or other persons during the last five years.
- B. In addition to the information required in Item 17A, a business entity that is a registrant under the Securities Act of 1933 or the Securities Exchange Act of 1934, is to submit a copy of all annual reports prepared on Form 10K, pursuant to Sections 13 or 15(d) of the Securities Exchange Act of 1934 and filed within the last five years. Identify these as Attachment 18B.

ITEM 18. QUARTERLY REPORTS

Provide as Attachment 18, a copy of the last quarterly, unaudited financial statements prepared by or for the business entity. If the business entity is a registrant with the Securities and Exchange Commission (SEC), a copy of the Form 10Q last filed with the SEC may be provided in response to this item.

ITEM 19. INTERIM REPORTS

Provide as Attachment 19, a copy of any current report prepared due to the occurrence of any of the following events: change in control of the business entity; acquisition or disposition of assets; bankruptcy or receivership proceedings; changes in the business entity's certifying accountant or other material events. If the business entity is a registrant with the SEC, a copy of the most recent Form 8K filed with the SEC may be provided in response to this item.

ITEM 20. PROXY AND INFORMATION STATEMENT

Provide as Attachment 20, a copy of the last definitive Proxy or Information Statement filed pursuant to Section 14 of the Securities Exchange Act of 1934.

ITEM 21. REGISTRATION STATEMENT

Provide as Attachment 21, a copy of all Registration Statements filed in the last five years pursuant to the Securities Act of 1933.

ITEM 22.        REPORTS OF ACCOUNTANTS

Provide as Attachment 22, a copy of all reports and correspondence, other than those previously included in this application, submitted in the last five years by independent auditors for the business entity which pertain to the issuance of financial statements, managerial advisory services, or internal control recommendations. Include the name, address and telephone number of the current outside auditor(s).

ITEM 23.        FORMATION DOCUMENTS

Provide as Attachment 23, a certified copy of the Articles of Incorporation, Charter and Bylaws of the corporation, the partnership agreement of the partnership, or formation documents of the business entity, as applicable, with all amendments and proposed amendments to date.

ITEM 24.        ORGANIZATIONAL CHART

- A.        Provide as Attachment 24A, a current ownership organizational chart of the business entity, its parent company and each subsidiary of the business entity.
- B.        Provide as Attachment 24B, a functional Table of Organization for the business entity filing this Business Entity Disclosure Form, including position descriptions and the names of persons holding such positions.

ITEM 25.        TAX RETURNS

Provide as Attachment 25, a copy of all 1120 Forms (U.S. Corporate Income Tax Return ), 1065 (Partnership Tax Return Limited Liability Company Return) and 941 Forms (Employer's Quarterly Federal Tax Return) as applicable, submitted to the Internal Revenue Service in the last five years.

ITEM 26.        LETTER OF COMMITMENT

Provide as Attachment 26, a copy of the firm commitment letter signed and issued to the business entity in connection with the proposed casino project by the lender institution, stating the terms and conditions of the loan agreement.

ITEM 27. AFFIDAVITS AND SIGNATURES

The following documents must be sworn to or affirmed, signed and dated, before a person legally competent to take an oath or affirmation, who shall him- or herself date the signature of the affiant and indicate the basis of his/her authority to take oaths and affirmations:

AFFIDAVIT

WAIVER OF LIABILITY

The President or any officer of the business entity authorized to affirm may complete the affidavit. The remaining documents are to be signed by the President or Chief Executive Officer.

ITEM 28. BUSINESS ENTITY DISCLOSURE FORM – ATTACHMENTS

On the following chart, indicate with a checkmark which attachments are included with this application. If an attachment is not applicable, indicate N/A. Please note that attachment numbers with an asterisk (\*) are attachments you are to provide or create and do not contain corresponding charts.

Attachment Number	Attachment Description	√ if attached N/A if not attached
2B	Other names and addresses of the business entity (presently used)	
2C	Other names and addresses of the business entity (past 10 years)	
3*	Description of business done and intended to be done	
4*	Description of any former business engaged in during the last 10 years and the reason for the cessation of the business	
5*	Description of long-term debt	
6	Holders of long-term debt	
7*	Other indebtedness and security devices	
8	Holders of other indebtedness	
9A*	Securities options – description	
9B	Persons holding securities options	
10	Financial institutions	
11	Securities or other ownership interest held by the business entity	
12	Existing litigation	
13	Antitrust, trade regulations and securities judgments, statutory and regulatory violations	
14A	Bankruptcy or insolvency proceedings and appointed receiver, agent or trustee (bankruptcy or insolvency)	
14C	Bankruptcy or insolvency proceedings and appointed receiver, agent or trustee (appointed receiver, agent or trustee)	
15A	Licenses (Government)	
15B	Licenses (other gambling)	
16A*	Audited financial statements for the last fiscal year	
16B*	Financial statements for the last five years	
17A*	Annual reports for the last five years	
17B*	Annual reports prepared on the SEC's Form 10K for the last five years	
18*	A copy of the last quarterly unaudited financial statement	
19*	Copy(ies) of any interim reports	
20*	A copy of the last definitive proxy or information statement (SEC)	
21*	A copy of all registration statements for the last five years filed in accordance with the Securities Act of 1933	
22*	Copies of all other reports prepared in the last five years by independent auditors of the business entity	
23*	Formation documents and all amendments and proposed amendments	
24A*	Organizational chart	
24B*	Table of organization	
25*	Copies of forms filed with the IRS in the last five years	
26*	Lender's letter of commitment	

**AFFIDAVIT**

STATE OF \_\_\_\_\_

SS:

COUNTY OF \_\_\_\_\_

I, \_\_\_\_\_, the \_\_\_\_\_ of the business entity,  
Name Title/Position

being first duly sworn according to law, on my oath, depose and say that I make this statement on behalf of the business entity, and that the above statements are true and correct to the best of my knowledge and belief, and that this statement is executed with the knowledge that any misrepresentation or failure to reveal information may be deemed sufficient cause for the refusal to issue, or the revocation of, preliminary approval for the eligible host city to proceed to referendum. Further, that I am voluntarily submitting this statement and understand that misleading statements may subject me to criminal or other sanctions or punishment.

\_\_\_\_\_  
Name of Business Entity

By: \_\_\_\_\_  
Signature

\_\_\_\_\_  
Title

\_\_\_\_\_  
Accountant preparing form, if applicable

Subscribed and sworn to before me

this \_\_\_\_ day of \_\_\_\_\_, 20 \_\_\_\_.

\_\_\_\_\_  
Notary Public

\_\_\_\_\_  
Attorney preparing form, if applicable

**WAIVER OF LIABILITY**

On behalf of \_\_\_\_\_,  
Name of Business Entity

I, \_\_\_\_\_, hereby waive liability as to the Commonwealth of Virginia and its  
President/CEO

instrumentalities and agents, for any damages resulting to the said business entity from any disclosure or publication in any manner, other than a willful, unlawful disclosure or publication, of any material or information acquired during the preliminary review process.

\_\_\_\_\_  
Date

\_\_\_\_\_  
Signature

Subscribed and sworn to before me

this \_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_.

\_\_\_\_\_  
Notary Public

ATTACHMENT 2B

OTHER NAMES AND ADDRESSES OF THE BUSINESS ENTITY (Presently Used)

NAME	NUMBER AND STREET	CITY	STATE	ZIP CODE

Attachment 2B: Page \_\_\_\_ of \_\_\_\_ Pages



ATTACHMENT 2C

OTHER NAMES AND ADDRESSES OF THE BUSINESS ENTITY (Past 10 Years)

NAME	NUMBER AND STREET	CITY	STATE	ZIP CODE	DATES	
					FROM	TO

Attachment 2C: Page \_\_\_\_ of \_\_\_\_ Pages

ATTACHMENT 6

HOLDERS OF LONG TERM DEBT

NAME AND ADDRESS	DATE OF BIRTH	TYPE AND CLASS OF DEBT INSTRUMENT HELD	DOLLAR AMOUNT OF DEBT HELD (Both Original Amount and Current Balance)

Attachment 6: Page \_\_\_\_ of \_\_\_\_ Pages

ATTACHMENT 8

HOLDERS OF OTHER INDEBTEDNESS

NAME AND ADDRESS	DATE OF BIRTH	TYPE OF DEBT INSTRUMENT HELD	DOLLAR AMOUNT OF DEBT HELD (Both Original Amount and Current Balance)

Attachment 8: Page \_\_\_\_ of \_\_\_\_ Pages

ATTACHMENT 9B

PERSONS HOLDING SECURITIES OPTIONS

NAME	BENEFICIAL OWNER'S ADDRESS	OPTIONS HELD	MARKET VALUE AT ISSUANCE

Attachment 9B: Page \_\_\_\_ of \_\_\_\_ Pages

ATTACHMENT 10      FINANCIAL INSTITUTIONS

NAME AND ADDRESS	TYPE OF ACCOUNT(S)	ACCOUNT NUMBER(S)	TIME PERIOD ACCOUNT HELD	
			FROM	TO

Attachment 10: Page \_\_\_\_ of \_\_\_\_ Pages

ATTACHMENT 11      SECURITIES OR OTHER OWNERSHIP INTEREST HELD BY THE BUSINESS ENTITY

NAME AND HOME ADDRESS OF COMPANY	TYPE OF OWNERSHIP OR OTHER OWNERSHIP INTEREST HELD	PURCHASE PRICE PER SHARE	NUMBER OF SHARES HELD	% OF OWNERSHIP MORE THAN 5%

Attachment 11: Page \_\_\_\_ of \_\_\_\_ Pages

ATTACHMENT 12      EXISTING LITIGATION

CASE NUMBER	TITLE AND COURT	GENERAL NATURE	LOCATION

Attachment 12: Page \_\_\_\_ of \_\_\_\_ Pages

ATTACHMENT 13

ANTITRUST, TRADE REGULATION AND SECURITIES JUDGMENTS; STATUTORY AND REGULATORY VIOLATIONS

DATE OF OFFENSE	NATURE OF OFFENSE	TITLE OF CASE AND DOCKET NUMBER	NAME AND ADDRESS OF COURT OR AGENCY	NATURE OF JUDGMENT, DECREE OR ORDER	DATE ENTERED

Attachment 13: Page \_\_\_\_ of \_\_\_\_ Pages



ATTACHMENT 14A

BANKRUPTCY OR INSOLVENCY PROCEEDINGS AND APPOINTED RECEIVER, AGENT OR TRUSTEE  
(BANKRUPTCY OR INSOLVENCY)

DATE PETITION FILED OR RELIEF SOUGHT	TITLE OF CASE AND DOCKET NUMBER	NAME AND ADDRESS OF COURT OR AGENCY	NATURE OF JUDGMENT OR RELIEF	DATE ENTERED

Attachment 14A: Page \_\_\_\_ of \_\_\_\_ Pages

ATTACHMENT 14C BANKRUPTCY OR INSOLVENCY PROCEEDINGS AND APPOINTED RECEIVER, AGENT OR TRUSTEE  
(APPOINTED RECEIVER, AGENT OR TRUSTEE)

NAME OF PERSON APPOINTED	DATE APPOINTED	COURT	REASON FOR APPOINTMENT

Attachment 14C: Page \_\_\_\_ of \_\_\_\_ Pages

ATTACHMENT 15A    LICENSES (GOVERNMENT)

TYPE OF LICENSE OR CERTIFICATE	NAME AND LOCATION OF GOVERNMENTAL AGENCY	ACTION TAKEN	DATE	REASON FOR ACTION TAKEN

Attachment 15A: Page \_\_\_\_ of \_\_\_\_ Pages

ATTACHMENT 15B     LICENSES (OTHER GAMBLING)

NAME AND ADDRESS OF LICENSING AGENCY	DATE OF APPLICATION	DISPOSITION (GRANTED, DENIED, PENDING)	TYPE OF GAMBLING ACTIVITY	IF ISSUED, GIVE APPROPRIATE LICENSE, PERMIT OR OTHER SUCH NUMBER AND EXPIRATION DATE

Attachment 15B: Page \_\_\_\_ of \_\_\_\_ Pages